



DILIP BHAGTANI

Date of Birth: 26th February 1963

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CA | CS | LLB |MBA| Insolvency Resolution Professional | ICAI Certificate Courses in Arbitration, Conciliation & Alternate Dispute Resolution, Goods & Services Tax (GST) | International Financial Reporting Standards (IFRS) and Information Systems Audit (ISA) | ICSI Certificate Course in Forensic Audit | ILI Certificate Course in Cyber Laws | Intellectual Property Rights (IPR)

Profile for Professional Engagement and Director on Board of the Company

Specialisation: Accounts & Finance functions (Finalisation of Accounts, Internal, Statutory, Forensic, Concurrent & Transaction Audits, Debt & Equity Syndication) | Legal (Mergers & Acquisition, strategizing legal cases, attending conferences and court proceedings, Resolution Plant), Liaisoning & dealing with Enforcement Agencies such as ED, CBI, EOW. SFIO, Block Assessments, Government Departments, Sr. advocates, Ministries and PMO etc.), Techno Economic Viability (TEV) Studies, financial & legal due diligence, forecast with its underlying assumptions for future strategies, finalisation of accounts, Taxation (TDS & Assessments), Goods & Services Tax (GST), IFRS & IndAS Compliances, Forensic & Transaction Audits, Setting up of New Manufacturing Units and managing smooth running of existing operations with Reporting to Chairman & Managing Director on a day-to-day basis.

Academic 1983 - B. Com (Bachelor of Commerce) from University of Rajasthan.

Professional

Year	Qualification	Institute
1989	Chartered Accountants (CA)	The Institute of Chartered Accountants of India”, New Delhi
2004	LLB	University of Delhi
2006	Basic Computer Applications (BCA)	Boston Computer Institute, New Delhi
2006	Certificate Course in Intellectual Property Rights (IPR), Information Technology (IT) and Cyber Laws.	Indian Law Institute, New Delhi
2007	Master’s in business administration (MBA)	University of Annamalai. Tamil Nadu
2009	Certificate Course in International Financial Reporting Standards (IFRS)	The Institute of Chartered Accountants of India”, New Delhi
2014	Company Secretary (CS)	The Institute of Company Secretaries of India”, New Delhi
2018	Insolvency & Bankruptcy Board of	Insolvency Resolution Professional

	India	
2021	Certification Course in Goods & Services Tax (GST)	The Institute of Chartered Accountants of India, New Delhi
2021	Certification Course in Forensic Audit	The Institute of Company Secretaries of India New Delhi
2021	Certificate Course in Arbitration Medication and Reconciliation	The Institute of Chartered Accountants of India, New Delhi
2022	Certificate Course in Information Systems Audit (ISA)	The Institute of Chartered Accountants of India, New Delhi

Expertise:

- Strategizing Legal & Investigations Cases including coordinating with Senior Advocates, Advocates on Records, Law Firms and handling of the cases at Hon'ble Supreme Court of India, Hon'ble High Courts, National Company Law Tribunal Appellate (NCLAT), National Company Law Tribunal (NCLT), Debt Recovery Appellate Tribunal (DRAT) , Debt Recovery Tribunal (DRT), State Consumer Disputes (SCDRC), National Consumer Disputes (NCDRC), National Green Tribunal (NGT) Economic Offence Wing (EOW) , Serious Frauds Investigation Office (SFIO) and Central Bureau of Investigation (CBI)
- Drafting, Core Litigation, Handling Matters related to Corporate Laws, SEBI Laws, Labour Laws, Mergers & Acquisitions, Transaction advisory services: Joint Venture, Foreign Collaborations, Foreign Law compliances, due diligence, valuations, structuring the deal, post deal compliances, de risking, prefeasibility reports, techno feasibility report, Business Plan, setting up of new manufacturing Units etc.
- Corporate Financing – Raising term loan, working capital limits, project finance from banks (consortium) & financial institutions, preparing company for listing, IPO, post IPO compliances, Private Equity, Debentures, Bonds, borrowing mix, borrowing cost, Foreign Direct Investment, capital structuring, Treasury, Portfolio services.
- Tax and Regulatory compliances (Direct & Indirect) – identifying and addressing tax and regulatory compliances, devising tax minimization strategies, tax planning opportunities, performing regular reviews to identify gaps in compliances, ensuring maintenance of appropriate documentation, tax return preparation, review of tax status and evaluation of tax exposures, representing before statutory authorities for Assessments, appeals etc.
- Accounts & Commercials - Control & Supervision of Accounts, Banking, Foreign Exchange, finalisation & consolidation of accounts, cash flow, placement of funds, MIS, Oversee approval and processing of expenditure. Cash and debt management, Costing, managing financial assets, liabilities, asset protection, risk analysis, budgeting. Inventory controls, IFRS financial statements including first time adoption.
- Setting of manufacturing units and smooth running of existing manufacturing units.

Achievements: -

- Facilitated the acquisition of the largest hotel portfolio in the United Kingdom.
- Raised two Foreign Debt of GBP 350 million each.
- FDI Investment (Private Equity) from Israel concluded for Rs 8000 million.
- Handled three IPO including listing, compliances, and SEBI Liaisons.
- Set up of All India distribution model pursuant to introduction of VAT.
- Advised from fine prints that income tax deduction is available for tobacco which resulted in set-up of a factory in Tax Free Zone
- Critical Income Tax Assessment, Income tax, excise, TDS survey and raids handled.
- Mobilized working capital limits of Rs 500 million for a cash rich unit.
- Mobilized project financing / term loans for several projects.
- Corporatization of proprietary business, Valuation of goodwill
- Set-up of accounting processes and accounting manual
- Set-up of two manufacturing units and one residential boarding private school spread over 100 acres.
- Written two accounting manuals.
- Legal cases strategies, succeeded at Hon'ble High Court of Bombay for a very high-profile case.

Gist of Key Fund Raisings:

- Rs 150 Crores Corporate for a Hotel Project from IFCI Ltd
- Rs 85 Crores equity participation by IFCI Ltd in SPV incorporated for a Hotel Project.
- Rs 10 Crores short term funding from IFCI Factor Ltd for Hotel Project
- Rs 11 Crores Working Capital Limit from State Bank for Hotel
- Rs 100 Crores – Nonconvertible debentures from a private party for a Hotel Project.
- Rs 65 Crores consortium funding for a Hotel Project at Chandigarh Project
- Restructuring of debts for Hotel Project, Infrastructure Projects
- GBP 350 million from Deutsche Bank London for UK Hotel Project
- GBP 350 million from RBS Bank London for UK Hotel Project
- GBO 100 million Bridge Finance from Starwood for UK Hotel Project.
- Rs 105 Crores from Bank of India for Sheraton Pune Project
- Restructuring of existing funding for Sheraton Jaipur Project
- Rs 100 Crores consortium funding of Allahabad Bank, Indian Overseas Bank & erstwhile Bank of Rajasthan for Ludhiana Shopping Mall Project
- Finance of Rs 28 Crores for IMAX Cinema Equipment's for Project at Calcutta
- Rs 50 Crores working capital limit for Factory at Guwahati Assam
- Project Bank Guarantee against 25% to 50% margin for imports of capital goods etc.
- High end passenger Vehicle financings.
- Hire Purchase of high value equipment's.

Knowledge:

Financial Services: (Corporate Financing & Treasury Operations)

- Valuations, structuring of deal, negotiation, hurdle rate and drafting of MoU, Shareholders Agreements, Debenture Deed, Share Acquisition Agreements etc.
- Due diligence for an investor (foreign or domestic)
- Syndicating Private Equity, Foreign Direct Investment, debt instruments
- IPO with pre and post IPO compliances
- Syndicating project financing after evaluating a business plan, compiling information memorandum.
- Syndicating Term limits, LC Limits, Corporate loan and working capital limits from Financial Institutions, Banks, Consortium banks etc.
- Treasury, Portfolio Management – size exceeding portfolio of 1000 Million
- Price new deals for purchasing and recommend appropriate hedges and prepare Investment Committee proposals.
- Design and develop portfolio performance reports and metrics.

Legal, Corporate Law, Secretarial and Liasoning Functions:

- Drafting / vetting of understandings, agreements, deeds etc.
- Cases for Hon'ble Supreme Court of India, Hon'ble High Courts of Delhi, Mumbai, Goa, Shimla, Punjab & Haryana, Debt Recovery Tribunal (Mumbai, Goa, Delhi, Chandigarh), Debt Appellate Recovery Tribunal (Mumbai & Kolkata), National Company Law Tribunal (Delhi Mumbai & Chandigarh), National Company Law Appellate Tribunal (Delhi), State Consumer Disputes Commissions (Delhi & Chandigarh), National Consumer Disputes Redressal Commission (Delhi) District & Taluka Courts, District & Session Courts of Delhi, Mumbai, Goa, Haryana, Chandigarh, Punjab. The role is coordination with lawyers, strategizing and attending the proceedings alongwith the counsels.
- Directors Report, Minutes Book, Agenda, incorporation of new company, Stock Exchange compliances, Corporate Governance, liasoning with RBI, Banks, Company Law Board, Enforcement Directorate, Department of Industries Policies & Promotions, Directorate of Industries & Commerce (SIA) and Ministries such as Company Affairs, External, Home Affairs, Finance & Environment etc.

Corporate Structuring, Mergers and Acquisitions:

- Mergers- Horizontal, Vertical or Conglomeration, Demerger, Acquisitions, SEBI compliances, Corporate Governance etc. Opening of overseas branch office / offshore Company / Shariat law compliant company.
- Due diligence, negotiation of terms and conditions, preparing forecasts, alternate models & documentations and prepare management presentations, dealing with investment banks and private placement advisors, evaluate investment opportunities, dealing with regulators structure commercial deals, executing merger and acquisition transactions, post deal integration.

Project consulting & management:

- Project Planning, feasibility analysis, sound knowledge of administrative procedures, bidding procedures, monitoring progress, dealing with contractors and Government Authorities.

Direct taxation: Income Tax compliances:

- Tax & Profit planning.
- Assessing implications of various business decisions.
- Matters relating to preparation and filing of appeals before Appellate Authorities/Income Tax Appellate Tribunal and courts.
- Transfer pricing for international transactions and assessments thereof.
- Preparation of Pre and post budget memorandum through Chamber of Commerce, interaction with senior Govt. Officials on Policy issues
- Filing of income tax/ wealth tax returns, presentation of cases before the Assessing Officers in the assessment proceedings, getting assessments completed and liaising with tax authorities.

Indirect taxation:

- Goods & Service Tax and erstwhile Service Tax, Excise, Customs, VAT, Entry tax and Octroi are a key to the success of business.
- Pricing transactions with reference to indirect tax laws
- Returns and assessments thereof, appearing before the assessing authorities & appellate authorities, drafting of appeals, grounds of appeal.

Accounting Functions:

- Control & Supervision of Accounts, Finance, Banking, Foreign Exchange Management, compliances with accounting standards, cash flow, placement of funds, Finalisation and Consolidation of Final Accounts and other MIS reports thereof.
- Oversee approval and processing of revenue, expenditure. Cash and debt management, Costing, Special Analysis, Information Reports
- Management of financial assets, liabilities, asset protection, risk analysis, directing and coordinating the preparation of annual budgets and forecasts etc.
- Checking of Inventory Records, Consumption pattern, Variance Analysis and the list for stock items reached on re-order level based on ABC Classification.

Summary of Profile

- *Strong leadership attributes with good planning & organizational skills.*
- *Decisive, efficient team approach and communication and presentation skills.*
- *Ability to build excellent interpersonal relationships.*
- *Creativity & strategic thinking*
- *Excellent drafting, Core Litigation & Handling matters to their logical conclusion in the interest of the organisation.*