

# Strategic Divestment

## Strategic acquisition of stake in overseas uranium mines by Uranium Corporation of India Limited

Partial/full exit opportunity for existing promoter(s) of uranium mines by means of strategic stake to Uranium Corporation of India Limited, A Government of India Enterprise under Department of Atomic Energy, and to meet the nuclear fuel requirements for nuclear power generation in India.

### Investment Highlights

- ▶ UCIL may offer firm long-term offtake agreement of  $U_3O_8$  and shall facilitate in other necessary support required for offtake.
- ▶ Partial/full exit opportunity for existing promoter(s).
- ▶ Opportunity to work with Government of India backed organization having rich uranium mining experience.

### Company Background

#### Introduction

Uranium Corporation of India Limited was incorporated on 4<sup>th</sup> October 1967. It is a Public Sector Enterprise under the Department of Atomic Energy with a special standing at the forefront of Nuclear Power cycle. Fulfilling the requirement of uranium for the Pressurized Heavy Water Reactors, UCIL plays a very significant role in nuclear power generation of the country. UCIL is an ISO 9001:2015, 14001:2015 & IS 18001:2007 company and has adopted modern technologies for its mines and process plants. The Company operates six underground mines (Bagjata, Jaduguda, Bhatin, Narwapahar, Turamdih and Mohuldih) and one open pit mine (Banduhurang) in the State of Jharkhand. Ore produced from these mines are processed in two process plants located at Jaduguda and Turamdih. UCIL is also operating one underground mine and process plant at Tummalapalle in Andhra Pradesh.

#### Objective

- ▶ Uranium Corporation of India Ltd. (UCIL) has setup an ambitious plan for increasing production over the next 10 years. Apart from the current expansion plan, which is focused on developing assets in India, UCIL is also considering international expansion for accelerating production and meeting the fuel security requirements for nuclear power generation.
- ▶ UCIL intends to acquire strategic stake in overseas Uranium mines and may offer long-term firm offtake agreement of  $U_3O_8$ .

### Financing

- ▶ For financing the acquisition UCIL may bring a strategic partner to fund the transaction. It is proposed that UCIL will jointly setup an acquisition company with a selected strategic partner who will mobilize capital to finance the transaction.
- ▶ The acquisition company may acquire the stake in the Seller's target company/ entity. The acquisition company or the project company may sign the off-take agreement with UCIL.
- ▶ UCIL is open for any other structure to meet its need.

### Way Forward

#### Signing non-disclosure agreement and information sharing

- ▶ Consider it an invitation to sign a Non-Disclosure Agreement (NDA) with the Company
- ▶ After signing the NDA, Information Memorandums will be shared.

#### Meetings and discussion

- ▶ Meetings would be arranged with promoters if requested
- ▶ Later, commercial terms/proposals may be discussed and agreed.

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## NOTICE INVITING RFI

Ref No-RFP: EY/UCIL/202201

Date: 24/01/2022

Request For Interest (RFI) is invited from Global bidders by M/S Ernst & Young LLP on behalf of URANIUM CORPORATION OF INDIA LIMITED, a Govt, of India Enterprise under Dept, of Atomic Energy to identify available global opportunities mainly from key countries like Australia, Canada, Kazakhstan, South Africa etc. so as to help UCIL for acquiring strategic stake in overseas Uranium Mines for accelerating production & meeting the fuel requirements for nuclear power generation in the India.

Prospective bidders may please visit the <http://www.ucil.gov.in/> for details and application format.

M/S Ernst & Young LLP

## Application Format

RFI. No - EY/UCIL/202201

Date: 24/01/2022

Request for interest to sell strategic stake in Uranium Mines to Uranium Corporation of India Limited, India

Uranium Corporation of India Limited was incorporated on 4<sup>th</sup> October 1967. It is a Public Sector Enterprise under the Department of Atomic Energy with a special standing at the forefront of Nuclear Power cycle. Fulfilling the requirement of uranium for the Pressurised Heavy Water Reactors, UCIL plays a very significant role in nuclear power generation of the country. UCIL is an ISO 9001:2015, 14001:2015 & IS 18001:2007 company and has adopted modern technologies for its mines and process plants. The Company operates six underground mines (Bagjata, Jaduguda, Bhatin, Narwapahar, Turamdih and Mohuldih) and one open pit mine (Banduhurang) in the State of Jharkhand. Ore produced from these mines are processed in two process plants located at Jaduguda and Turamdih. UCIL is also operating one underground mine and process plant at Tummalapalle in Andhra Pradesh.

**1.0 Objective:** The Government of India (GoI) has propelled up the nuclear energy in the energy mix of the country. Uranium Corporation of India Ltd. (UCIL) has setup an ambitious plan for increasing Uranium production over the next 10 years. Apart from the current expansion plan of developing uranium mines in India, UCIL is also considering acquiring strategic stake in overseas uranium mines for accelerating production and meeting the fuel requirements for nuclear power generation. For the purpose, UCIL has appointed M/S Ernst & Young LLP for Providing Transaction Advisory (TA) services for identifying Global Opportunities and creating appropriate transaction structure to meet the objective of securing long term yellow cake supply for M/s Uranium Corporation of India Ltd. (UCIL). Through this document, M/S Ernst & Young LLP on behalf of UCIL is seeking response from potential owners of uranium mines/ projects. Response from the owners shall assist UCIL in scouting for the targets.

**2.0 Long term off-take:** UCIL intends to acquire strategic stake in overseas Uranium mines and may offer long-term firm offtake agreement of U<sub>3</sub>O<sub>8</sub>. The terms and conditions of strategic stake acquisition and the offtake agreement may be negotiated based on the details of the mines being offered and techno economic assessment.

**3.0 Financing the transaction:** For financing the acquisition UCIL may bring a strategic partner to fund the transaction. It is proposed that UCIL will jointly setup an acquisition company with a selected strategic partner who will mobilise capital to finance the transaction. The acquisition company may acquire the

stake in the Seller's target company/ entity. The acquisition company or the project company may sign the off-take agreement with UCIL. Other structures may also be explored. The details of the structure shall be furnished later.

**4.0 Incorporated entity:** Incorporated companies/ entity are invited to submit their intent if:

- The company/ entity is the owner of at least 51% equity in the mine / project being offered.
- Companies / Entities having operating Uranium Mines.
- Companies/ Entities having Uranium mines under development but expected to start in near future.
- The offered mine must have minimum life of 10 years left.
- The company/ entity is NOT be blacklisted by either Government of India or the government of the country in which company/ entity is incorporated.
- The entity is NOT insolvent.

**5.0 Details for submission:**

- Details of the company or the group including shareholding structure.
- Details of the mine/ project asset being offered for stake acquisition.
- Structure or organization / SPV where the mine/ project assets are owned and controlled.
- Shareholder details of the organization / SPV where the mine/ project assets are owned and controlled.
- Key details of mines / project asset covering following:
  - Life of the mine (LoM) plan and schedule
  - Mineral resources and Mineral reserves
  - Environmental liabilities
  - Commodity prices - a critical component for the valuation
  - Financial forecasts
  - Management accounts (including production statistics, operating and capital costs)
  - Infrastructure (including site, transport and facilities)
  - Processing plants and metallurgy
  - Equity valuation and enterprise valuation details
  - Stage - Operational/ Under development
  - Expected date of operation, if under development
  - Future capex plan
  - Annual production Plan
  - Cost of production
  - Details of location from nearest seaport/airport
  - Any existing off-take agreement, if yes, then details thereof
  - Key management personnel
  - Financial statement of last three years
  - Power of attorney/ any proof of authorization for the signatories

- Contact details with email ID

**6.0 Confidentiality:** Ernst & Young, UCIL and the company/ entity shall execute a confidentiality agreement for data protection with the company/ entity who submits a written response to the participate in the request

**7.0 Key contacts:** For the purpose of submission of intent to participate, submission of queries and submission of interest, the company/ entity may write to the following:

To: Transaction advisor officers:

1. Mr. Alok Singh

Email: [Alok.Singh@in.ey.com](mailto:Alok.Singh@in.ey.com)

2. Mr. Suyash Singh

Email: [Suyash.Singh@in.ey.com](mailto:Suyash.Singh@in.ey.com)

CC: UCIL officers:

1. Mr. Chanchal Manna

Email: [cmanna@uraniumcorp.in](mailto:cmanna@uraniumcorp.in)

2. Mr. CB Singh

Email: [cbsingh@uraniumcorp.in](mailto:cbsingh@uraniumcorp.in)

**8.0 Key Dates:**

- Date of notification of RFI (T<sub>0</sub>)- 24/01/2022
- Last date of issue of Application Format (T<sub>0</sub> + 14 days) - 07/02/2022
- Receipt of Queries against this request (T<sub>0</sub> + 14 days) - 07/02/2022
- Consultation with parties interested (e-meeting)- to be conveyed later
- Reply for queries (T<sub>0</sub> + 21 days) - 14/02/2022 @ 5:00 PM IST
- Interest submission date (T<sub>0</sub> + 28 days) - 21/02/2022 @ 5:00 PM IST

**9.0 Submission of Interest:** The response of request must be delivered not later than 21/02/2022 up to 5:00 PM IST as per one of the following options:

EITHER:

Physically in a sealed cover superscribing "Request No : EY/UCIL/202201 dated 21/02/2022" at the following address:

Uranium Corporation of India Limited (A Govt. of India Enterprise)  
Jaduguda Mines, P.O. Jaduguda Mines, Dist. Singhbhum (E), Jharkhand, India -  
832102

Ernst & Young LLP  
6th Floor, Worldmark 1, IGI Airport Hospitality District,  
Aerocity, New Delhi 110037, India

OR:

Electronically at the email address of the officials mentioned above.

M/s Ernst & Young LLP may, at its discretion, extend the last date of submission of interest, through appropriate notification.

In case any clarification is required in respect of this RFI, an email may be sent to the above mentioned UCIL officials or Transaction advisor officials.

**10.0 Changes in this Request:** At any time prior to the due date for submission of interest, UCIL may, for any reason, issues change to this Request. The interested company/ entity should visit the website periodically to keep themselves updated of the changes.

**Other requirements and necessary information:**

- All the information requested shall be furnished in English only. If any of the required information is in any other language, translation of the same needs to be submitted.
- All cost and expenses associated with the submission of the RFQ response shall be borne by company/ entity only. M/S Ernst & Young LLP/ UCIL shall have no liability in any manner in this regard
- M/S Ernst & Young LLP/UCIL may request for due diligence from an independent entity for any or all shortlisted assets. The interested entity/ company shall furnish all information required to carry out the due diligence.
- Interested parties may also participate via any broker/ merchant banker, however M/S Ernst & Young LLP/ UCIL shall not be liable to pay any fee/ commission or brokerage to such broker/ merchant banker
- M/S Ernst & Young LLP/ UCIL reserves the right to seek additional information from prospective company/ entity who will respond to this request
- M/S Ernst & Young LLP/ UCIL is scouting for potential targets and the response of owners of uranium mines will assist in the process. The submission of response does not mean that the supplier is bound to offer stake at a later stage rather it only shows an interest to explore discussions with UCIL.
- M/S Ernst & Young LLP/ UCIL is not offering any financial commitment whatsoever through this document.
- M/S Ernst & Young LLP/ UCIL reserves the right to cancel the request at any point in time without any liability to UCIL or its advisors.

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