

**NATIONAL COMPANY LAW TRIBUNAL
INDORE BENCH at AHMEDABAD
COURT-1**

IA 730 of 2019 in TP 62 of 2019 [CP (IB) 191 of 2017]

Coram: Hon'ble Mr. HARIHAR PRAKASH CHATURVEDI, MEMBER (JUDICIAL)
Hon'ble Mr. PRASANTA KUMAR MOHANTY, MEMBER (TECHNICAL)

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF INDORE BENCH OF
THE NATIONAL COMPANY LAW TRIBUNAL ON 04.06.2020**

Name of the Company: Sudip Bhattacharya RP of
The Dhar Textile Mills Ltd

Section Section 30(6) of Insolvency and Bankruptcy Code,
2016

<u>S.NO.</u>	<u>NAME (CAPITAL LETTERS)</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
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1.

2.

ORDER

The case is taken up through video conferencing.

The Parties are represented through their respective counsel(s).

The case is fixed for pronouncement of order today.

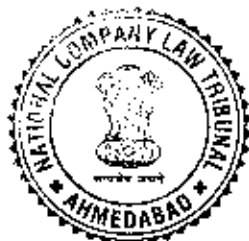
The order is pronounced in open Court as order in detail is recorded vide separate sheet.


(PRASANTA KUMAR MOHANTY)
MEMBER (TECHNICAL)


(HARIHAR PRAKASH CHATURVEDI)
MEMBER (JUDICIAL)

Dated this the 4th June of 2020

sen



**BEFORE THE ADJUDICATING AUTHORITY
(NATIONAL COMPANY LAW TRIBUNAL)
INDORE BENCH at AHMEDABAD
COURT-1**

**I.A. No. 730 of 2019 in C.P. (I.B.) No.191/7/NCLT/AHM/2017
Under Section 30(6) of the IBC, 2016
(for approval of resolution plan)**

In the matter of:

Sudip Bhattacharya,
Resolution Professional for
The Dhar Textile Mills Limited
Having its IBB registered office at:
903, Queens Gate, Hiranandani Estate,
Thane - 400607

.... Applicant

M/s. Asset Reconstruction Company
Limited
The Ruby, 10th Floor,
Senapati Bapat Marg,
Dadar (West)
Mumbai - 400028

.....Financial Creditor

AND

M/s. The Dhar Textile Mills Limited
C-1/A, Low Land Area,
Pologround, Industrial Estate,
Indore - 452 015, Madhya Pradesh

..... Corporate Debtor

Order delivered on 04.06.2020

**Coram: Hon'ble Mr. Harihar Prakash Chaturvedi, Member (J)
And
Hon'ble Mr. Prasanta Kumar Mohanty, Member (T)**

Appearance:

Mr. Ravi Pahwa, Mr. Yuvraj Thakore, Mr. Vijay Assudani, Mr.
Pratik Tripathi, Mr. Sawrin A Mehta and Mr. Navin Pahwa Ld. Sr.
Advocate, for RP/Applicant
Mr. Yogesh Hemnani, Advocate for the Suspended Management.



[Per: Mr. Prasanta Kumar Mohanty, Member(T)]

1. This I.A. No. 730 of 2019 has been filed under Section 30(6) of the Insolvency and Bankruptcy Code, 2016 by the Resolution Professional/Applicant, namely, Mr. Sudip Bhattacharya, before this Tribunal seeking approval of Resolution Plan (which has been duly approved by 100% voting of CoC) from this Adjudicating Authority under section 31(1) of the Insolvency and Bankruptcy Code, 2016.
2. As observed, this application has been filed by the Resolution Professional under Section 30(6) enclosing -
 - a) Copy of the order dated 15.02.2019 passed by this Hon'ble Adjudicating Authority in CP (IB) no. 191 of 2017.
 - b) Copy of public announcement dated February 23, 2019 made by the applicant as published in local newspaper Free Press Journal (English) In Mumbai & Indore Edition, Navshakti (regional language in Mumbai) and Indore Samachar.
 - c) Copy of list of creditors as per Regulation 13(1) of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016.
 - d) Copy of the Minutes of 1st meeting of CoC (Page no. 66 to 84 of the paper book)
 - e) Copy of the Minutes of 2nd meeting of CoC dated 03.04.2019 (Page no. 87 to 103 of the paper book)
 - f) Copy of the Minutes of 3rd meeting of CoC dated 24.04.2019 (Page no. 105 to 114 of the paper book)
 - g) Copy of the Minutes of 4th meeting of CoC dated 10.05.2019 (Page no. 115 to 125 of the paper book)
 - h) Copy of the Minutes of 5th meeting of CoC dated 12.06.2019 along with amended Form-G (Page no. 126 to 135 of the paper book)
 - i) Copy of the Minutes of 6th meeting of CoC dated 18.06.2019 (Page no. 136 to 145 of the paper book)
 - j) Copy of the Minutes of 7th meeting of CoC dated 26.06.2019 (Page no. 146 to 153 of the paper book)
 - k) Copy of the Minutes of 8th meeting of CoC dated 26.07.2019 (Page no. 156 to 163 of the paper book)
 - l) Copy of the Minutes of 9th meeting of CoC dated 18.09.2019 (Page no. 164 to 179 of the paper book)
 - m) Copy of the Minutes of 10th meeting of CoC dated 15.10.2019 (Page no. 180 to 186 of the paper book)
 - n) Copy of the Minutes of 11th meeting of CoC dated 01.11.2019 (Page no. 187 to 193 of the paper book)
 - o) Copy of e-voting result along with resolution passed on 08.11.2019 and the approved resolution plan. (Page no. 194 to 197 of the paper book)
 - p) Summary valuation sheet of Corporate Debtor (Page no. 198 to 199 of the paper book)



q) Compliance certificate of Resolution Professional as prescribed under Regulation 39(4) of CIRP Regulations. (Page no. 200 to 206 of the paper book)

3. It is stated that the Applicant, Mr. Sudip Bhattacharya, Resolution Professional (hereinafter referred as "RP") was appointed as Interim Resolution Professional vide order of this Bench in CP(IB)191/7/NCLT/AHM/2017 dated 15.02.2019

4. It is stated that the application is within the jurisdiction of this bench. It is further stated that the Application is within time as provided under **Section 12** of the Insolvency and Bankruptcy Code, 2016, as the **last date of** completion of the Corporate Insolvency Resolution Process is 180 days from 15.02.2019 as mentioned in Order No. CP (IB) No.191/7/NCLT/AHM/2017 hence, **20.08.2019** was the last date.

5. It is stated that the Corporate Debtor was incorporated under the Companies Act, 1956 on 15.06.1984 having its identification No. L17121MP1984PLC002484. It is stated that the Applicant/IRP issued a public announcement of the Corporate Insolvency Resolution Process (CIRP) on February 23, 2019 by inviting all stakeholders including Financial Creditors of the Corporate Debtor to submit their claims by 12.03.2019 and the public announcement was published in local newspaper made by the applicant as published in local newspaper.

6. It is stated that the Applicant issued a public announcement on 23.02.2019 in daily newspaper, website and invited claims from the creditors of the Corporate Debtor. Accordingly, on receiving claims, the COC was constituted on **19.03.2019** and first meeting was called on 19.03.2019 and the Applicant was confirmed as the Resolution Professional of the Corporate Debtor thereon. Pursuant to the public announcement, the Resolution Professional received claims of **Rs.658,68,95,256.00** from two Financial Creditors. Further,



the Resolution Professional received claims for **Rs.8,10,495.00** from two Operational Creditor.

7. During the Second meeting of CoC held on 03.04.2019, the Applicant, namely, Mr. Sudip Bhattacharya was confirmed as the Resolution Professional for the Corporate Debtor, in accordance with Section 22 of the Code by the Committee of Creditor of the Corporate Debtor. The applicant was authorized to **take insurance cover for the two factory locations of Corporate Debtor** under fire and other perils and burglary. The applicant also discussed the eligibility criteria for Expression of Interest and also was authorized to publish Form-G in stipulated format according to Regulation 36A(2)(3)(4)(5)(6) and (7) of Insolvency and Bankruptcy Board of India Regulations 2016. Thereafter, the Applicant issued a public announcement for inviting Expression of Interest (EoI) in Form -G.

8. It is further stated that the third meeting of CoC was held on 24.04.2019 wherein the transaction auditor and a service provider for data space management were appointed and their fees were ratified. The applicant informed the CoC that until that date, no Expression of Interest was received.

9. The fourth meeting of CoC was held on 10.05.2019, wherein the applicant informed the members of CoC that the claims received up to 30.04.2019 were collated. The members of CoC also discussed to finalize the engagement of Process Advisors to maximize the resolution value. The applicant also informed the members of CoC that he had received two EoIs.

10. It is further stated that the fifth meeting of CoC was held on 12.06.2019, wherein one Financial Creditor viz. ASREC (India) Limited filed revised Form-C revising its claims with supportive documents. Hence, the applicant revised the voting share of CoC to the following extent:

Sr. No.	Name of the Financial Creditor	Voting Share (%)
I.	M/s. Asset Reconstruction Company (India) Limited	60.18



2.	ARSEC (India) Limited	39.82
	TOTAL	100.00

The applicant also informed the CoC that MPAKVN, one of the Operational Creditor has also filed revised Form-B with all supportive documents and accordingly, the applicant revised its voting share to the following extent:

Sr. No.	Name of the Operational Creditors	Provisional Amount	admitted
1.	MPAKVN	4,19,718.00	
2.	ESIC-INDORE	3,90,780.00	
	TOTAL	8,10,498.00	

The applicant also informed the CoC that he has published the amended Form-G on 31.05.2019. It was resolved in this meeting to extend the date for filing EoI from 31.05.2019 to 05.06.2019.

11. Thereafter, in the sixth meeting of CoC held on 18.06.2019, wherein it was resolved to extend the CIRP time line by another 90 days from 14.08.2019 to 12.11.2019 for various reasons recorded therein. Thereafter the applicant filed IA No. 378 of 2019 before this Tribunal on 25.06.2019, inter alia, praying to extend the period of CIRP further 90 days till 12.11.2019
12. It is submitted that Seventh Meeting of CoC held on 26.06.2019, wherein the applicant appraised the member of CoC about the filing of application before this Hon'ble Tribunal for extension of CIRP period further of 90 days i.e. till 12.11.2019. **In this meeting, the CoC resolved to appoint WIN Corporate Advisors Private Limited as process advisors for the CIRP of Corporate Debtor.** Thereafter, this Hon'ble Tribunal extended the further period for CIRP for another 90 days i.e. till 12.11.2019.
13. It is submitted that in 8th Meeting of CoC held on 26.07.2019, the applicant apprised the member of CoC about the further extension of CIRP period of 90 days. In this meeting the fees of Process Advisor was also discussed.



14. It is submitted that 9th meeting of CoC held on 18.09.2019, wherein the authorized representative of Process Advisors submitted before CoC that 4 EO(s) have been received from prospective Resolution Applicants.
15. It is submitted that in 10th meeting of CoC held on 15.10.2019 the CoC noted that **Samyak International Limited** presented features of its resolution plan and the discussion was preliminary. The CoC even deliberated on the plan and asked questions. However, as no written plan was submitted by the **Samyak International Limited**, it was written plan. Thus **Sradha Buildcon Private Limited** was advised to submit a written plan by 23.10.2019.
16. It is further submitted that in the same meeting, the Resolution Plan of **Shradha Buildcon Private Limited** was discussed. However, even **Sardha Buildcon Private Limited** did not submit advised to submit a written plan by 23.10.2019.
17. It is submitted in the 11th meeting of CoC held on 01.11.2019, wherein the CoC took note of the fact only one complete resolution plan is received from the **Sardha Buildcon Private Limited**. It was also noted that the Resolution Plan was discussed by the members of CoC along with the Resolution Applicant and after discussion, the Resolution Applicant was advised to submit its final plan with all legal regulatory compliances latest by 04.11.2019 after which the plan would be placed for internal approval and e-voting. It was decided to keep the electronic voting platform during the defined dated.
18. It is submitted that e-voting held from 05.11.2019 from 17.00 hours to 08.11.2019 till 22.00 hours (i.e. for 77 hours), the resolution plan of the Resolution Applicant viz. **Shardha Buildcon Private Limited** was unanimously approved. The resolution with regard to CIPR cost also came to be unanimously approved.



19. It is submitted that the average **liquidation value of the Corporate Debtor is INR 15.99 crores** as evidenced from the summary valuation sheet a copy of which is annexed herewith and marked as annexure-s, whereas the financial bid of the Resolution Applicant amounts to **INR 23.27 Crore**. In the light of the same, it is submitted that the CoC is of the opinion that the final **approved resolution plan is suitable and viable and deserves approval from this Hon'ble Tribunal.**

20. It is submitted that for the ready reference of this Hon'ble Tribunal, the key features of approved resolution plan can be summarized hereunder:-

i. Background of the Resolution Applicant

a) Shradha Buildcon Private Limited is an unlisted private company, with experience of more than a decade in construction. This is a closely held venture which invests in real estate of different kinds. Mr. Vinay Chhajlani, the promoter director, is a serial entrepreneur with interest in Real Estate, Software, Digital Media and other business platforms. The Resolution Applicant is supported by group companies where there are annual cash flow generations as EBITDA is in excess of Rs. 12 Cr. In financial year 2018-19. The Resolution Applicant has diversified interest, apart from construction, in the following area

- Digital Media
- Printing Industry
- Infrastructure Industry
- Information Technology
- Entertainment & Media Industry.

b) The net worth of the Resolution Applicant as on 31.03.2019 is Rs. 1316.16 Lakhs

c) After the implementation of the Plan, the Corporate Debtor is expected to benefit from:

(i) The expertise of the Resolution applicant in the relevant sector,

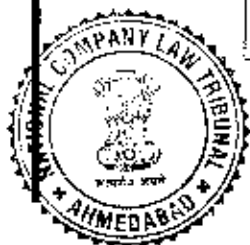


- (ii) The synergies from the brand presence and distribution network of the Resolution Applicant;
- (iii) The investment in the Corporate Debtor by the Resolution Applicant pursuant to this Plan; and
- (iv) Any future investment that may made in the corporate debtor by the Resolution Applicant. The Resolution Applicant shall make appropriate modification to the constitutional documents of the company to achieve the successful implementation of this Plan.

Thereby addressing the cause of insolvency.

II. Financial Proposed.

Sr. No.	Particulars (outstanding amount of)	Admitted Claim Amount Rs.	Amount proposed to Pay	Amount-NPV of Proposed Amount	Nos. of days when payment shall be made
1	CIRP Expenses	81,36,130	81,36,130.00	80,68,880	30 days from approval from AA
2	Operational Creditor				
	MPAKVN	4,19,715	50% of amount admitted - Rs. 2,09,858	2,09,858	30 days from approval from AA
	ESIC Insure	3,90,780	50% of amount admitted -Rs. 1,95,390	1,95,390	30 days from approval from AA
	Total	8,10,495	4,05,248	4,05,248	
3	Financial Creditors				
	ARCIL-60.15%	396,38,05,715	13,99,73,039	12,66,01,320	As per Below Schedule
	ASREC-39.85%	262,30,89,541	9,27,33,593	8,38,74,690	As per Below schedule
	Total-100%	658,68,95,256	23,27,06,632	21,53,38,179	



Total outstanding-Proposed to be	24,11,00,000	21,81,09,609	
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III Implementation of the plan

Reconstitution of Board of Directors

It is been proposed in the Resolution Plan that from the date on which this Hon'ble Tribunal approves the present Resolution Plan, all existing directors of the corporate debtor shall be deemed to have resigned and vacated their office and the Board of Directors of the Corporate Debtor shall be reconstituted in accordance with the applicable law. It has further been proposed that the management of the Corporate Debtor shall be reconstituted with professional managers, having relevant industrial experience, including the promoters of the Resolution Applicant, Mr. Vijay Chhajlani and Mr. Vimal Chand Surana.

IV Supervision of Implementation.

The supervision of implementation of the present Resolution applicant Plan shall be primarily done through a monitoring committee comprising of following:

- I. Resolution Professional as the Chairman,
- II. Managing Director of the Restructured company,
- III. One nominee of Asset Reconstruction Company (India) Limited, and
- IV. One nominee of ASREC (India) Limited.

III. Resolution Professional praying for following reliefs:

- [A] That this Hon'ble Adjudicating Authority may be pleased to allow this application and grant approval to the Resolution Plan as approved by the Coc, in the interest of justice;
- [B] That this Hon'ble Adjudicating Authority may be pleased to grant any ancillary or consequential directions or such other and further reliefs as may be deemed fit and proper by this Hon'ble Tribunal, in the interest of justice;



21. It is submitted that **Resolutions decisions taken through e-voting with 100 % and it was unanimously decided during the 11th Meeting of CoC.**

22. The Resolution Professional has also submitted **COMPLAINEE CERTIFICATE in form 'H' attached before the Adjudicating Authority on 05.02.2020.** The highlights of the Resolution Plan, attached at Annexure -Hat page no.154 of the paper book as under:

2. The details of the "CIRP" are as under:

Sl. No.	Particulars	Description
1	Name of the CD	The Dhar Textile Mills Limited
	Date of Initiation of CIRP	15.02.2019
	Date of Appointment of IRP	22.02.2019
	Date of Publication of Public announcement	23.02.2019
	Date of Constitution of CoC	18.03.2019
	Date of first meeting of CoC	22.03.2019
	Date of Appointment of RP	03.04.2019
	Date of Appointment of Registered Valuers	06.04.2019
	Date of Issue of Invitation for EOI	10.04.2019
	Date of Final list of eligible prospective resolution applicants.	15.09.2019
	Date of invitation of Resolution Plan	10.09.2019
	Late date of submission of Resolution Plan	10.10.2019
	Date of approval of Resolution Plan by CoC	01.11.2019, passed by e-voting on 08.11.2019
	Date of filing of Resolution Plan with Adjudicating Authority	12.11.2019
	Date of Expiry of 180 days of CIRP	14.08.2019
	Date of order extending the period of CIRP	07.07.2019
	Date of Expiry of extended period of CIRP	12.11.2019
	Fair value	Average-L&B- 13.56Crores, P&M- 10.05Crores, FS-Zero, Total Average-23.61
	Liquidation Value	Average-L&B- 10.75Crores, P&M- 5.23Crores, FS- Zero, Total Average-15.99 Crores
	Number of meetings of CoC held	Eleven



It is certified that –

- i. **The said Resolution Plan complies with all the provisions of the Insolvency and Bankruptcy Code 2016 (Code), the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (CIRP Regulations) and does not contravene any of the provisions of the law for the time being in force.**
- ii. **The Resolution Applicant (Shradha Buildcon Private Limited) has submitted an affidavit pursuant to Section 30(1) of the Code confirming its eligibility under Section 29A of the Code to submit Resolution Plan. The contents of the said affidavit are in order.**
- iii. **The said Resolution Plan has been approved by the CoC in accordance with the provisions of the Code and the CIRP Regulations made thereunder. The Resolution Plan has been approved by 100% of voting share of financial creditors after considering its feasibility and viability and other requirements specified by the CIRP Regulations.**
- iv. **The voting was held in the meeting of the CoC on 01.11.2019 where present members of the CoC were present.**
5. **The list of the Financial Creditors of the The Dhar Textile Mills Limited, being members of the CoC and distribution of voting share amount them is as under:**

Sr. No.	Name of Creditor	Voting Share	Voting for Resolution Plan (Voted for / Dissented/ Abstained)
1	Asset Reconstruction Company (India) Limited (ARCL)	60.15%	Voted for – 60.15%
2	ASREC India Limited (ASREC)	39.85%	Voted for – 39.85%



6. The Resolution Plan includes a statement under regulations 38(1A) of the CIRP Regulations as to how it has dealt with the interests of all stakeholders in compliance with the Code and regulations made thereunder.

7. The amounts provided for the stakeholders under the Resolution Plan is as under:

Sr. No.	Category of Stakeholders	Amount Claimed	Amount admitted	Amount provided under the Plan#	Amount provided to the amount claimed (%)
1	Dissenting Secured Financial Creditors	There are no dissenting secured financial creditor.	N.A.	N.A.	N.A.
2	Other Secured Financial Creditors (Assenting)	658,68,95,256.00	658,68,95,256.00	23,27,06,632.00	3.55 %
3	Dissenting Unsecured Financial Creditors	There are no dissenting unsecured creditor	N.A.	N.A.	N.A.
4	Other Unsecured Financial Creditor	No Claims received	N.A.	N.A.	N.A.
5	Operational Creditor				
	Government	8,10,489.00	8,10,489.00	4,05,244.00	50%
	Workmen	No claims received	NA	NA	NA
	Employees	No claims received	NA	NA	NA
6	Other Debts and Dues	NA	NA	NA	NA
7	CIRP Expenses	81,36,130.00	81,36,130.00	81,36,130.00	
	Total	659,58,41,875.00	659,58,41,875.00	24,11,00,000.00	

8. The interests of existing shareholders have been altered by the Resolution Plan as under:

Sr. No.	Category of Share	No. of shares	No. of shares	Voting share (%)	Voting Share (%)



	Holder	held before CIRP	held after the CIRP	held before CIRP	held after CIRP
1.	Equity	6308753	Nil	Nil	Nil
2.	Preference	3500000	Nil	Nil	Nil

9. The compliance of the Resolution Plan is as under:

Section of the Code/ Regulation No.	Requirement with respect to Resolution Plan	Clause of Resolution Plan	Compliance
Section 25(2)(h)	Whether the Resolution applicant meets the criteria approved by the CoC having regard to the complexity and scale of operations of business of the CD?	1.3	Yes
Section 29A	Whether the Resolution Applicant is eligible to submit resolution plan as per final list of Resolution Professional or Order, if any, of the Adjudicating Authority?	10.5	Yes
Section 30(1)	Whether the Resolution applicant has submitted an affidavit stating that it is eligible	Form XII	Yes
Section 30(2)	Whether the Resolution Plan: (a) provides for the payment of insolvency resolution process costs? (b) provides for the payment of the debts of operational creditors? (c) provides for the management of the affairs of the corporate debtor (d) provides for the implementation and supervision of the resolution plan? (e) contravenes any of the provisions of the law for the	6.1	Yes
		5.3	
		4.2.1.1	Yes
		6.1 & 4.3	
		10.3	Yes
			Yes
			Yes



	<i>time being in force.</i>		
Section 30(4)	Whether the Resolution Plan (a) is feasible and viable, according to the CoC? (b) has been approved by the CoC with 66% voting share?	Yes Yes	Yes Yes
Section 31(1)	Whether the Resolution Plan has provisions for its effective implementation plan, according to the CoC?	Yes	yes
Regulation 35A	Where the resolution professional made a determination if the corporate debtor has been subject to any transaction of the nature covered under section 43, 45, 50 or 66 before the one hundred and fifteen day of the Insolvency commencement date, under intimation to the Board?	Yes	Yes
Regulation 38(1)	Whether the Resolution plan identifies specific sources of funds that will be used to pay the- (a) insolvency resolution process costs? (b) liquidation value due to operational creditors? (c) liquidation value due to dissenting financial creditors?	Yes NA NA	Yes Yes Yes
Regulation 38(1A)	Whether the resolution plan includes a statement as to how it has dealt with the interests of all stakeholders?	5.3	Yes
Regulation 38(2)	Whether the Resolution Plan provides: (a) the term of the	5.3	Yes



	<i>plan and its implementation schedule? (b) for the management and control of the business of the corporate debtor during its term? (c)adequate means for supervison its implementation</i>	4.2 4.3	Yes yes
38(3)	<i>Whether the resolution plan demonstrates that- (a) it addresses the cause of default? (b) it is feasible and viable? (c)it has provisions for its effective implementation? (d)it has provisions for approvals required and the timeline for the same? (e)the resolution applicant has the capability to implement the resolution Plan?</i>	4.3	Yes
39(2)	<i>Whether the RP has filed applications in respect of transactions observed, fond or determined by him?</i>	<i>CD ceased operation in past 2 financial years from the date of commencement of the CIRP, virtually no transaction</i>	Yes

11. The time framed proposed for obtaining relevant approvals is as under:

Sl No.	Nature of Approval	Name of Applicable Law	Name of Authority who will grant approval	When to be obtained
1	Extension of Lease of unit no-2 of CD, situated at Pologround Industrial Area Indore	MP Industrial land Allocation Regulation and procedures	MPAKVN, Indore Industrial Authority	Expected by 3 months from the date of approval by AA
	Renewal of Licenses under Factories Act and	MP Industrial Development Authority (MPAKVN)	MPAKVN, Indore Industrial Authority	Expected by 4j months from the date of approval by AA

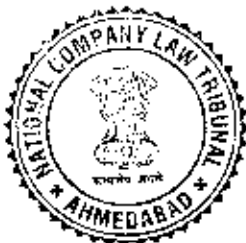


	other labour laws			
3	Power and water connection		Indore Municipal Corporation	Expected by 3 months from the date of approval by AA

12. The Resolution Plan is not subject to any contingency. Excluding general force majeure.

13. The following are the deviations/non-compliances of the provisions of the Insolvency and Bankruptcy Code, 2016, regulations made or circulars issued hereunder (if any) deviation/non-compliances were observed, please state that the details and reasons for the same):

Sl. No.	Deviation/ Non-compliance observed	Section of the Code/ Regulation No./ circular No.	Reasons	Whether rectified or not
1	Non-Compliance under Companies Act relating ROC filing for Annual Returns, Conducting AGM, employing a Company Secretary in the roll off CD.	Section 25 and regulations	No employees are in employment of CD. Since the company is not generating any revenue CoC not will to fund to meet these expense. RP tried at his best and all humanly possible in view to meet these non-compliance	
2	Pending audit for the financial year 2018-2019	Do	The statutory Auditor has resigned in August 2019. A statutory Auditor has appointed to conduct the audit and comply.	A statutory Auditor has to be appointed to conduct the audit and comply.



14. The Resolution Plan is being filed One day before the expiry of the period of CIRP provided in section 12 of the Code.

15. Provided details of section 66 or avoidance application filed/pending.

Sl No	Type of Transaction	Date of Filing with Adjudicating Authority	Date of Order of the Adjudicating Authority	Brief of the Order
1	Preferential transaction under section 43	10.11.2019	NA	NA
2	Undervalued transactions under section 45	10.11.2019	NA	NA
3	Extortionate credit transactions under section 50	NA	NA	NA
4	Fraudulent transactions under section 66	NA	NA	NA

OBSERVATION

23. The said application filed by the Applicant on 11.11.2019, under Section 30(6) of the Insolvency and Bankruptcy Code, 2016, seeking for approval of Resolution Plan.

24. It is observed that the CIRP has been initiated against the corporate debtor, namely, **M/s. Dhar Textile Mills Limited, in CP (IB) No. 191/7/NCLT/AHM/2017**, vide an admission order passed by this Adjudicating Authority **15.02.2019** by appointing an IRP to initiate CIRP Process.

25. During the said period the applicant filed an application before this Adjudicating for extension CIRP period of 90 day and the same was allowed.



26. There was several meetings of CoC were held on different date and in 11th meeting of CoC dated 01.11.2019, one complete resolution plan was received from **Sardha Buildcon Private Limited** and it was unanimously passed by the members of CoC on 08.11.2019.
27. **The loan was initially sanctioned by the Financial Creditor (State Bank of India, State Bank of Indore, and State Bank of Saurashtra) in the year 1995.**
28. **The Account was declared NPA in March, 2004.**
29. It is observed that the liquidation value of the corporate debtor is INR 15.99 crores evidenced from the summary valuation sheet.

ORDER

30. Having gone through the documents, papers, materials submitted and on record, this Adjudicating Authority is of the opinion that the Resolution Plan as approved by the Committee of Creditors under Sub-Section (4) of Section 30 of Insolvency and Bankruptcy Code, 2016 meets the requirement as referred in Section 30 of Insolvency and Bankruptcy Code, 2016 Sub Section (1), (2), 2a, 2b, 2c, 2d, 2e, 2f, (3), (4), (5) & (6) and has provisions for its effective implementation.

Hence, this Adjudicating Authority **is hereby approved the Resolution Plan submitted by the Resolution Professional** as approved by the CoC. This Resolution Plan is now **binding on the Corporate Debtor and its employees, members, creditors, guarantors and other stakeholders** involved in the **Resolution Plan from today.**

31.

The moratorium order passed by this Adjudicating Authority on 15.02.2019 shall cease to have effect from today.



32. The resolution plan is approved with such observations that the resolution applicant shall follow the provisions of Section 31(4) of the Insolvency and Bankruptcy Code, 2016 to obtain necessary approval required under any law for the time being in force within the period one year from the date of approval of the resolution plan by this Adjudicating Authority under sub-section 1 of 31 of the I & B Code.

33. Further, our approval of this resolution plan shall not be purported nor can be construed to have given any exemption under law or granted statutory concession, because in our view such issue lies within the domain of the appropriate Government Authority and the Resolution Applicant can seek appropriate relief and concession in accordance with law, from the appropriate Government/ Competent Authority concerned. This will suffice the purpose of the Resolution Applicant for seeking necessary exemption from appropriate Government Authority and from other Competent Authority.

34. The Resolution Professional shall handover the charge of the Corporate Debtor to **Shradha Buildcon Private Limited** Resolution Applicant of the Corporate Debtor immediately.

All the records, books of accounts, assets, documents and agreements shall be handover to **Shradha Buildcon Private Limited**, the Resolution Applicant for the Corporate Debtor.

35. The Resolution Professional is directed to forward all records relating to the conduct of the Corporate Insolvency Resolution Process and the Resolution Plan to the Insolvency Bankruptcy Board of India for their record/database.

36. The Resolution Professional is also directed to file a compliance report of the above directions with this Registry at the earliest and thereafter the Resolution Professional is discharged from this Corporate Insolvency Resolution Process



from the date of filing of the compliance report with this
Registry.

37. The Registry is hereby directed to communicate the
authenticate copy of this order to the Resolution Professional,
Corporate Debtor, Resolution Applicant, Operational Creditor,
IBBI and Registrar of the Company at the earliest through
Speed Post/Registered Post.


38. Thus, the present I.A. No. 730 of 2019 in C.P. (I.B.) No.
191/7/NCLT/AHM/2017 filed under Section 30(6) of the
Insolvency and Bankruptcy Code, 2016 for the acceptance of
the Resolution Plan **stands disposed of with the above
directions and observations.**


(Prasanta Kumar Mohanty),
Adjudicating Authority
Member(T)


(Harihar Prakash Chaturvedi),
Adjudicating Authority
Member(J)

SEN



Certified to be True Copy of the Original

Deputy Registrar
NCLT, Ahmedabad Bench
Ahmedabad
06/20