



**IN THE NATIONAL COMPANY LAW TRIBUNAL  
KOCHI BENCH  
KOCHI**

**IA (IB) No. 455/KOB/2022**

**IN**

**CP (IB) No. 08/KOB/2021**

(Under Sections 30(6) and 31(1) of the Insolvency and Bankruptcy Code, 2016)

*In the matter of:*

*Foodco Delicacies India Private Limited;*

**MEMO OF PARTIES:**

**CS RAMACHANDRAN THEKKUMKAT MADATHIL**, Resolution Professional, TM Ramachandran & Associates, Company Secretaries, 1<sup>st</sup> Floor, Saji Nivas, Dr. AR Menon Road, Naickanal, Thrissur, Kerala 680001;

**... Applicant**

**-Versus-**

**FOODCO DELICACIES INDIA PRIVATE LIMITED**, XI/46R, Trichattukulam P.O., Cherthala, Kerala – 688526.

**...Respondent**

*Coram:*

Shri P. Mohan Raj : Member (Judicial)

Shri Satya Ranjan Prasad : Member (Technical)

*Appearances (via video conference)*

For the Applicant : Mr. Sankar P Panicker, Advocate  
CS Ramachandran Thekkumkat  
Madathil, RP

Order reserved on: 22.02.2023

Order pronounced on:31.03.2023

**ORDER**

1. This is an application filed under Section 30(6) read with Section 31(1) of the Insolvency and Bankruptcy Code, 2016 (“**the Code**”) for approval of a Resolution Plan in respect of Foodco Delicacies India Private Limited, the Corporate Debtor (“**CD**”). The Resolution Professional filed the present



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application on 06.12.2022 for approval of the Resolution Plan, which was approved by the Committee of Creditors (“COC”) with a 100% voting share in its 10<sup>th</sup> meeting which was held on 25.11.2022.

2. The underlying Company Petition C.P. (IB) No. 08/KOB/2021, filed by ‘The Federal Bank Limited’ against the Corporate Debtor under Section 7 of the Code, was admitted by this Tribunal by an order dated 24.03.2022 and Corporate Insolvency Resolution Process (“CIRP”) initiated against the Corporate Debtor. CS Ramachandran Thekkumkat Madathil [IBBI/IPA-002/IP-N01071/2021-2022/13715] was appointed as the Interim Resolution Professional (“IRP”). The Committee of Creditors (“CoC”) in its first meeting held on 29.04.2022 resolved to appoint the IRP as the Resolution Professional (“RP”).
3. The Applicant submits that the public announcement as per Regulation 6 of the CIRP Regulations in Form A as prescribed under the schedule was made on 01.04.2022 regarding the initiation of the CIRP and inviting claims from the financial and operational creditors, workers and employees of the Company.
4. The Interim Resolution Professional constituted the Committee of Creditors in accordance with section 21(2) of the Code, as amended, on 24.04.2022, which comprised one financial creditor i.e. M/s The Federal Bank Limited holding 100% voting share. As stated in the **internal pages 20 to 23 of the Resolution Plan** (pages 40 to 43 of the application), the claims admitted and considered in the resolution plan are as follows:

Sl. No.	Category of claim	Amount admitted as per Information Memorandum (in Rs. Lakhs)	Amount proposed to be paid as per Plan (in Rs. Lakhs)
1.	CIRP Costs (approx.)	-	20.00



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2.	Financial Creditor (Secured)	1,306.23	700.00
3.	Financial Creditor (Unsecured)	468.79	0.00
3.	Operational Creditors (Including Statutory and others)	159.83	21.71
4.	Workmen	28.67	0.43
	<b>Total</b>	<b>1,967.19/-</b>	<b>742.14/-</b>

The Resolution Applicant proposes to acquire the corporate debtor as going concern through the resolution plan entailing a total proposed outlay of Rs. 7,42,14,000/- for settling the creditors and CIRP Cost. The Resolution Applicant proposed to pay actual amount incurred towards the corporate insolvency resolution process cost payable in terms of Sections 30(2)(a) of the Code and Regulation 38(1)(a) of the CIRP Regulations as upfront payment, in priority to all other debts. As per the Plan, an amount of Rs. 20 lakhs have been estimated to be incurred towards CIRP cost with the undertaking that in case CIRP cost exceeds Rs. 20 lakhs, the Resolution Applicant shall meet the actual cost incurred after adjusting the internal accruals without any reduction in the amount payable to the creditors.

5. It was submitted by the applicant that the resolution plan had allocated a sum of Rs.2,22,000/- (13.58% of total admitted claim) against the admitted claim of EPFO amounting to Rs.16,32,134/- by the RP. However, in view of claim for higher amount by the EPFO and the recent dictum on status of claims of secured creditors, the SRA undertakes to pay up the whole admitted amount of claim instead of the amount allocated under the plan. The applicant has submitted an additional affidavit dated 07.02.2023 undertaking the same.



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6. Accordingly in view of the above, the total amount for payment as per the resolution plan stands revised to **Rs.7,56,24,134** from 7,42,14,000/-.
7. The resolution professional appointed two sets of valuers on 05.05.2022 as required under Regulation 27. It is stated that as per the valuation reports, the fair value of the corporate debtor was assessed as Rs.8,61,06,479.50/-, and the liquidation value of the corporate debtor was assessed as Rs.6,53,64,915.50/- Crores in terms of Regulation 35 of the CIRP Regulations.
8. A total of ten CoC meetings have been held during CIRP, the summary of which is given below:

<b>Particulars</b>	<b>Date of Meeting</b>
1 <sup>st</sup> CoC meeting	29.04.2022
2 <sup>nd</sup> CoC meeting	17.05.2022
3 <sup>rd</sup> CoC meeting	03.06.2022
4 <sup>th</sup> CoC meeting	23.06.2022
5 <sup>th</sup> CoC meeting	20.07.2022
6 <sup>th</sup> CoC meeting	16.08.2022
7 <sup>th</sup> CoC meeting	26.08.2022
8 <sup>th</sup> CoC meeting	06.10.2022
9 <sup>th</sup> CoC meeting	21.11.2022
10 <sup>th</sup> CoC meeting	25.11.2022

9. Invitation in Form 'G' for Expression of Interest ("EoI") from potential resolution applicants was published on 06.06.2022 for submission of resolution plans for the Corporate Debtor, in terms of the provisions of Section 25(2)(h) of the Code read with Regulation 36A (1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for



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Corporate Persons) Regulations, 2016. As per the Form 'G' published on 06.06.2022, the last date of receipt of resolution plans was 31.07.2022.

10. The CIRP timeline was extended by 90 days through the order of this Adjudicating Authority dated 22.09.2022 in IA(IBC)/270/KOB/2022 from 19.09.2022 to 18.12.2022.
11. The Applicant submits that pursuant to the publication of Form-G, only one prospective resolution applicant, i.e., Eram Property Network Private Limited, submitted EOI. In accordance with Regulation 36A(10) of IBBI (CIRP) Regulations, 2016, the Applicant issued a provisional list of eligible prospective resolution applicants on 22.06.2022. As per Regulation 36A(11) of CIRP Regulations, objections, if any, to the inclusion or exclusion of a prospective resolution applicant in the provisional list were to be filed within five days from the date of issue of the above provisional list i.e. up to 27.06.2022. However, no objection to the provisional list was received by the applicant.
12. The Request for Resolution Plan (RFRP) and the Evaluation Matrix were approved and the Resolution Professional prepared Information Memorandum (IM) as required under section 25(2)(g) and section 29(1) of IBC, 2016, read with Regulation 36 of IBBI (CIRP) Regulations, 2016. This Information Memorandum was provided to the CoC members and prospective resolution applicants after their execution and submission of a Confidentiality Undertaking duly stamped and notarized to the applicant. In terms of Regulation 36 B of CIRP Regulations, the applicant issued the Information Memorandum, Evaluation Matrix, and Request for Resolution Plan on 30.06.2022. That in terms of provisions of sub-regulation (12) of Regulation 36A of the CIRP Regulations, the applicant issued a final list of eligible prospective resolution applicants on 04.07.2022.
13. The resolution plan was received by the Applicant from the prospective resolution applicant namely:- 'Eram Property Network Private Limited'



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having registered office at 7/690, Chungam, Feroke, Kozikode, Kerala – 673 631 originally on 29.07.2022 and subsequently revised on 21.10.2022 and 09.11.2022.

14. The Applicant submits that the prospective resolution applicant submitted their amended resolution plan which was placed before CoC in their 10th Meeting held on 25.11.2022. In terms of section 30 (3) of the IBC, 2016, the applicant presented the revised resolution plan thereby confirming that the applicant/resolution professional has examined the resolution plan and found it in accordance with the clauses specified in section 30(2) of the Code.
15. The CoC evaluated the resolution plan submitted by the PRA in terms of Regulation 39 of the IBBI (CIRP) Regulations as per the Evaluation Matrix. The resolution plan considering that only M/s Eram Property Network Private Limited' submitted a resolution plan, the CoC approved the resolution plan dated 09.11.2022 submitted by M/s Eram Property Network Private Limited' (hereon "Successful Resolution Applicant" or "SRA") with 100% voting rights cast in favour of it. A copy of the minutes of the 10<sup>th</sup> CoC meeting is given on **pages 80 to 84** of the application.
16. The Resolution Plan dated 09.11.2022 as approved by the CoC is given on **pages 21 to 79** of the application.
17. The successful resolution applicant had duly accepted the "Letter of Intent" dated 25.11.2022 which was issued by the Resolution Professional as per the provisions of RFRP on 29.11.2022.
18. The Applicant further submits that the successful resolution applicant has submitted a performance bank guarantee required under sub-regulation (4A) of regulation 36B. The successful resolution applicant has submitted the Performance bank guarantee no. 1283IBG129988 dated 02.12.2022 for Rs. 1,00,00,000.00 (Rupees One Crore only) issued by Corporate Client Service Center Ernakulam branch of The Federal Bank Limited.



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19. The Applicant has submitted the details of various compliances as envisaged by the Code and the CIRP Regulations which a Resolution Plan is required to adhere to, as follows:

<b>Section of the Code/Reg.</b>	<b>Requirement with respect to Resolution Plan</b>	<b>Clause of Resolution Plan</b>	<b>Compliance (Yes / No)</b>
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?	2	Yes
29A	Whether the Resolution Applicant is eligible to submit a resolution plan as per final list of Resolution Professional or Order, if any, of the Adjudicating Authority?	5.6; with notarised affidavit given as 'Annexure IX' in additional affidavit	Yes
30(1)	Whether the Resolution Applicant has submitted an affidavit stating that it is eligible?	5.6; with notarised affidavit given as 'Annexure IX' in additional affidavit	Yes



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30(2)	Whether the Resolution Plan- (a) Provides for the payment of insolvency resolution process costs? (b) Provides for the payment to the operational creditors? (c) provides for the payment to the financial creditors who did not vote in favor of the resolution plan? (d) provides for the management of the affairs of the corporate debtor? (e) provides for the implementation and supervision of the resolution plan? (f) contravenes any of the provisions of the law for the time being in force?	5.1 5.2 5.2 5.5 & 10 9.1 5.7	Yes Yes Yes Yes Yes Yes
Section 30(4)	Whether the Resolution Plan	- -	Yes Yes



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	(a) is feasible and viable, according to the CoC?  (b) has been approved by the CoC with 66% voting share?		
Regulation 30(1)	Whether the Resolution Plan has provisions for its effective implementation plan, according to the CoC?	-	Yes
Regulation 35A	Where the resolution professional made a determination if the corporate debtor has been subjected to any transaction of the nature covered under sections 43, 45, 50 or 66, before the one hundred and fifteenth day of the insolvency commencement date, under intimation to the Board?	-	Yes
Regulation 38(1)	Whether the amount due to the operational creditors under the resolution plan has been	5.2	Yes



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	given priority in payment over financial creditors?		
Regulation 38(1A)	Whether the resolution plan includes a statement as to how it has dealt with the interests of all stakeholders?	5.3 & Chapter VII	Yes
Regulation 38(1B)	<p>i. Whether the Resolution Applicant or any of its related parties has failed to implement or contributed to the failure of implementation of any resolution plan approved under the Code.</p> <p>ii. If so, whether the Resolution Applicant has submitted the statement giving details of such non-implementation?</p>	<p>5.13</p> <p>NA</p>	Yes
Regulation 38(2)	Whether the Resolution Plan provides: (a) the term of the plan and its	5.4 & 11.1	Yes



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	implementation schedule? (b) for the management and control of the business of the corporate debtor during its term? (c) adequate means for supervising its implementation?	5.5 & 10  9.1	Yes  Yes
Regulation 38(3)	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?	4.1  4.3  9  5.12  5.13 & Chapter III	Yes
Section 39(2)	Whether the RP has filed applications in respect of	No	It is stated that COC in



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	transactions observed, found or determined by him?		its meeting held on 21.11.2022 decided to accept reply of suspended MD and decided not proceed with avoidance transaction
Regulation 39(4)	Provide details of performance security received, as referred to in sub-regulation (4A) of regulation 36B.	Rs. 1,00,00,000.00  Copy of PBG is given as 'Annexure V'	Yes

20. As required by Regulation 39(1)(a) of the CIRP Regulations, the Applicant submits that the successful resolution applicant has submitted a certificate of eligibility under **Section 29A** of the Code, which has been disclosed at pages 111 to 113 of the Application. In terms of Regulation 39(1)(c) of the CIRP Regulations, an **undertaking** has been submitted by the successful Resolution Applicant, disclosed at page 105 to 110 of the application. The SRA has further submitted notarized affidavit under section 29A of the code in additional affidavit as **Annexure IX**.

21. It is further submitted that the SRA is a related party to the CD. However, considering that the CD is an MSME, the SRA is eligible to



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submit the resolution plan. The SRA has produced the certificate of MSME as **Annexure XI** in form of additional affidavit.

22. The applicant has filed a Compliance Certificate in prescribed form i.e., Form "H" in compliance with regulation 39(4) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) regulations 2016, along with evidence of receipt of performance security as required under regulation 36B(4A) is disclosed as Annexure IV in pages 18 to 20 of the additional affidavit and annexure V at pages 97-102 of the application respectively.
23. The Resolution Applicant requests, proposes and prays for the following reliefs and concessions to be granted to the Corporate Debtor and/or the Resolution Applicant, as the case may be, on the Approval Date.

S. No.	Relief/Concessions/Waiver sought	Status
1	Waiver from the levy of stamp duty and fees by the stamp authorities and Ministry of Corporate Affairs, applicable in relation to this Resolution Plan and its implementation, including issuance and transfer of new Equity Shares as permissible under the IBC code.	Rejected. The Company shall prepare and file all necessary documents, forms and applications, and applicable fees with the Registrar of Companies.
2	FOODCO and the Resolution Applicant shall be entitled to modify all existing contracts which are entered into prior to the insolvency commencement date, were related parties of FOODCO, Waiver of any	Approved. However, the resolution applicant shall make necessary applications to the concerned authorities in this regard and obtain



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	income-tax and Minimum Alternate Tax (MAT) liability or consequences (including interest, fine, penalty, etc.) on FOODCO, Resolution Applicant and its shareholders s on account of various steps as proposed in the Resolution Plan, including but not limited to liabilities if any under Section 41 (1), Section 56, Section 43, Section 43 B, Section 28. Section 115JB and Section 79 of the Income-tax Act, 1961, including, without limitation waiver of MAT and income tax implication arising due to write back/write off Liabilities in the books of accounts of FOODCO without any impact on brought forward tax and book loss/depreciation, pursuant to this Resolution Plan.	orders.
3	The Central Board of Direct Taxes to: (i) not void or take any other actions with respect to the transactions contemplated under this Plan under Section 281 of the IT Act.	The resolution applicant shall make necessary applications to the concern authorities in this regard and obtain orders.
4	Any approvals that may be required from Governmental Authorities (Panchayats, Municipalities, Fire NOC, Electric Connections) (including tax authorities) in	Granted, subject to Resolution Applicant/ Corporate Debtor meeting the eligibility for obtaining approvals and



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	connection with the implementation of the Resolution Plan including on account of change in ownership / control of FOODCO shall be deemed to have been granted on the Effective Date	payment of renewal fees, if any, to such licensing authorities.
5	Upon approval of the Resolution Plan by the NCLT, all-non-compliances, breaches, and defaults of FOODCO for the period prior to the Effective Date (including but not limited to those relating to tax), shall be deemed to be waived by the concerned Governmental Authorities. Immunity shall be deemed to have been granted to FOODCO from all proceedings and penalties under all Applicable Laws for any non-compliance for the period prior to the Effective Date and no interest/penal implications shall arise due to such non-compliance /default /breach prior to the Effective This includes, without limitation, waver extinguishment of any penalties interests on account of staggered payment of Statutory liabilities of the workmen/ employees of FOODCO in accordance with the terms of this Resolution Plan	Granted, to the limited extent of the ratio set out in the judgement of the Apex Court in Ghanshyam Mishra vs Edelweiss Assets Reconstruction Company Ltd. (2021 SCC online SC 313), where it was held that once Resolution Plan is accepted, no proceedings to be instituted for claims which is not part of Resolution Plan and pertaining to the pre-CIRP.
6	All creditors of the Corporate Debtor	



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	shall have to waive all legal proceedings commenced against the Corporate Debtor in relation to Claims, including all criminal proceedings, proceedings under Section 138 of the Negotiable Instruments Act, 1881 and proceedings under SARFAESI and RDDBFI, from the Effective Date for revival of the corporate debtor and for economic stability of the business of the Corporate Debtor.	
7	From the Effective Date, all inquiries, investigations and proceedings, whether civil or criminal, suits, claims, disputes, proceedings in connection with FOODCO or affairs of the Corporate Debtor (including those initiated by Governmental Authorities), pending or threatened, present or future in relation to any period prior to the Effective Date, or arising on account of implementation of this Resolution Plan shall stand withdrawn and dismissed and all liabilities and obligations therefore, whether or not set out in the balance sheets of FOODCO or the profit and loss account statements of FOODCO will be deemed to have been written	Rejected.  The ratio set out in the judgement of the Apex Court in Ghanshyam Mishra vs Edelweiss Assets Reconstruction Company Ltd. (2021 SCC online SC 313) held that once Resolution Plan is approved, no proceedings to be instituted for claims which is not part of Resolution Plan and pertaining to the pre-CIRP. Hence, relief is granted to the extent that



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	<p>off fully, and permanently extinguished and no adverse orders passed in the said matters should apply to FOODCO or the Resolution Applicant. Upon approval of this Resolution Plan, all new inquiries, investigations, notices, suits, claims, disputes, litigations, arbitrations or other judicial, regulatory or administrative proceedings will be deemed to be barred and will not be initiated or admitted against FOODCO and/ or its new management in relation to any period prior to the Effective Date.</p>	<p>no claims shall arise on the Corporate Debtor.</p> <p>This however does not discharge inquiries, investigations and proceedings, whether civil or criminal, suits, claims, disputes, proceedings in connection with FOODCO or affairs of the Corporate Debtor against the erstwhile promoter/directors.</p>
8	<p>Except to the extent of payments to be made to the Operational and Other creditors under paragraph 3 and 4 of Chapter VIII (Financial Proposal) above, the Resolution Applicant and FOODCO shall have no liability towards any Operational Creditors and other creditors with respect to any claims (as defined under the Code) relating in any manner to the period prior to the Effective Date.</p>	<p>Granted</p>
9	<p>Neither the Resolution Applicant nor FOODCO, nor their respective directors, officers and employees appointed as on or after the Effective</p>	<p>Granted.</p> <p>However, no liberty or immunity is granted to the resolution applicant</p>



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	<p>Date shall be liable for any violations, liabilities, penalties, interests on statutory payments and/ or fines with respect to or pursuant to any order of any Governmental Authority or on account of non-compliance of Applicable Laws by FOODCO, or due to FOODCO not having in place requisite approvals and licenses to undertake its business as per Applicable Law</p>	<p>for non-compliance /violations arising from failure to obtain necessary permissions and approvals from the concerned authorities after Effective Date.</p>
10	<p>The business permits/ licenses/or any statutory order (s) which were possessed by the Corporate Debtor to conduct the business shall deem in continuation on the date of final approval of NCLT as it were prior to the Insolvency Commencement Date by All or any one of the applicable statutory Governmental Authority (s) for the time being in force for ensuring the economic viability and financial sustainability of the business of Corporate Debtor</p>	<p>Rejected. The resolution applicant shall make necessary applications to the concerned authorities in this regard and obtain orders.</p>
11	<p>Since the Resolution Applicant has been provided with limited information in relation to the Business Permits, Service Licenses and their current status, it is probable that some of the Business Permits, licenses of the</p>	<p>Granted subject to Resolution Applicant/ Corporate Debtor meeting the eligibility for obtaining approvals and payment of renewal fees,</p>



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	<p>Corporate Debtor may have lapsed, expired, suspended, cancelled, revoked or terminated or the Corporate Debtor has Non-Compliances in relation thereto. Accordingly, all Governmental Authorities to provide reasonable time period after the Effective Date in order for the Resolution Applicant to assess the status of these Business Permits and ensure that the Corporate Debtor is compliant with the terms of such Business Permits and Applicable Law without initiating any investigations, actions or proceedings in relation to such Non- Compliances and permit the Resolution Applicant to continue to operate and financially revive the business of the Corporate Debtor.</p>	<p>if any, to such licensing authorities. Applicable provisions of law to be strictly followed in this regard.</p>
12	<p>No action will be taken against any dues, non-compliance penalty, interest related to the period before the effective date, by any authority under PF Act ESI. Factory Act, electricity department. Fire department, Pollution Department, Labour Law or any other department not mentioned here.</p>	<p>Granted. Subject to the undertaking provided by the Resolution Applicant undertaking to make</p>
13	<p>Indemnification- Resolution Applicant and the CD shall not be</p>	<p>Granted subject to the condition that any of</p>



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	<p>impacted and will be kept indemnified financially or otherwise against any of the negative impact observation findings of Forensic Audit.</p>	<p>such findings directly or indirectly do not involve in any manner or is concerning the present Resolution Applicant or the CD under the present Management.</p>
14	<p>Release of Personal Guarantee The Resolution Applicant will secure the Guarantees issued by the Secured Financial Creditor by surrendering the original Guarantees/ providing 100% cash margin with the first outflow of financial commitment.</p> <p>The Secured Financial Creditor may also release all the Personal Guarantors for the corporate debt/dues towards the CD consequent to the settlement/arrangement being made by the resolution Applicants with the secured financial creditor through the resolution plan.</p>	<p>Granted subject to the terms of execution of personal guarantees, the relevant terms and conditions and applicable provisions of law permit the same.</p>

24. Regarding the reliefs/waivers pertaining to the domain of various departments/governmental authorities, it is further clarified that this Adjudicating Authority has no power to sanction these waivers, etc. and the Successful Resolution Applicant is at liberty to approach the competent authorities/courts/legal forums/office(s) Government or



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Semi-Government/State or Central Government for appropriate relief(s) sought in the plan. Approval of the Resolution Plan does not mean automatic waivers. However, such departments/authorities shall consider such requests keeping in view the letter and spirit of the Insolvency & Bankruptcy Code, 2016, which is to enable fresh start for the Corporate Debtor.

25. It is directed that any relief sought in the resolution plan, where the contract/agreement/understanding/proceedings/actions/notice etc. is not specifically identified or is for future and contingent liability, is at this moment not acceded to.
26. As required by Regulation 39(1)(a) of the CIRP Regulations, the Applicant submits that the successful resolution applicant has submitted a certificate of eligibility under Section 29A of the Code, which has been disclosed at pages 111-113 of the Application and at pages 18 to 20 of the additional affidavit.
27. It is further submitted by the successful resolution applicant that in case any Government/ Government authority dues are found to be having security interest created by operation of law, the successful resolution applicant shall pay the proportionate percentage of the amount payable towards such dues as was paid to the secured creditors as per the Resolution Plan. Further, the successful resolution applicant undertakes that such amount shall be brought in additionally by the resolution applicant and that there shall be no reduction in amount payable to any other creditor as provided in the plan. The undertaking is given at page no 114 of the application.

**DETAILS OF RESOLUTION PLAN/PAYMENT SCHEDULE**

28. The applicant submits the relevant information with regard to the amount claimed, amount admitted, and the amount proposed to be paid



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by the Resolution Applicant, under the said resolution plan is tabulated as under:

<b>Particulars</b>	<b>Amount</b>
CIRP Cost (Proposed; to be settled as per Actuals)	20,00,000.00
Payment to Secured Financial Creditors	7,00,00,000.00
Payment to Unsecured Financial Creditors	0.00
Payment to Operational Creditors (excluding payment to proposed additional payment to EPFO)	35,81,354.00
Payment to Employees/Workmen	42,780.00
<b>TOTAL</b>	<b>7,56,24,134.00/-</b>

29. The resolution plan defines “Approval Date” as the date on which the Adjudicating Authority approves the resolution plan. Under the resolution plan, it was provided that the payments to the creditors would be made within 90 days of approval of the Resolution Plan by the Adjudicating Authority stated on page 59 of the application. The payments of Insolvency Resolution Process cost, payments to operational creditors and 50% of the settlement amount of Financial Creditors shall be paid within five days of approval of resolution plan.

### **FINDINGS**

30. On hearing the submissions made by the Ld. Counsel for the Resolution Professional, and perusing the records, we find that the Resolution Plan has been approved with 100% voting share. As per the CoC, the Plan meets the requirement of being viable and feasible for the revival of the Corporate Debtor. By and large, all the compliances have been done by the RP and the



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Resolution Applicant for making the Plan effective after approval by this Bench.

31. On perusal of the documents on record, we are also satisfied that the Resolution Plan is in accordance with sections 30 and 31 of the Code and also complies with regulations 38 and 39 of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. No circumstances exist that militate against grant of approval for the Resolution Plan.
32. As far as the question of granting time to comply with the statutory obligations/seeking sanctions from governmental authorities is concerned, the Resolution Applicant is directed to do the same within one year as prescribed under section 31(4) of the Code.
33. Therefore, subject to the observations made in this Order, the Resolution Plan in question is hereby approved by this Bench. The Resolution Plan shall form part of this Order.
34. The Resolution Plan is binding on the Corporate Debtor, its employees, members, and all its creditors including but not limited to secured, unsecured, financial and operational creditors, guarantors, government and statutory and local authorities and other stakeholders involved so that revival of the Corporate Debtor can come into force with immediate effect.
35. The Moratorium imposed under section 14 shall cease to have effect from the date of this order.
36. The Resolution Professional shall stand discharged from his duties with effect from the date of this Order. However, he shall perform his duties in terms of the Resolution Plan as approved by this Adjudicating Authority.
37. The Resolution Applicant shall have access to all the Corporate Debtor's records, documents, assets and premises with effect from the date of this order.



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38. The Resolution Professional is further directed to handover all records, documents and properties of the Corporate Debtor to the Resolution Applicant to enable the Resolution Applicant to finalize the further line of action required for starting of the operations.
39. In case of non-compliance of this order or withdrawal of Resolution Plan, the CoC shall forfeit the performance security amount already paid by the Resolution Applicant.
40. Liberty is hereby granted for moving any Application if required in connection with implementation of this Resolution Plan.
41. Certified copy of this Order be issued on demand to the concerned parties, upon due compliance of requisite formalities.
42. A copy of this Order is to be submitted by the Resolution Applicant in the Office of the Registrar of Companies, Kerala.
43. The Registry is directed to send e-mail copies of the order forthwith to all the parties and their Ld. Counsel / Authorized Representatives for information and for taking necessary steps.
44. IA (IB) No. 455/KOB/2022 and the main Company Petition i.e., C.P. (IB) No. 08/KOB/2021 shall stand disposed of accordingly.

SATYARANJAN PRASAD Digitally signed by SATYARANJAN PRASAD  
Date: 2023.03.31 14:35:55 +05'30'

**Satya Ranjan Prasad**  
**Member (Technical)**

PANDIAN MOHAN RAJ Digitally signed by PANDIAN MOHAN RAJ  
Date: 2023.03.31 14:48:45 +05'30'

**P. Mohan Raj**  
**Member (Judicial)**

Signed on this, 31<sup>st</sup> day of March, 2023.

Rohit