IN THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD
SPECIAL BENCH
COURT - 2

ITEM No.302
CP(IB)/54(AHM)2023

Order under Section 59 IBC r.w Reg 38 of IBBI (Voluntary Liquidation Process) Regulation, 2017

IN THE MATTER OF:

Ashish Shah Liquidator Of Sahiyar Fincap Private Limited ....**Applicant**

Vs. ....**Respondent**

Registrar Of Companies, Gujarat

Order delivered on 25/10/2023

Coram:
Mr. Shammi Khan, Hon'ble Member(J)
Dr. Velamur G Venkata Chalapathy, Hon'ble Member(T)

ORDER

The case is fixed for pronouncement of order.

The order is pronounced in open Court vide separate sheet.

-SD-	-SD-
DR. V. G. VENKATA CHALAPATHY	**SHAMMI KHAN**
MEMBER (TECHNICAL)	**MEMBER (JUDICIAL)**

THE NATIONAL COMPANY LAW TRIBUNAL,
AHMEDABAD BENCH
COURT NO.II

CP(IB)/54(AHM)/2023

[Application under Section 59(7) of the Insolvency and Bankruptcy Code, 2016 read with the Regulation 38(3) of the Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 for dissolution of the Corporate Person]

In the matter of **Sahiyar Fincap Private Limited**

Ashish Shah Liquidator of **Sahiyar Fincap Private Limited**

(Under Voluntary Liquidation)

B/235 First Floor,Popular Center,

Someshwar Complex,Part-1,Satellite,

Ahmedabad-380015.

… Liquidator / Applicant

Order Pronounced on 25.10.2023

CORAM:

SHAMMI KHAN, MEMBER (JUDICIAL)

DR. V.G. VENKATA CHALAPATHY,MEMBER (TECHNICAL)

Appearance:

For Applicant : Ashish Shah, PCS

O R D E R

1. This is a Company Petition filed by the Liquidator **Mr. Ashish Shah** in relation to the voluntary liquidation of **Sahiyar Fincap Private Limited** with CIN:U65100GJ2016PTC086398, under Section 59(7) of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "IBC, 2016"), seeking dissolution of the Company.

2. The Applicant Company wasincorporated on 10.03.2016under the provisions of the Companies Act, 2013. The main object of the Company is to carry on the business of Finance company including microfinance services (mainly Non-Banking Financial services as permitted by the Reserve bank of India) exclusively to large number of people directly or indirectly, either through Groups or individually and to carry on the business of financing development activities through long term loans and other means of financing upon such terms and conditions as the company may think fit for the purposes of agricultural development, industrial development, market linkage development, habitat development and to provide loan to any person, group of

person or any other entity against gold or other movable or immovable security and to provide collateral free credit to poor men and women, deliver credits, insurance and other financial services to them in cities, towns, villages of India with a view to provide them sustainable livelihood enhancement of their living conditions based on their needs, skills and traditional livelihood occupations. The details of the main objects are set out in the Memorandum of Association, which is annexed along with the petition.

3. It is stated in the petition that Company was formed with the object of finance Company including microfinance services (mainly Non-Banking Financial Services as permitted by RBI). For the same, the Company had filed an application for registration with RBI under section 45-IA of the RBI Act, 1934 as Non- Banking Financial Company on 25th December, 2019 and said application was rejected by the RBI vide its order dated 7th September, 2020. Since its inception, the Company has not commenced any business activity in view of the pending approval from RBI, which was rejected. Therefore, the management of the company decided not to commence any business activity in future and it was decided

to voluntarily wound up the Company. Hence, Extra Ordinary General Meeting of the Shareholders was held on 04.10.2021 to consider winding up and voluntary liquidation of the Company as per the provisions contained under Section 59 of the Insolvency and Bankruptcy Code, 2016.

4. In the Extraordinary General Meeting of the Shareholders of the Company which took place on 04.10.2021 it was resolved by special resolution to appoint the Applicant herein to act as a liquidator for conducting voluntary liquidation process in relation to the Company under Section 59 of IBC, 2016.

5. It was submitted that the Applicant herein has conducted the Voluntary Liquidation process in respect of the Company in Liquidation in accordance with the IBBI (Voluntary Liquidation Process) Regulations, 2017. The details of the relevant compliances as mandated under Section 59 of the IBC, 2016 read with the IBBI (Voluntary Liquidation Process) Regulations, 2017 are listed hereunder:-

S. No	COMPLIANCE	AVERMENTS	PAGE NO. IN THE APPLICATION
1	Sec. 59 (3)	Audited Financial	32-47

		statements for the years 2020-2021 and 2021-2022. (For FY 2021-22 separate documents given)	
2	Sec. 59 (3) (c) and Reg. 3 (1) (c)	EGM dated 04.10.2021 approving the voluntary liquidation	60-62
3	Section 59 (4) and Reg. 3 (2)	Declaration of solvency	48-59
4	Section 59 (4) and Reg. 3	Special Resolution for voluntary liquidation passed by shareholders in EGM vide Form MGT-14	63 - 66
5	Regulation 14	Form A Public Announcement	67-69
6	Section 178 of IT Act, 1961	Intimation to the IT Department and request for NOC	71
7	Reg. 9	Preliminary report dated 11.11.2021	70
8	Reg. 34	Closure of Liquidation Bank Account of DCB Bank Limited	74
9	Reg.38	Filing Final report dated 04.01.2023	75-81
10	Reg. 38	Final report in GNL-2 filed with the ROC	79-81
11	Reg. 38	Submission of Final Report to IBBI	81-A
12	Reg. 38	Form-H – Compliance certificate	82-87

6. Notice of this petition was sent to the Registrar of Companies and Income Tax Department. The Income Tax Department has filed its report/representation dated 17.07.2023, in respect of the Company, stating that "*there was no demand is outstanding in the case of Sahiyar Fincap Private Limited, PAN: AAXCS 6590 B. It is further stated that no other proceedings are pending in the said case*." No reply/report from Registrar of Companies received.

7. It is stated in the petition that the meeting of contributories was held on 19.10.2022 for consideration of time line, as the liquidation process was not completed within a time as prescribed under the law due to delay in receipt of income tax refund of Rs.2,23,000/- from the income tax department for distribution of the same among the contributories.

8. It was submitted by the Applicant that no claim has been received during the process of liquidation. Further, it was submitted that after making various payments including liquidation costs as per the provisions of Section 53(1) of IBC, 2016, the Liquidator has distributed the funds among the shareholders as detailed below:

Receipts	Amount (Rs.)	Payments	Amount (Rs.)
Balance at Bank (On Commencement of Liquidation)	**12,53,602**	Distribution to Stakeholders	**2,37,28,445**
Realised from Fixed Deposit	2,27,37,372	**Liquidation Cost :**	
Income Tax Refund AY 2021-22 & 2022-23	2,32,540	Fees of Liquidator (Incl. GST	88,500
		Advertisement Exps-From B	5,678
		Filing and other expenses	2,100
		Dividend and other Tax paid	3,67,356
		Audit Fees	20,000
		Other Expenses	11,435
Total Receipts	**2,42,23,514**	**Total Payment**	**2,42,23,514**

9. Thus, on examining the submissions made by the Applicant and after perusing, the documents annexed to the Petition it appears that the affairs of the Company have been completely wound up and the assets of the Applicant Company have been completely liquidated and as such the Applicant Company deserves to be dissolved. Accordingly, in

exercise of the powers conferred under Section 59(8) of IBC, 2016. We hereby order the dissolution of **Sahiyar Fincap Private Limited**and the Applicant Company shall stand dissolved from the date of this order.

10. The *Registry* and the Liquidator are directed to serve a copy of this order upon the Registrar of Companies, Gujarat, Income Tax Department and also to IBBI, within 14 days from the date of this Order for information and necessary action.

11. The Liquidator shall preserve a physical or an electronic copy of the reports, registers and books of account referred to in Regulations 8 and 10 of IBBI Regulations for at least eight years after the dissolution of the Corporate Person, either with himself or with an information utility.

12. Accordingly, the Company Petition stands **allowed** and disposed of.

-SD-
DR. V.G. VENKATA CHALAPATHY
MEMBDER (TECHNICAL)

-SD-
Mr. SHAMMI KHAN
MEMBER (JUDICIAL)

Kajal Sarvaiya LRA