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NATIONAL COMPANY LAW TRIBUNAL
SINGLE BENCH
CHENNAI

ATTENDANCE CUM ORDER SHEET OF THE HEARING OF CHENNAI BENCH, CHENNAI NATIONAL COMPANY LAW TRIBUNAL, HELD AT 10.30 AM ON 10-12-2018

PRESENT: SHRI Ch. MOHD SHARIEF TARIQ, MEMBER - JUDICIAL

APPLICATION NUMBER	: MA/546/2018
PETITION NUMBER	: CP/563/IB/2017
NAME OF THE PETITIONER(S)	: Pathukashasram Raghunathan Raman & 5 others
NAME OF THE RESPONDENT(S)	: Arokiasamy Joseb Raj
UNDER SECTION	: 33(1)(a)

S.No. NAME (IN CAPITAL)	DESIGNATION / REPRESENTATION BY WHOM	SIGNATURE
1) P R Raman	Resolution Professional	[signature]

राष्ट्रीय कम्पनी विधि अधिकरण * NATIONAL COMPANY LAW TRIBUNAL * CHENNAI BENCH चेन्नै न्यायपीठ

IN THE NATIONAL COMPANY LAW TRIBUNAL,
SINGLE BENCH, CHENNAI

MA/546/2018 in CP/563/IB/CB/2017 filed by the Resolution Professional viz., Pathukasahasram Raghunathan Raman under Section 33(1)(a) of the Insolvency and Bankruptcy Code, 2016.

In the matter of **M/s. Oceanic Edibles International Limited**

M/s. ICICI Bank Limited

... *Financial Creditor*

Vs.

M/s. Oceanic Edibles International Limited

... *Corporate Debtor*

Order delivered on 10th of December, 2018

CORAM:

CH. MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)

Resolution Professional : *Mr. P.R.Raman*

ORDER

Per: CH MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)

1. This relates to MA/546/IB/2018 filed in CP/563/IB/CB/2017 under Section 33(1)(a) of the Insolvency and Bankruptcy Code, 2016, (in short 'I&B Code, 2016') by the Resolution Professional seeking the follows prayers:-

a. *Under the given situation, it is humbly prayed that, the Hon'ble NCLT may kindly pass necessary orders for the Liquidation of the Corporate Debtor, and*

b. *It is humble prayed that, the Current Account No. 010902000971056, Indian Overseas Bank, Cathedral Branch, Chennai – 600 002, which is exclusively opened and is in operation for meeting the CIRP expenses till date may kindly be ordered to be continued as the Account for meeting the Liquidation Expenses of the Corporate Debtor, henceforth.*

2. Initially, an Application under Section 7 of the I&B Code, 2016 was filed by the Financial Creditor viz., ICICI Bank Limited against the Corporate Debtor viz., M/s. Oceanic Edibles International Limited for initiation of the Corporate Insolvency Resolution Process (CIRP), declare Moratorium and appoint Interim Resolution Professional. The Application was admitted, Moratorium was declared and Interim Resolution Professional viz., Mr. C. Ramasubramaniam was appointed by this Tribunal vide Order dated 12.09.2017. Thereafter, on the recommendations of the Committee of Creditors (CoC), one

Mr. Venkata Sivakumar was appointed as Resolution Professional on 02.01.2018 for the Corporate Debtor.

3. It has been stated by the Applicant that on the recommendation of the CoC and on an Application filed by the Resolution Professional, the erstwhile Resolution Professional viz., Mr. Venkata Sivakumar was replaced and the Applicant viz., Pathukasahasram Raghunathan Raman was appointed as a new Resolution Professional by this Authority vide Order dated 06.03.2018. On the same day, the Application filed by the Resolution Professional with recommendation of CoC, for extension of the time period of CIRP from 11.03.2018 onwards for 90 days beyond the period of 180 days was allowed by this Authority vide Order dated 06.03.2018.

4. The Resolution Professional has stated that after taking over the management of the Corporate Debtor, he has invited a fresh 'Expression of Interest' by extending the time period till 16.04.2018 to submit the Resolution Plans from the prospective Resolution Applicants in respect of the

Corporate Debtor by newspaper publication dated 09.04.2018. It has been stated that the Resolution Professional has carried on the work and a thorough examination was conducted on the affairs of the Corporate Debtor and more bank accounts were frozen. It has further been submitted that after the approval of the CoC, Resolution Professional has appointed statutory auditors and placed before the CoC the information regarding various booklets containing cash transactions, related party and preferential transactions. The Resolution Professional has further stated that after obtaining the approval from the CoC, he has conducted forensic audit on the affairs of the Corporate Debtor.

5. It is averred that the Resolution Professional has placed the Audited Financial Statement of the Corporate Debtor for the year 2016-17 before the CoC in its meeting held on 12.07.2018 and also placed the Audited Financials for the year 2017-18 before the CoC in its 15th meeting held on 30.07.2018, and in the meantime, two Resolution

Applicants had executed the non-disclosure agreements, the Information Memorandum was provided by the Resolution Professional to them and they inspected the factory of the Corporate Debtor.

6. The Resolution Professional has submitted that after obtaining approval of COC in its 16th meeting held on 18.05.2018, he has filed MA/104/2018 seeking to exclude 141 days from the total stipulated time period of CIRP on the ground that the CIR Process was not effective due to unavoidable circumstances. This Authority vide Order dated 28.05.2018 excluded 90 days from the total time period of CIR Process of 270 days. It has further been submitted that the Resolution Professional has filed another Application MA/413/2018 with the approval of CoC in its 16th meeting held on 14.08.2018, praying to exclude the total period of 141 days lost due to the removal of erstwhile Resolution Professional and the work stalled during his tenure and also of the fact that the Applicant received two responses in respect of fresh 'Expression of Interest' from

the prospective Resolution Applicant. The Authority vide Order 07.09.2018 has excluded the total 141 days prayed for by the Resolution Professional from the maximum time period of CIR Process after deducting 90 days from 141 days as already excluded by its Order date 28.05.2018 i.e. 51 days from 25.08.2018 to 14.10.2018. It is stated that in the meantime the two prospective Resolution Applicants communicated their decisions regarding non submissions of the Resolution Plans to the Resolution Professionals.

7 In the 19th meeting of CoC held on 08.10.2018, as no Resolution Plan was received by the Resolution Professional, the CoC has unanimously decided to liquidate the Corporate Debtor. The Resolution passed by the CoC in its 19th meeting is as follows:-

> *"Considering the fact that there are no Resolution Plans submitted till date and only a few more days left for the completion of CIRP, the CoC unanimously decided to go for the initiation of Liquidation.*

.........................."

8. Accordingly, the Resolution Professional has filed the present MA/546/2018 in CP/563/(IB)/CB/2017 with the prayer to pass an order for liquidation of the Corporate Debtor viz., M/s. Oceanic Edibles International Limited.

ORDER

9. In view of the facts and circumstances recorded by the Resolution Profession in MA/546/2018 filed in CP/563/(IB)/CB/2017, this Adjudicating Authority did not receive any Resolution Plan under Sub-section (6) of Section 30. This Authority in exercise of the powers conferred under Sub-Clauses (i),(ii) and (iii) of Clause (b) of Sub-Section (1) of Section 33 of the I&B Code, 2016, proceeds to pass liquidation Order as follows: -

I. It is hereby ordered to liquidate the Corporate Debtor viz. M/s. Oceanic Edibles International Limited. The liquidation shall be conducted in

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the manner as laid down in Chapter III of part II of the I&B Code, 2016;

II. The Resolution Professional viz., Pathukasahasram Raghunathan Raman is hereby appointed as Company Liquidator, who shall issue a public announcement stating therein that the Corporate Debtor is in liquidation;

III. The Moratorium declared under Section 14 of the I&B Code, 2016, shall cease to have effect from the date of the order of liquidation;

IV. Subject to Section 52 of the I&B Code, 2016, no suit or other legal proceedings shall be instituted by/or against the Corporate Debtor. However, a suit and other legal proceedings may be instituted by the Liquidator, on behalf of the Corporate Debtor, with the prior approval of this Authority.

V. It is made clear that Para (IV) hereinabove shall not apply to legal proceedings in relation to such transactions as notified by the Central Government in consultation with any financial sector regulator.

VI. This Order shall be deemed to be a notice of discharge to the officers, employees and workmen of the Corporate Debtor, except when the business of the Corporate Debtor is continued during the liquidation process by the Liquidator.

VII. All the powers of the Board of Directors, Key Managerial Personnel and the Partners of the Corporate Debtor, as the case may be, shall cease to have effect and shall be vested in the Company Liquidator viz., Pathukasahasram Raghunathan Raman. In addition to this, the Company Liquidator shall exercise the powers and duties as enumerated in Sections 35 to 50, 52 to 54 of the I&B Code, 2016, r/w Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016.

VIII. The personnel of the Corporate Debtor shall extend all assistance and co-operation to the Company Liquidator as may be required by him in managing the affairs of the Corporate Debtor.

IX. The Company Liquidator shall be entitled to charge such fee for the conduct of the liquidation proceedings in such a proportion to the value of the liquidation estate assets as may be specified by the Board. Accordingly, the fees of the conduct of the liquidation proceedings shall be paid to the Company Liquidator from the proceeds of the liquidation estate.

X. The Registry is directed to send the copy of this order to the concerned Registrar of Companies, RD, OL, Registered Office of the Corporate Debtor and Company Liquidator viz., Pathukasahasram Raghunathan Raman, for information and compliance.

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10. The Current Account No.010902000971056, which in operation with Indian Overseas Bank, Cathedral Branch, Chennai – 600 002 shall continue to operate till the liquidation process gets completed.

11. In terms of the above, MA/546/2018 filed in CP/563/IB/CB/2017 by the Resolution Profession under Section 33(1) (a) of the I&B Code, 2016, for initiation of the Liquidation Proceedings against the Corporate Debtor viz., M/s. Oceanic Edibles International Limited stands **disposed of** along with MA/577/IB/2018.

12. The Order is pronounced in open court in the presence of the Applicant/Resolution Professional.

(CH.MOHD SHARIEF TARIQ)
MEMBER (JUDICIAL)

P.ATHISTAMANI

ASST. REGISTRAR / DEPUTY REGISTRAR
NATIONAL COMPANY LAW TRIBUNAL
CHENNAI BENCH
CORPORATE BHAVAN, 3rd FLOOR,
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