IN THE NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH – II, CHENNAI

CP(IB)/174(CHE)/2021

(Filed under Sec. 59(7) of the Insolvency and Bankruptcy Code, 2016)

In the matter of JayselFincap Private Limited

P.Eswaramoorthy
Liquidator ofJayselFincap Private Limited
(In Voluntary Liquidation)
CIN: U65999TZ2018PTC03129
No.1/2,CbeRangasamy Layout,
Lakshmipuram, Peelamedu Coimbatore,
Tamil Nadu 641004

... Liquidator / Applicant

Present:

For Applicant : P.Eswaramoorthy, *Authorized Representative*

CORAM:

JUSTICE(RETD)S.RAMATHILAGAM,MEMBER (JUDICIAL)
ANIL KUMAR B, MEMBER (TECHNICAL)

Order Pronounced on 3rd February,2022

ORDER

***Per:*ANIL KUMAR.B, MEMBER (TECHNICAL)**

This is a Company Application filed by the Liquidator in relation to the voluntary liquidation of *JayselFincap Private Limited*under Section 59(7) of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as "IBC, 2016"), seeking the dissolution of the Applicant Company.

2. The Applicant Company was incorporated on 29.11.2018 under the provisions of the Companies Act, 2013. The main

object of the Company is to carry on activities of financing, leasing and / or hire purchase, etc. The details of the main objects are set out in the Memorandum of Association which is filed along with the typed set.

3. It is stated that at present the Company did not have any creditors and no litigation was pending against the applicant company.On requisition from the shareholders of the Company, the Board of Directors of the Company in their meeting held on 11.02.2021considered for the voluntary liquidation of the Company.

4. It was submitted by the Learned Authorized Representative that in compliance with Section 59(3) of the IBC, 2016 read with Regulation 3 of IBBI (Voluntary Liquidation Process) Regulations, 2017, the Board of Directors viz. Mr. Selvaraj Vaseekaran and Mr.Samiyappa Gounder Selvaraj, verified by an affidavit have declared that they are solvent and the said affidavit is placed at pages 27 to 30 of the typed set filed along with Application and the aforesaid declaration of solvency was also filed with the ROC on 12.02.2021 in e-form GNL-2 vide SRN No.R98436710. In further compliance, theprovisional Balance Sheet as on 31.01.2021 was placed at Page Nos.34 to 37, the audited financial statements of previous

years viz. 2019 and 2019-20were filed and the proof of the same is placed at page 49 to 81 of the typed set filed along with the Application. It was further submitted that as on the date of declaration of solvency i.e. on 11.02.2021, the Company had the following assets and liabilities as captured in the Preliminary Report as follows:

LIABILITIES	
Shareholder's Funds :	
Share Capital	2,10,00,000
Reserves & Surplus	
Current Liabilities	
Total Liabities	**2,10,00,000**
ASSETS	
Non Current Assets :	
Non Current Investment	
Long Term Loans & Advances	
Other Non Current Assets	3,28,310
Current Assets :	
Cash and Bank Balances	2,05,29,341
Other Current Assets	1,42,349
Total Assets	**2,10,00,000**

5. The Learned Authorized Representativefurther submitted that as required under Section 59(3)(c) of the IBC, 2016 read with Regulation 3(c) of IBBI (Voluntary Liquidation Process) Regulations, 2017, a Special Resolution at their Extra Ordinary General meeting held on 12.02.2021 was passed at the meeting

of the Company to liquidate itself and to appoint the Liquidator,Mr.P.Eswaramoorthy which is placed at pages 86 to 99 of the typed set filed along with the Application. Further, the same was notified to the RoC and IBBI within 7 days, as per Section 59(4) of IBC, 2016, which is placed at page 100 – 111 of the typed set filed along with the Application.

6. The Learned Authorized Representativefurther submitted that the Liquidator has issued a Public announcement dated 13.02.2021 as required under Regulation 14 of IBBI (Voluntary Liquidation Process) Regulations, 2017 within 5 days of his appointment, one in "Financial Express" (English) and the other in vernacular "MalaiMurasu" (Tamil) and the same is placed at Annexure A7of the typed set filed along with the Application. It is also submitted that as required under Section 178 of the Income Tax Act, the Liquidator has given notice to the Income Tax authorities within 30 days of his appointment as Liquidator and that the Company is under Voluntary Liquidation vide his letter dated 12.02.2021to the Income Tax Authorities. Further,it was submitted that there were no demand from the Income Tax Authorities for any statutory Liabilities. A copy of initiation with their acknowledgement for the receipt of the same is placed at pages 118 – 119.

7. The Learned Authorized Representative further submitted that as per the Regulation, the Liquidator opened a Bank Account in the name of *JAYSEL FINCAP PRIVATE LIMITED IN VOLUNTARY LIQUIDATION with Indian Bank*, Dharapuram Branch for realisation and payment to the Creditors (liability aised after the date of commencement of liquidation (ie. Payables) and members.

8. The Learned Authorized Representative further submitted that there were no Financial Creditors for the Corporate Person. Hence, the receipt of claims from the Financial Creditors by the Liquidator does not arise in this process.

Further, it is averred in the application that on the verification of the books of accounts of the Corporate Person, the Liquidator recognised that there were no creditors and no claim received from any creditors of the Corporate Person. Hence the payment to the creditors of the Corporate Person by the Liquidator does not arise.

9. It was further averred in the application that the Auditor's Certificates on the Liquidation, showing receipts and payments pertaining to liquidation since the liquidataion commencement date and it is placed at Page Nos. 120 – 121 of the typed set of the application.

10. The Learned Authorized Representative further submitted that there was no accumulated profit except the interest on fixed deposit. As there were no creditors, entire realization exclusion liquidation cost distributed to the eligible members as per their shareholding pattern.

11. The Learned Authorized Representative submitted that as per Regulation 9 of the IBBI (Voluntary Liquidation Process) Regulations, 2017, the Liquidator has submitted his preliminary report before IBBI on 24.03.2021, within 45 days from the Liquidation commencement date of the Company and the copy of the report is placed at pages 112 to 117 of the typed set filed along with the Application.

12. The Learned Authorized Representative submitted that as per Regulation 34 of the IBBI (Voluntary Liquidation Process) Regulations, 2017, the Liquidator had closed the liquidator account. A Certificate form the Bank for closure of the account is placed at Page No. 130 – 131.

13. Further, it was submitted that post making various payments including liquidation costs paid in full as per the provisions of Section 53(1) of IBC, 2016 and Regulation 35 of the IBBI (Voluntary Liquidation Process) Regulations, 2017, the

Liquidator has distributed the funds among the shareholders as detailed below;

S. No.	Name of the Creditors	Nature of claim	Amount claimed (₹)	Amount Admitted	Advance if any received	Amount
1	Mr.P.Eswaramoorthy	Liquidation Fees	1,18000	1,18,000	1,00,000	18,000
2	M/s. N.Krishnan& Co	Fees for issue for Valuation Report	15,000	15,000	NIL	15,000
3	Mr.M.S.Sivakumar	Professional fees for Certification of eforms	5,000	5,000	NIL	5,000
4	Mr.P.Eswaramoorthy	Other Liquidation Expenses - Expenses on Public Announcement Xerox and Stationaries	10,000	10,000	NIL	10,000
	TOTAL		**1,48,000**	**1,48,000**		**48,000**

S. No.	Name of the Stakeholders	Nature of claim	Amount claimed (₹)	Amount Admitted	Advance if any received	Amount
1	Mr.S.Selvaraj	Shareholder- Share Subscription Money	63,00,000	63,00,000	NIL	61,44,358
2	Mr. S.Vaseekaran	Shareholder- Share Subscription Money	42,00,000	42,00,000	NIL	40,96,239
3	Mr.R.Sadhasivam	Shareholder- Share Subscription Money	42,00,000	42,00,000	NIL	40,96,239
4	Mrs. Vijaya	Shareholder- Share Subscription Money	63,00,000	63,00,000	NIL	61,44,358
	TOTAL		**2,10,00,000**	**2,10,00,000**	**NIL**	**2,04,81,194**

14. It is also submitted that post making various legal, statutory and non statutory payments and after distribution of funds to the shareholders of the Company, the liquidator has made an Application for closure of the Liquidation Account in the Indian Bank. Further, it was submitted that upon completion of the Liquidation Process, the Final Report in accordance with Regulation 38 of the IBBI (Voluntary Liquidation Process)

Regulations, 2017 was prepared and the same was filed with the RoC and the IBBI, the copy of the Final Report and the proof of filing the same with the RoC and the IBBI is placed at pages 122 to 129 to the typed set filed along with the petition.

15. Thus, on examining the submissions made by the Learned Authorized Representative and after perusing the documents annexed to the Application 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 *JayselFincap Private Limited* and the Applicant Company shall stand dissolved from the date of this order. Accordingly, the Company Application stands **Allowed**.

16. The *Registry* and the Liquidator are directed to serve a copy of this order upon the Registrar of Companies, Chennai, and also to IBBI, within 14 days from the date of this Order.

-Sd-
B. ANIL KUMAR
MEMBER (TECHNICAL)

-Sd-
Justice (Retd.) S. RAMATHILAGAM
MEMBER (JUDICIAL)

Haripriya