

**IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH-I**

CP (IB) No.516/MB-I/2023

Under Section 59 of the I&B Code, 2016

In the matter of:

**Allenwest Ampcontrol India Private
Limited**

[CIN: U40300MH2016PTC293349]

... Petitioner/Corporate Person

Order pronounced on: 05.12.2023

Coram:

Mr. Prabhat Kumar
Hon'ble Member (Technical)

Justice V.G. Bisht (Retd.)
Hon'ble Member (Judicial)

Appearances (via videoconferencing):

For the Applicant(s) : Ms. Ashwini Gupta, Advocate

ORDER

1. This is a Company Petition filed under section 59 of the Insolvency and Bankruptcy Code, 2016 (hereinafter called "Code") by a Corporate person, named Allenwest Ampcontrol India Private Limited [CIN: U40300MH2016PTC293349] through Liquidator Mr. Neeraj Parmar, the Insolvency Professional, having registration no: IBBI/IPA-002/IP-N00485/2017-18/11447, to dissolve the Corporate Person after initiation of voluntary liquidation proceedings under Code. The Corporate Person has complied with requisite formalities

and procedure of liquidation as per law and has filed this Petition for its dissolution under section 59 of the Code.

2. The Petitioner Company was incorporated, under the provisions of Companies Act, 2013, on 05.02.2016 as a private company limited by shares with Registrar of Companies, Mumbai. The Authorized Share capital of the company is Rs. 10,10,00,000/- divided into 1,20,000 equity shares of ₹10/- each. The Paid-up Share Capital of the Company is Rs. 6,39,21,960 /- divided into 63,92,196 equity shares of ₹10/- each. The Registered office of the Company is situated at Great Eastern Galleria, Plot no. 20, Office No. 219, Sector 4 Nerul – 400706, Mumbai, Maharashtra.
3. The Company, at present, has two directors Mr. Samrish Bhanja (DIN:00045865) and Mr. Nikolai Sean Wyman (DIN: 07345916). It is submitted that the Company is not carrying any business and not earning any profits. Accordingly, the Board of Directors (BOD) of the Company in their meeting held on 01.10.2021 resolved to voluntarily liquidate the Company.
4. Mr. Samrish Bhanja and Mr. Nikolai Sean Wyman, both the Directors of the Company have declared on Affidavit dated 01.10.2021 that as per section 59(3) of the IBC, they have made full inquiry into the affairs of the Company and are of the opinion that the Company has no debts and the Company is not being liquidated to defraud any person. The Directors have appended to the affidavit above, audited financial statements and record of business operations of the Company of previous two financial years. The details above have been filed by the Company with the Registrar of Companies in form no. GNL-2 vide SRN No F39618855 on 03.11.2022.

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5. The members of the Company in their Annual General Meeting held on 01.10.2021 passed a Special Resolution to liquidate the Company voluntarily and to appoint Mr. Neeraj Parmar, the Insolvency Professional, having registration no: IBBI/IPA-002/IP-N00485/2017-18/11447 with a remuneration of Rs. 1,00,000/- plus applicable rates of GST for performing the job of liquidation of the Corporate Person as required under section 59 of the Code.
 6. The Liquidator made a public announcement of commencement of liquidation in Form A of Schedule I as per regulation 14 of Insolvency and Bankruptcy Board of India (Voluntary Liquidation Process) Regulations, 2017 in the Financial Express and Mumbai Lakshdeep (Marathi, Mumbai Edition) on 05.10.2021 inviting for the submission of claims due to Allenwest Ampcontrol India Private Limited by various stakeholders. The aforesaid public announcement was submitted to Insolvency and Bankruptcy Board of India (IBBI) on 05.10.2021.
 7. The Petitioner has submitted the resolution for the commencement of liquidation, the appointment of a liquidator and a public announcement made in the newspaper to the Registrar of Companies in E-Form MGT-14 vide SRN No. T54250600 on 13.10.2021.
 8. The Petitioner notified the Registrar of Companies, Mumbai and the IBBI, New Delhi, Income Tax about the passing of a Special Resolution to liquidate the Petitioner Company.
 9. The Liquidator received claims from the operational creditor viz. B. Samrish & Co., Company Secretaries, on 30.10.2021 under the advertisement published in the newspaper, which was verified and

accepted by the Liquidator on 30.11.2021. The same was paid on 20.06.2022.

10. The Petitioner has also submitted consent of the creditors regarding the commencement of liquidation which have been duly sent to all the concerned regulatory authorities viz. Registrar of Companies, Mumbai, Income Tax Department, West Bengal and Maharashtra, Goods Services Tax Department West Bengal and Mumbai, Reserve bank of India (RBI), Maharashtra, Statement of Financial Transaction Division (SFT) and Regional Director, Maharashtra.
11. The Liquidator has intimated his appointment to the Income Tax Officer, and also intimating that the Liquidator has taken into custody or control all assets, property, effects and actionable claims of the company and will be operating the bank accounts of the company for and on behalf of the company. The Petitioner has submitted the “No Objection Certificate” no. ITBA/COM/F/17/2021-22/1040471239(1) issued by Income Tax Department, West Bengal dated 08.03.2022 & 11.03.2022 wherein it is stated that no dues are pending against the Petitioner Company.
12. As per regulation 34 of IBBI (Voluntary Liquidation Process) Regulations, 2017, the Liquidator had duly opened a Bank Account in the name and style of “**Allenwest Ampcontrol India Private Limited**”– In Voluntary Liquidation” in Kotak Mahindra Bank Limited, Dwarka Branch, New Delhi - 110075. The said Account was also closed, effective from 13.10.2022.
13. The Liquidator has submitted his Preliminary Report dated 12.11.2021 as required under Regulation 9(1) of IBBI (Voluntary Liquidation Process) Regulation, 2017, during the hearing. In the

report, the Liquidator has stated that the company is not doing any business and its books of accounts reflect that the company does not have any liabilities and Creditors nor there are any realizable assets.

14. The copy of the final report dated 02.11.2022 of the Liquidator is annexed to the petition, which shows the realization and payment to the members of the Company, containing the details as required under regulation 38 of IBBI (Voluntary Liquidation Process) Regulation, 2017. The said final report of the Liquidator is submitted with the Registrar of Companies and sent to IBBI.
15. The Liquidator has filed this petition before this Tribunal under section 59(7) of IBC seeking an order of dissolution of the Petitioner company.
16. On examining the submission made by the counsel appearing for the petitioner and the documents annexed to the petition it appears that the affairs of the company have been completely wound up, and its assets have been completely liquidated.
17. In view of the above facts and circumstances and the submissions made by the Liquidator the Company deserves to be dissolved. Accordingly, we direct that the company shall be dissolved from the date of this order.
18. The Petitioner is further directed to serve a copy of this order upon the Registrar of Companies, with which the company is registered, within fourteen days of receipt of this order. The Registrar shall take necessary action upon receipt of a copy of this order.

Sd/-

Prabhat Kumar
Member (Technical)

Sd/-

Justice V.G. Bisht
Member (Judicial)/NP/