

**IN THE NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH - II**

**IA No.1721 of 2023
In
CP(IB) No.466/7/HDB/2019**

*[U/s. 54 r/w Regulation 45(3)(a) of IBBI (Liquidation Process) Regulations, 2016
for closure of the Liquidation Process of the Corporate Debtor]*

**In the matter of State Bank of India vs. Athena Energy
Ventures Private Limited**

Mr. Kumar Rajan
Liquidator of
M/s.Athena Energy Ventures Private Limited
607, 6th Floor, Shnagri-La-Plaza
Road No.2, Opp. KBR Park
Banjara Hills
Hyderabad – 560 029

**CERTIFIED TO BE TRUE COPY
OF THE ORIGINAL**

... Applicant/Liquidator

Date of Order: 20.12.2023

Coram:

Hon'ble Shri Rajeev Bhardwaj, Member (Judicial)
Hon'ble Shri Sanjay Puri, Member (Technical)

Parties / Counsels Present:

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For the Petitioner : Mr. S. Vivekananda
Mr.K.Chethan Kumar, Advocates



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[PER : BENCH]

ORDER

i. This is an application filed on behalf of the Liquidator of M/s.Athena Energy Ventures Private Limited under Section 54 r/w Regulation 45(3)(a) of IBBI (Liquidation Process) Regulations, 2016, inter alia, seeking the following prayers:

i. To pass an order allowing extension of time of liquidation period from 21.07.2023 till filing and disposal of the present application so as to ratify the acts undertaken by the Applicant herein;

ii. To pass an order for closure of Liquidation Process of the Corporate Debtor; and

iii. To pass an order relieving the Liquidator from his duties.

ii. The gist of the Application is –

i. The Company Petition bearing CP (IB) No.466/7/HDB/2019 filed by State Bank of India, for short '**FC**' for initiating the Corporate Insolvency



Resolution Process, for short '**CIRP**' against M/s. Athena Energy Ventures Private Limited, for short '**CD**', which was dismissed by this Adjudicating Authority. Subsequently, the FC preferred an Appeal CA (AT) No.633/2020 before the Hon'ble NCLAT, which was admitted on 24.11.2020 by initiating the CIRP against the CD and Mr. C.Bala Mouli was appointed as Interim Resolution Professional, for short '**IRP**'

- ii. Mr.C. Bala Mouli, IRP, had filed an IA 210/2021, inter alia, seeking to direct and clarify whether to accept the assignment as a special case and to act as IRP of CD without request for assignment as prescribed under Code and Regulations thereunder, which was disposed of as infructuous vide Daily Order dated 05.08.2021 stating that –

“In view of the directions of the Hon'ble NCLAT, this Adjudicating Authority hereby appoints Mr. Kumar Rajan, Liquidator of M/s.Athena Chattisgarh Power Limited (Principal Borrower) to act as IRP/RP as the case may be, in the matter of M/s.Athena Energy Ventures Private Limited in place of Mr. C. Bala Mouli”.

- iii. In the 2nd COC meeting held on 04.10.2021, the COC with 86.80% voting share resolved to liquidate the Corporate Debtor. Subsequently, the Applicant had filed an IA 713/2021, which was allowed by this



Adjudicating Authority, vide Order dated 21.07.2022 and ordered for liquidation of the Corporate Debtor by appointing the applicant herein as Liquidator of the CD¹.

- iv. In response to the public announcement in Form-B, the claims were received from the stakeholders, which were verified and the final list was submitted to this Adjudicating Authority².
- v. The Liquidator formed a Stakeholders Consultation Committee, for short '**SCC**'³.
- vi. The Liquidator presented the Valuation Reports⁴ as detailed below before the SCC in their first meeting held on 27.10.2022.

Name of the Valuer	Book Value (in Rs.'000)	Fair Value (In Rs.'000)	Liquidation Value (in Rs.'000)
Mr.Jainam Pragneshbhai Shah	4,293.38	0.12	0.00
Mr. Navjit Singh	4,293.38	0.00	0.00
Average Value		0.06	0.00

¹ A copy of Order of this AA dated 21.07.2022 is filed as Annexure-1 of the application

² Summary of claims received is filed at pg.5 of the application.

³ List of Members of SCC is filed at pg.6 of the application

⁴ Copies of valuation reports filed as Annexure-4 & 5 at pg nos.25-37 & 38-59 respectively



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Thus, the above statement shows that there were no assets in the Corporate Debtor and the Liquidation value of the Corporate Debtor was valued at Rs.0 by both the registered valuers.

- vii. In response to the public announcement, M/s.BOMS Private Limited, which is the sole bidder submitted its Expression of Interest (EOI) and the Liquidator negotiated with BOMS in order to avoid unnecessary cost and also for further value maximization.
- viii. In the 8th SCC Meeting, the SCC approved the final offer of the M/s.BOMS Private Limited and issued a letter of Intent on 28.06.2023⁵. Upon receipt of the full sale consideration of Rs.47,00,000/- on 19.07.2023, the Liquidator distributed the amount to stakeholders⁶.
- ix. It is averred that the date of commencement of liquidation was on 21.07.2022 and the cost incurred by the Liquidator for the period from 21.07.2022 to 22.08.2023 was Rs.11,37,255/-. The total CIRP and Liquidation costs amounted to Rs.47,40,152/- but in the Preliminary Report filed on 20.10.2022, it was estimated at Rs.47,40,152/-.

⁵ A copy of Letter of Intent dt.28.06.2023 is filed as Annexure-8

⁶ Statement containing the details of amount distributed to the stakeholders is filed at pg.9 of the appn.



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- x. In the Liquidation cum Escrow Bank Account⁷ there is a residual amount of Rs.21,302/-. The surplus amount, if any, would be distributed amongst the stakeholders as per the waterfall mechanism.
- xi. The Applicant submitted the Final Report alongwith the Cumulative Receipts and Payments Account for the period from 21.07.2022 to 22.08.2023, which is filed as Annexure-11 at pg. no.73-91 of the application.**
- xii. The Applicant has also submitted the Compliance Report in Form-H⁸.
- xiii. It is averred that as per Regulation 42 of IBBI Liquidation Process Regulations, 2016, the Liquidator shall distribute the proceeds to the stakeholders within 90 days from the date of receipt of the sale amount. Since the proceeds of the sale were received only at the verge of completion of one year from the date of liquidation order dated i.e. 21.07.2023, the completion of liquidation process was delayed by 40 days. Hence, the Applicant is seeking for extension of liquidation period till the time of disposal of this application.

⁷ A copy of Bank Statement from 01.04.2022 to 18.08.2023 is filed as Annexure-10 of the appn.

⁸ A copy of Form-H is filed as Annexure-12 of the application.



- xiv. As the sale of the CD as going concern was completed, the Applicant vide email dated 10.08.2023⁹ intimated the SCC that the applicant would file appropriate application for closure of the liquidation process of the CD.
- III. We have heard the Liquidator and perused the application filed by the Liquidator. He has filed necessary documents along with the application. The Final report and Form-H are filed at page nos.73 to 91 and 92 to 96 of the application. This IA is filed under Regulation 45 (3) (a) of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 praying the Adjudicating Authority to order for closure of the liquidation process of the Corporate Debtor Company as liquidation process is complete. The said provision reads as under:-

“Regulation 45 (3) (a): Final report prior to dissolution.

(3) The liquidator shall submit an application along with the final report and the compliance certificate in form-H to the Adjudicating Authority for –

(a) closure of the liquidation process of the corporate debtor where the corporate debtor is sold as a going concern;

⁹ A copy of email dated 10.08.2023 is filed as Annexure-13 of the application.




- IV. On going through the facts aforementioned and the material placed along with the Application, it is evident that the assets of the Corporate Debtor were sold to the Successful Bidders supra. It is seen from Form-H that the amount of Rs.47,00,000/- realized from the sale of Liquidation Estate was distributed among the stakeholders as per Section 52 or 53 of the Code. The detailed statement of distribution is shown at page nos. 80 of the Final Report. The successful bidder preferred an IA 1512 of 2023 seeking certain reliefs. Further by going through the Final Report, it is evident that the Liquidator has sold the CD as a going concern, as such, it is a fit case for closure of Liquidation process.
- V. As a sequel to the above, we hereby allow extension of time of liquidation period from 21.07.2023 to till filing and disposal of the present application so as to ratify the acts undertaken by the Applicant herein and order closure of the Liquidation proceedings against the CD viz. **M/s.Athena Energy Ventures Private Limited** from the date of this Order, in terms of Regulation 45 (3) of the Insolvency & Bankruptcy Board of India (Liquidation Process) Regulations, 2016. Consequently, the Liquidator stands relieved.



- VI. The Liquidator is directed to send the copy of this Order within 7 days from the date of pronouncement to the Registrar of Companies, Hyderabad and hand over all the books and files of the CD, **M/s. Athena Energy Ventures Private Limited**, which are in possession of the Liquidator to the successful bidder.
- VII. The Registry is directed to communicate this order to the Registrar of Companies, Hyderabad for updating the master data.
- VIII. A copy of this order be also forwarded to the Insolvency & Bankruptcy Board of India, New Delhi.
- IX. Accordingly, **IA No. 1721 of 2023 in CP(IB) No.466/7/HDB/2019 is allowed and stands disposed of.**


SANJAY PURI
MEMBER (TECHNICAL)


RAJEEV BHARDWAJ
MEMBER (JUDICIAL)

Syamala




Deputy Registrar / Assistant Registrar / Court Officer
National Company Law Tribunal, Hyderabad Bench

27/12/2023

प्रमाणित प्रति
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केस संख्या
CASE NUMBER: (C.I.B) No. 466/7/HDB/2019.
निर्णय का तिथि
DATE OF JUDGEMENT: 20/12/23
प्रति तैयार किया गया तारीख
COPY MADE READY ON: 27/12/23