<u>Through Videoconference</u>

IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH, COURT No. - I
*** *** ***

IA No. 2193/MB/2020
in
C.P. (IB) No. 1333/MB/2018

Under sections 54 and 60 (5) of the Insolvency & Bankruptcy Code, 2016 read with Regulation 14 of Insolvency And Bankruptcy Board of India (Liquidation Process) Regulations, 2016.

Mr. Mukesh Khathuria
Liquidator for Sabre Helmets Private Limited
6B/1105, Sapphire Heights,
Lokhandwala Township,
Akurli, Road, Kandivali (E), Mumbai 400101. … *Applicant*

In the matter of
Machhar Polymer Private Limited,
Plot No.4, Ambai Bungalow, Rachnakar
Colony, Station Road, Aurangabad 431005
CIN: U25200MH1996PTC097211 … Petitioner

V.

Sabre Helmets Private Limited
76-79, Classic Stripes House,
Makhwana Lane, Off Andheri Kurla Road,
Marol, Andheri (E), Mumbai 400059
CIN: U36993MH2009PTC195096 … Corporate Debtor

<u>Date of Order: 31.05.2021</u>

<u>CORAM</u>:

Janab Mohammed Ajmal, Hon’ble Member (Judicial)

Hon’ble Shri V. Nallasenapathy, Member (Technical)

Appearance:

For the Applicant: Himself.

Per: Janab Mohammed Ajmal, Member (Judicial)

ORDER

This is an Application by the Liquidator of Sabre Helmets Private Limited (Corporate Debtor) under Sections 54 and 60 (5) of the Insolvency & Bankruptcy Code, 2016 (the Code) read with Regulation 14 of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 (the Regulations) seeking dissolution of the Corporate Debtor.

2. The Company Petition overnumbered under Section 9 of the Code seeking Corporate Insolvency Resolution Process (CIRP) of the Corporate Debtor was admitted by this Tribunal by order dated 22.02.2019, wherein Applicant was appointed as the Interim Resolution Professional (IRP). The IRP published public announcement on 03.03.2019 inviting claims from the creditors of the Corporate Debtor. After receipt of claims to the tune of ₹. 19,96,16,098/- the IRP constituted the Committee of Creditors (CoC) of the Corporate Debtor and the CoC in its 1st meeting held on 25.03.2019 confirmed the IRP as the Resolution Professional (RP).

3. The Applicant submits that the Corporate Debtor had no fixed assets, no inventory or stock as per latest audited Balance Sheet as on 31.03.2020 of the Corporate Debtor and same was noted by this Tribunal vide its order dated 20.01.2020. The operations of the Corporate Debtor were discontinued from FY 2014-2015 and there was no scope for the revival or resolution of the Corporate Debtor. Thus the CoC in its 4th Meeting held on 25.07.2019 resolved to liquidate the Corporate Debtor.

4. That the RP filed the Application *viz.* MA No. 2779 of 2019 for liquidation of the Corporate Debtor. The same was allowed by this Tribunal vide order dated 20.01.2020, wherein Applicant was appointed as the Liquidator to carry out the liquidation process. The Applicant informed the MCA by uploading the INC-28 on 03.02.2020 along with the copy of order of liquidation. The status of the

Corporate Debtor has since been changed to one 'under liquidation' as per Section 33(1)(b)(iii) the Code.

5. The Applicant in accordance with Regulation 12 of the Regulations made public announcements in Free Press Journal (English) and Navshakti (Marathi) on 25.01.2020. He received claims from the creditors of the Corporate Debtor and collated them.

6. The Applicant submits that there are no assets in the Corporate Debtor to be realized. As per the Regulation 31A of the Regulation, the liquidator is required to constitute a Stakeholders Consultation Committee (SCC) within 60 days from the date of the commencement of the Liquidation. The liquidator has not constituted the SCC as there were no assets. He communicated the fact to the stakeholders vide his mail dated 25.09.2020.

7. The Applicant prepared and submitted the Assets Memorandum and Preliminary Report on 20.06.2020 as per Regulation 13 of the Regulations. As already indicated the Corporate Debtor has no assets. Therefore, valuation and distribution of property does not arise. The Applicant filed the quarterly progress report on 24.06.2020 for the quarter ended on 31.03.2020.

8. Thus, the Applicant has filed present application for dissolution of the Corporate Debtor as there is nothing in the company to be distributed to its creditors.

9. The relevant provision for the purpose of dissolution of a Corporate Debtor is Section 54 of the Code. It reads as under:

> *"54. (1) Where the assets of the corporate debtor have been completely liquidated, the liquidator shall make an application to the Adjudicating Authority for the dissolution of such corporate debtor.*
> *(2) The Adjudicating Authority shall on application filed by the liquidator under subsection (1) order that the corporate debtor shall be dissolved from the date of that order and the corporate debtor shall be dissolved accordingly.*

> *(3) A copy of an order under sub-section (2) shall within seven days from the date of such order, be forwarded to the authority with which the corporate debtor is registered."*

10. The Corporate Debtor does not have any asset to be liquidated. The applicable Regulation under the Regulations, provides:

> *"Regulation 14. Early dissolution.*
> *Any time after the preparation of the Preliminary Report, if it appears to the liquidator that-*
> *(a) the realizable properties of the corporate debtor are insufficient to cover the cost of the liquidation process; and*
> *(b) the affairs of the corporate debtor do not require any further investigation;*
> *he may apply to the Adjudicating Authority for early dissolution of the corporate debtor and for necessary directions in respect of such dissolution."*

11. On examining the submissions made by the Counsel appearing for the Applicant and the documents annexed to the Application, it appears that the affairs of the Corporate Debtor have been standstill since FY 2014-15 and there are no assets to liquidate. We are satisfied from the documents on record that the dissolution is not with intent to defraud any person. The liquidation process has been duly completed as per the provisions of the Code without success. From the facts narrated above and the law on the subject it would be just and equitable to dissolve the Corporate Debtor. No party is going to be adversely affected or prejudiced thereby. In view of the above the Corporate Debtor deserves to be dissolved. Hence ordered.

ORDER

The Application be and the same is allowed. It is hereby ordered as follows.

i. Sabre Helmets Private limited, the Corporate Debtor, is hereby dissolved with immediate effect;

ii. The Registry is directed to forward a certified copy of this order to the Registrar of Companies, Mumbai within a period of seven days;

iii. The Liquidator is discharged. CP No. 1333/MB/2018 stands closed.

Sd/-	Sd/-
V. Nallasenapathy	Janab Mohammed Ajmal
MEMBER (TECHNICAL)	MEMBER (JUDICIAL)