

# CA KAILASH SHAH

Insolvency Professional (IP Registration Number: IBBI/PA-001/IP-P00267/2016-17/10511)

---

13<sup>th</sup> September 2021

To,

**Bombay Stock Exchange Ltd,**

Dear Sir,

**Sub – Details regarding CIR Process of M/s GSL Nova Petrochemicals Limited**

**CIN : L70101GJ1993PLC020927**

The undersigned would like to inform you that Pursuant to order in C.P. (I.B.) NO. 770/NCLT/AHM/2019 on 18.03.2020 IP CA Kailash Shah was appointed as Interim Resolution Professional of M/s.GSL NOVA PETROCHEMICALS LIMITED by the Hon'ble NCLT, Ahmedabad bench. The order of commencement of CIRP was received by the RP on 02.06.2020. Copy of the order of the AA is attached as **Annexure - A**. As the Corporate Debtor doesn't have any physical assets, there was no need to take charge of Corporate Debtor. After the receipt of order of Hon'ble NCLT, Ahmedabad Bench, the Interim Resolution Professional has requested Suspended Directors of Corporate debtor to provide necessary documents to him by sending letter containing list of documents i.e. Intimation to CD on 02-06-2020.

The Interim Resolution Professional had made a public announcement on 03-06-2020. Pursuant to public announcement made on above mentioned date, IRP Kailash Shah had received various claims from financial and operational creditors of corporate debtor and the IRP has accepted the same claims on



# CA KAILASH SHAH

Insolvency Professional (IP Registration Number: IBBI/IPA-001/IP-P00267/2016-17/10511)

---

provisional basis. IRP has constituted the CoC on the basis of claims received upto 16-06-2020 (last date of receipt of claim) on 19-06-2020.

The Interim Resolution Professional had convened the 1<sup>st</sup> Meeting of CoC of M/s. GSL NOVA PETROCHEMICALS LIMITED on 27<sup>th</sup> June, 2020 in which he has been reappointed as Resolution Professional by members of CoC. Copy of the minutes of 1<sup>st</sup> meetings of CoC is attached as **Annexure-B**.

Pursuant to the meeting on 27<sup>th</sup> June, 2020, the RP appointed 2 valuers for valuation of financial assets of corporate debtor namely CA Dharmendra Dhelariya and CA Soumil Singhvi.

The Resolution Professional had convened the 2<sup>nd</sup> meeting of CoC on 08<sup>th</sup> August, 2020 in which CoC had decided to defer the issue relating to publication of Form-G "Expression of Interest" and CoC would decide about the same after proper review and in depth study of financial statements of corporate debtor. Copy of the minutes of 2<sup>nd</sup> meetings of CoC is attached as **Annexure-C**.

In 3<sup>rd</sup> meeting of CoC held on 06<sup>th</sup> November, 2020, CoC member decided to publish Form-G "Invitation of Expression of Interest ". The CoC member had rejected the proposal to conduct transaction audit of last 2 year's transactions of the corporate debtor. In this meeting, the RP was authorised to make application for extension of CIRP process period of corporate debtor M/s. GSL Nova Petrochemicals Limited by 3 months and exclusion of period being the time between pronouncement of order by Hon. NCLT and receipt of order by



# CA KAILASH SHAH

Insolvency Professional (IP Registration Number: IBBI/IPA-001/IP-P00267/2016-17/10511)

---

IRP. Copy of the minutes of 3<sup>rd</sup> meetings of CoC is attached as **Annexure-D** and Copy of order of extension is attached as **Annexure-E**.

In 4<sup>th</sup> meeting of CoC held on 06<sup>th</sup> November, 2020, CoC members approved the Information Memorandum, Evaluation Matrix and Request for Resolution Plan (RFRP) and authorized the RP to issue the same to resolution applicant "**SUNIL KATARIA AND ORS**". Copy of the minutes of 4<sup>th</sup> meetings of CoC is attached as **Annexure-F**.

On 6<sup>th</sup> January, 2021, RP Kailash Shah received the resolution plan from sole Potential Resolution Applicant - Sunil Kataria & Others. After that, RP had appointed M/s. VCAN & Co. for Due Diligence of Resolution plan and 29A eligibility. Report of M/s VCAN & Co is attached as **Annexure-G**.

After submission of Due Diligence report of Resolution plan and 29A eligibility by M/s VCAN & Co, RP Kailash Shah gave the notice for calling the 5<sup>th</sup> Meeting of the Committee of Creditors of M/s GSL Nova Petrochemicals Limited to COC members via electronic mode on 22<sup>nd</sup> January, 2021.

On 27<sup>th</sup> January, 2021, 5<sup>th</sup> Meeting of CoC of M/s GSL Nova Petrochemicals Limited was held. After presentation of Resolution Plan by RP to COC members in 5<sup>th</sup> meeting of CoC and further discussion with resolution applicant and CoC members regarding the resolution plan, RP Kailash Shah put the resolution for approval of resolution plan before the CoC Members.

In the E-Voting opened on 27.01.2021 for 24 hours, the resolution was passed unanimously with 100% voting rights on 28.01.2021. Hence, Resolution plan submitted by Sole Potential Resolution Applicant - Sunil Kataria & Ors. which

---

505, 21<sup>ST</sup> CENTURY BUSINESS CENTRE, NEAR WORLD TRADE CENTRE, RING ROAD, SURAT- 395003 Ph.: (0) 0261-2334411, 2352647, 6647071 Cell: +91 98241 50365, email: ipkshah@gmail.com



# CA KAILASH SHAH

Insolvency Professional (IP Registration Number: IBBI/IPA-001/IP-P00267/2016-17/10511)

---

was placed before the meeting is approved by the Committee of Creditors of M/s GSL Nova Petrochemicals Ltd through E-voting subject to approval by Hon'ble Adjudicating Authority, NCLT Ahmedabad Bench. Minutes of 5<sup>th</sup> meeting of CoC is attached as **Annexure-H**. According to the plan, they are not desirous of continuing as listed company.

Pursuant to approval of Resolution Plan submitted by Resolution Applicant Mr. Sunil Kataria & Others and approved by CoC in the 5th CoC meeting held on 27th January,2021, RP Kailash Shah has filed an application for approval of Resolution Plan before Hon'ble NCLT, Ahmedabad Bench.

The said matter was listed for hearing on 14.06.2021 and the same was adjourned to the next date.

RP has completed statutory audit of the Corporate Debtor and filed Income Tax returns.

RP has received notice u/s. 148 of the Income Tax Act for the A.Y. 2013-14 and A.Y. 2016-17 from Income Tax Department and filed Income Tax returns for both those years.

The matter regarding approval of resolution plan was listed for hearing on 14.06.2021 and the same was adjourned to 12.07.2021. The copy of said order is attached as **Annexure - I**.

The matter for approval of Resolution Plan was listed for hearing on 12.07.2021 and NCLT vide its order in IA No. 197 of 2021 of C.P.(I.B.) NO. 770/NCLT/AHM/2019 had directed RP to appear physically before the Hon'ble

---

505, 21<sup>ST</sup> CENTURY BUSINESS CENTRE, NEAR WORLD TRADE CENTRE, RING ROAD, SURAT-395003Ph.: (0) 0261-2334411, 2352647, 6647071 Cell: +91 98241 50365, email: ipktshah@gmail.com



395003Ph.: (0) 0261-2334411, 2352647, 6647071 Cell: +91 98241 50365, email: ipktshah@gmail.com

**BEFORE THE ADJUDICATING AUTHORITY  
NATIONAL COMPANY LAW TRIBUNAL  
AHMEDABAD BENCH  
AHMEDABAD  
Court 2**

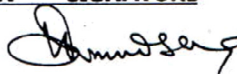
C.P.(T.B) No. 770/NCLT/AHM/2019

Coram: HON'BLE Ms. MANORAMA KUMARI, MEMBER JUDICIAL  
HON'BLE Mr. CHOCKALINGAM THIRUNAVUKKARASU, MEMBER TECHNICAL

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD BENCH  
OF THE NATIONAL COMPANY LAW TRIBUNAL ON 18.03.2020**

Name of the Company: Rajendra M Mehta  
V/s  
GSL Nova Petrochemicals Ltd

Section : Section 9 of the Insolvency and Bankruptcy Code

S.NO.	NAME (CAPITAL LETTERS)	DESIGNATION	REPRESENTATION	SIGNATURE
1.	Vinodkumar S. Shah	PCS	Applicant	
2.				


**ORDER**

The Petitioner is represented through learned PCS.

The Order is pronounced in the open court vide separate sheet.

  
**CHOCKALINGAM THIRUNAVUKKARASU  
MEMBER TECHNICAL**

Dated this the 18th day of March, 2020

  
**MANORAMA KUMARI  
MEMBER JUDICIAL**

**BEFORE ADJUDICATING AUTHORITY (NCLT)  
AHMEDABAD BENCH  
AHMEDABAD**

**C.P. No. (IB) 770/9/NCLT/AHM/2019**

**In the matter of:**

**Mr. Rajendra M. Mehta**  
A-701, Rahul,  
100 ft. (Anand Nagar Road)  
Satellite  
AHMEDABAD 380 015

**Petitioner**  
Operational Creditor

**Versus**

**M/s. GSL Nova Petrochemicals Limited**  
396, 403 Moraiya Village  
Sarkhej-Bavla Highway  
Sanand  
AHMEDABAD 382 213  
Gujarat State.

**Respondent**  
Corporate Debtor

**Order delivered on 18<sup>th</sup> March, 2020.**

**Coram: Hon'ble Ms. Manorama Kumari, Member (J)  
Hon'ble Mr. Chockalingam Thirunavukkarasu, Member (T)**

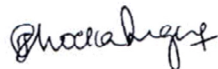
**Appearance:**

PCS Mr. Vinodkumar S. Shah for petitioner.  
PCA Mr. Nilesh Dhanuka for respondent

**ORDER**

**[Per: Ms. Manorama Kumari, Member (Judicial)]**

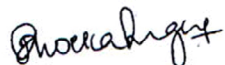
1. The instant application is filed by **Mr. Rajendra M. Mehta**, as an individual, under Section 9 of The Insolvency and Bankruptcy Code, 2016 [hereinafter referred to as "the Code"] read with Rule 6 of The Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016 [hereinafter referred to as "the Rules"], as operational creditor/applicant.
2. The respondent/corporate debtor is a company registered under the Companies Act, incorporated on 23.12.1993



  
Page 1 | 7

having identification No. L7010GJ1993PLC020927 and having registered office at Village Moralya, Ahmedabad, Gujarat State. Authorised share capital of the respondent company is Rs. 32,50,00,000/- and paid up share capital is Rs. 13,50,00,000/-.

3. The applicant/operational creditor is an individual providing consultancy and financial advisory services having office at Satellite, Ahmedabad.
4. The applicant/operational creditor has stated that he had provided consultancy and financial advisory services to the corporate debtor during the period from December, 2011 to October, 2018 and against such services an amount of **Rs. 3,35,950/- (Rupees three lacs thirty-five thousand nine hundred fifty only)** is outstanding and payable by the corporate debtor for the services rendered during the period August, 2017 to October, 2018.
5. It is further stated that the petitioner having failed to receive the payment from the respondent company, the operational creditor had issued demand notice under section 8 of the I & B Code in form 3 on 23.07.2019 which is duly served upon the respondent company. gh his advocate.
6. In support of its claim, the operational creditor has annexed to the application, copy of unpaid tax invoices, computation of default, ledger in the books of operational creditor, PAN, corm No. 2 being consent of proposed IRP etc.
7. The respondent/corporate debtor filed an affidavit in reply inter alia stating that the respondent company is under critical financial crisis but is not insolvent or unable to pay





its dues, however, the respondent company requires some time to discharge its liability.

### **Findings**

8. Heard learned counsels appearing on behalf of both the sides and perused the documents attached to the application/reply.
9. On perusal of the record it is found that the demand notice issued by the applicant under section 8 of the I & B Code on 23.07.2019 has been served upon the corporate debtor. Therefore, service is complete. Moreover, the corporate debtor has admitted the operational debt and shown its inability to pay the operational debt due to financial crunch.
10. On perusal of the record it is also found that the instant petition filed by the applicant is well within limitation and there is no denial of the operational debt or any pre-existing dispute regarding the operational debt from the corporate debtor.
11. In the instant application, from the material placed on record by the Applicant, this Authority is satisfied that the application is complete in all respect and the Corporate Debtor committed default in paying the operational debt due and payable to the Applicant.
12. The documents produced by the operational creditor clearly establish the 'debt' and there is default on the part of the Corporate Debtor in payment of the 'operational debt'.

*Shreehari*

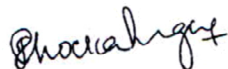
*Chatterjee*



13. From the above discussions it is evident that the respondent has defaulted the debt and has admitted the operational debt.
14. It has been observed in **Mobilox Innovative Private Limited vs. Kirusa Software Private Limited [2017] 1 IBJ(JP) 2 SC** that while examining an application under Section 9 of the Act, will have to determine the following: -
- (i) Whether there is an "operational debt" as defined exceeding Rs. 1.00 lac (See Section 4 of the Act)
  - (ii) Whether the documentary evidence furnished with the application shows that the aforesaid debt is due and payable and has not yet been paid?  
**and**
  - (iii) Whether there is existence of a dispute between the parties or the record of the pendency of a suit or arbitration proceeding filed before the receipt of the demand notice of the unpaid operational debt in relation to such dispute?

If any of the aforesaid conditions is lacking, the application would have to be rejected.

15. Thus, under the facts and circumstances and as discussed above, in the light of the Hon'ble Supreme Court Judgement and the provisions thereof as enshrined in Insolvency & Bankruptcy Code, this adjudicating authority is of the considered view that operational debt is due to the Applicant and it fulfilled the requirement of I & B Code. That, service is complete and no dispute has ever been raised by the respondent at any point of time. That, Applicant is an Operational Creditor within the meaning of Section 5 sub-section 20 of the Code. From the aforesaid material on record, petitioner is able to establish that there exists debt as well as occurrence of default and the amount claimed by operational creditor is payable in law by the corporate debtor as the same is not barred by any law of limitation and/or any other law for the time being in force.





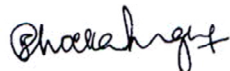
16. Section 13 of the Code enjoins upon the Adjudicating Authority to exercise its discretion to pass an order to declare a moratorium for the purposes referred to in Section 14, to cause a public announcement of the initiation of corporate insolvency resolution and call for submission of claims as provided under Section 15 of the Code. Sub-section (2) of Section 13 says that public announcement shall be made immediately after the appointment of Interim Insolvency Resolution Professional. This Adjudicating Authority direct the Interim Resolution Professional to make public announcement of initiation of Corporate Insolvency Process and call for submission of claims under Section 15 as required by Section 13(1)(b) of the Code.
  
17. From the above stated discussion and on the basis of material available on record it is evident that the corporate debtor has committed default in payment of operational debt and, therefore, it is a fit case to initiate Insolvency Resolution Process by admitting the Application under Section 9(5)(1) of the Code.
  
18. The petition is, therefore, admitted and the moratorium is declared for prohibiting all of the following in terms of sub-section (1) of Section 14 of the Code: -
  - (i) the institution of suits or continuation of pending suits or proceedings against the corporate debtor including execution of any judgment, decree or order in any court of law, tribunal, arbitration panel or other authority;
  - (ii) transferring, encumbering, alienating or disposing of by the corporate debtor any of its assets or any legal right or beneficial interest therein;
  - (iii) any action to foreclose, recover or enforce any security interest created by the corporate debtor in respect of its property including any action under the Securitisation and Reconstruction of Financial Assets

*Shankar Singh*

*Shankar*

and Enforcement of Security Interest Act, 2002 (54 of 2002);

- (iv) the recovery of any property by an owner or lessor where such property is occupied by or in the possession of the corporate debtor.
19. It is further directed that the supply of goods and essential services to the Corporate Debtor, if continuing, shall not be terminated or suspended or interrupted during moratorium period. The provisions of sub-section (1) shall, however, not apply to such transactions as may be notified by the Central Government in consultation with any financial sector regulator.
20. The order of moratorium shall have effect from the date of receipt of authenticated copy of this order till the completion of the corporate insolvency resolution process or until this Bench approves the resolution plan under sub-section (1) of Section 31 or passes an order for liquidation of corporate debtor under Section 33 as the case may be.
21. The applicant/operational creditor has proposed the name of Interim Resolution Professional. Therefore, this Adjudicating Authority hereby appoint Mr. Kailash T. Shah, 505, 21<sup>st</sup> Century Business Centre, Nr. World Trade, Ring Road, Surat 395 002 (ipktshah@gmail.com) having registration No. IBBI/IPA-001/IP-P00267/2016-17/10511 to act as an interim resolution professional under Section 13(1)(c) of the Code.
22. This Petition is accordingly admitted.





23. Communicate a copy of this order to the applicant, Corporate Debtor, Registrar of Companies and to the Interim Resolution Professional.
  
24. Registry is directed to inform the office of Registrar of Companies that the respondent company is under corporate insolvency resolution process and, therefore, no proceedings for striking off name of the respondent company be initiated arising out of non-compliances of Sections 159 to 162 & 220 etc. of the Companies Act, 2013 as it would be detrimental to the process of the liquidation

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-  
RAJENDRA MEHTA ...Petitioner (Operational Creditor)**

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED  
...Respondent (Corporate Debtor)**

**INDEX**

<b>SR</b>	<b>PARTICULARS</b>	<b>ANNEXURES</b>	<b>PAGE NOS.</b>
1	Minutes of the 1 <sup>ST</sup> Meeting of CoCof M/s GSL Nova Petrochemicals Limited	A	1-8

Annexure-"A"

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL**

**BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-**

**RAJENDRA MEHTA ...Petitioner (Operational Creditor)**

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED  
...Respondent (Corporate Debtor)**

Minutes of the **1<sup>st</sup>Meeting** of the Committee of Creditors of **M/s GSL NOVA PETROCHEMICALS LIMITED** held on 27<sup>th</sup> June 2020, Saturday, via Video Conferencing through ZOOM platform at 11:30 am

Meeting called to order by IRP Kailash Shah (Chairman of the Meeting).

**Members present in Person:**

CA Kailash Shah  
(Interim Resolution Professional/Chairman)

**MEMBERS PRESENT FROM FINANCIAL CREDITORS:-**

Shri Bhurchand Khatana  
(Himself)

**PRESENT members from Board of Directors (suspended) of Corporate Debtor (without voting rights):-**

Shri Sunilkumar Gupta

**SUSPENDED DIRECTORS NOT PRESENT:**

Shri Sandeep Shivkumar Goyal  
Shri Shyam Sunder Gupta  
Shri Anilkumar Singhal

Mr. Kailash T Shah, Interim Resolution Professional and "Chairman" of the meeting welcomed all the members present at the meeting and apprised the members that it is the 1<sup>st</sup> Meeting of the Committee of Creditors of M/s. GSL NOVA PETROCHEMICALS LIMITED. He also apprised the members of CoC that, Hon. NCLT, Ahmedabad bench has admitted the case of REJENDRA MEHTA Vs. GSL NOVA PETROCHEMICALS LIMITED on 18<sup>th</sup> March 2020 and CIRP has been commenced in the matter of corporate debtor, M/s GSL NOVA PETROCHEMICALS LIMITED w.e.f 18<sup>th</sup> March, 2020. Further, it was informed to CoC members that the order was received by RP on 02<sup>nd</sup> June, 2020.

The Chairman readout the notice of the 1<sup>st</sup> meeting of CoC before members and apprised them about the formation of Committee of Creditors of the Corporate Debtor and allotted their voting share, as per the details given here under in the below table:

<b>S. No.</b>	<b>Name of the Party</b>	<b>Date of the Claim</b>	<b>Date of Receipt</b>	<b>Claim amount</b>	<b>Claim Provisionally admitted</b>	<b>% of Voting Share</b>
---------------	--------------------------	--------------------------	------------------------	---------------------	-------------------------------------	--------------------------

1	BhurchandKhatana	16/06/2020	16/06/2020	1,00,000/	1,00,000/-	100%
				1,00,000/-	1,00,000/-	100.00

The IRP has also informed the Hon. Adjudicating Authority regarding formation of CoC through e mail sent to The Registrar, NCLT, Ahmedabad on 19<sup>th</sup>June, 2020.

**Roll call of participants through video conferencing**

The Chairman appraised the members of CoC that he has informed the members through notice of the meeting that meeting can be attended through other Visual/Audio means other than video conferencing with prior intimation to the Interim Resolution Professional. He informed to the members that no member has requested for othervisual/audio means, hence, no arrangements have been made for the same.

**Quorum of the meeting:-**

The Chairman appraised the members of Committee of Creditors that the Quorum of the meeting is achieved with members holding 100.00% of voting share present.

The Chairman appraised the members about the actions he has taken after he was appointed as IRP.

He informed the members that he has made a public announcement in the Economic Times (English)- Ahmedabad Edition and Economic Times (Gujarati)- Ahmedabad Edition newspapers and invited the claims from the creditors of the Corporate Debtor, GSL NOVA PETROCHEMICALS LIMITED. He collated the claims for financial creditors, operational creditors and workmen of the Corporate Debtor. After verifying them and according to the directions of the Code under section 21 of IBC, 2016, he has provisionally admitted the claims of the financial creditors and constituted the Committee of Creditors. He also informed the members that as per the code, the operational creditor who is holding more than 10% of the total debts of the corporate debtor are also qualify to be inducted in the CoC. But none of the operational creditor has claim of more than the 10% of the total debt, so IRP has not inducted any OC in the CoC..

The Chairman then appraised the members that he has received 2 claims from financial creditors, 1 of them is a related party. This 1 claim is admitted. He informed that the IRP has also received claims of various Operational Creditors and Employees & Workmen of Corporate Debtor. All the claims are under the process of verification, once erstwhile management submits the ledger accounts of all the creditors to the IRP, he will verify the claims of all the creditors.

The Chairman appraised the members that he has sought quotation from IBBI registered valuers for each class of assets i.e. Land & Building, Plant & Machinery and Financial Assets of the corporate Debtor.

**Voting Methodology:-**

The chairman appraised the member of CoC to discuss the methodology of voting, he suggested two options for the voting, one by raising hands or by voice Yes/No for CoC members present and decided to vote by way of raising hands and saying yes verbally.

**Now the Chairman initiated the list of issues to be voted upon after discussions in the meeting, which are as follows:**

1. To confirm and approve the appointment of Kailash T Shah (Registration No. IBBI/IPA-001/IP-P00267/2017-18/10511), Interim Resolution Professional as the resolution professional ("RP") of the Corporate Debtor.

2. To ratify and approve the remuneration of IRP and the expenses incurred by the IRP.
3. To approve the remuneration of IP.
4. To approve and ratify for debit transactions from Corporate Debtor's Bank Account.
5. To authorise the RP to hold future meetings of the CoC at shorter notice of not less than 3 working days.
6. To approve the appointment of Registered Valuers.

Then, Members of committee of Creditors has discussed all the issues and resolutions to be passed in the meeting of CoC, which are part of agenda of the notice of first meeting of committee of creditors. The Resolution Professional asked the suspended directors about the current status of the company. The present Suspended Director i.e. Shri Sunikumar Gupta informed that the company doesn't have any assets like Land & Building and Plant & Machinery. The IRP concluded then valuation of only Financial Assets and Securities will be done.

Then, the IRP asked the member, if there is any other matter with them to discuss. There was no other matter left; the Chairman concluded the meeting with vote of thanks to all the members. Hence, meeting concluded.

#### **FOLLOWING RESOLUTIONS WERE PASSED IN THE 1<sup>st</sup> MEETING OF CoC:**

##### **1. Resolution No. 1**

##### **To approve and appoint Interim Resolution Professional as Resolution Professional**

##### **Facts and Explanatory Statement:**

As per section 22(2) of IBC 2016, the COC in its first meeting shall decide to appoint the Interim Resolution Professional as Resolution Professional or to replace the Interim Resolution Professional by another Resolution Professional.

In this matter, Kailash T Shah, Insolvency Professional vide Reg. No. IBBI/IPA-001/IP-P00267/2017-2018/10511 was appointed as IRP by Rajendra Mehta (Operational Creditor). Kailash T Shah, IRP being eligible for the appointment as Resolution Professional (RP) offers himself for the appointment as RP in this matter.

The following Resolution is therefore placed before the Members of the COC for consideration:

##### **Resolution:**

**"RESOLVED THAT,** Kailash T Shah, an Insolvency Professional (Registration No. IBBI/IPA-001/IP-P00267/2017-2018/10511) is hereby appointed as the Resolution Professional in the matter of Corporate Insolvency Resolution Process of GSL NOVA PETROCHEMICALS LIMITED in accordance with provision of section



22(3)(a) of the IBC-2016.”

The member of CoC has unanimously approved and passed it with present vote share of 100.00%.

## **2. Resolution No. 2**

### **To ratify and approve the remuneration of the Interim Resolution Professional (IRP) and expense incurred by IRP**

#### **Facts and Explanatory Statement:**

Rajendra Mehta, Operational Creditor, had proposed Kailash T Shah as the Interim Resolution Professional in the Corporate Insolvency Resolution Process (CIRP) of GSL NOVA PETROCHEMICALS LIMITED. The Hon'ble NCLT, Ahmedabad Bench has appointed Kailash T Shah as Interim Resolution Professional. The Fee payable to the IRP is not decided and the fee payable to IRP has to be decided collectively by all the members of COC.

Following resolution is therefore proposed for consideration:

#### **Resolution:**

“**RESOLVED THAT**, a remuneration of Rs. 1,00,000 (plus applicable taxes) be and is hereby ratified and approved for payment to the Interim Resolution Professional by the Corporate Debtor.”

“In addition to the fees and applicable taxes, the Insolvency Professional is entitled for reimbursement of the public announcement publication expenses of Rs. 12,075/-, which is now ratified by the CoC”

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

## **3. Resolution No. 3**

### **To approve the remuneration of the Resolution Professional (RP)**

#### **Facts and Explanatory Statement:**

The Hon'ble NCLT, Ahmedabad Bench has appointed Kailash T Shah as Interim Resolution Professional of GSL NOVA PETROCHEMICALS LIMITED. As per the Regulation of Insolvency & Bankruptcy Code, 2016, the members of Committee of Creditors have powers to reappoint Interim Resolution Professional as Resolution Professional or appoint some other Insolvency Professional as Resolution Professional. As the members of CoC has reappointed the IRP to act as RP, following resolution is therefore proposed for fixing remuneration of Resolution Professional (RP) :

#### **Resolution:**

**"RESOLVED THAT**, a remuneration of Rs. 1,00,000/- per month (plus applicable taxes) be and is hereby approved for payment to the Resolution Professional in the Corporate Insolvency Resolution Process of GSL NOVA PETROCHEMICALS LIMITED. In addition to the Professional Fee and applicable taxes, the Insolvency Professional would be entitled for reimbursement of expenses like Fee payable to professionals engaged by the RP, publication of public announcement, expenses for conducting COC meetings, travel expenses, legal expenses, professional indemnity and other incidental expenses incurred during the corporate insolvency resolution process on actual basis."

The member of CoC has approved and passed it unanimously with vote share of **100.00%**.

#### **4. Resolution No. 4**

##### **To approve from the corporate debtor's bank accounts**

##### **Facts and Explanatory Statement:**

In accordance with the provisions of Section 17(1)(d) of the Code, all the banks with which the Corporate debtor is maintaining account have to act on the instructions of Kailash T Shah, Resolution Professional and according to Section 28(1)(e), the COC has to approve the debit transactions to the bank accounts as may be decided by the COC. It is therefore requested that all the members of the COC may approve the operation of the bank accounts of the Corporate Debtor maintained with them by Kailash T Shah. Therefore, the following resolution needs to be passed.

The following Resolution is therefore placed before the Members of the COC for consideration:

##### **Resolution:**

**"RESOLVED THAT**, In accordance with the provisions of Section 17(1)(d) of the Code, all the Banks with which GSL NOVA PETROCHEMICALS LIMITED is maintaining bank accounts, be and is hereby instructed to act upon the instructions of Kailash T Shah, Resolution Professional and allow Kailash T Shah, the Resolution Professional to operate all the bank accounts of GSL NOVA PETROCHEMICALS LIMITED."

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

**"RESOLVED FURTHER THAT**, Kailash T Shah, Resolution Professional be and is hereby authorized to issue the above instructions to the Banks maintaining the bank account of the corporate debtor."

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

**"FURTHERRESOLVED THAT**, in accordance with the provisions of Section 28(1)(e) of The Insolvency and Bankruptcy Code, 2016, all the banks maintaining bank accounts of GSL NOVA PETROCHEMICALS LIMITED be and are hereby authorized to approve debit transactions from any such accounts on the instructions of Kailash T Shah with a limit of Rs.1,00,000/-(Rupees One Lakh only) on the value of single transactions from the bank accounts."

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

**5. Resolution No. 5**

**To authorize Resolution Professional to hold the future Meetings of CoC at Shorter Notice.**

**Resolution:**

**"RESOLVED THAT**, Kailash T Shah, Resolution Professional be and is hereby authorized to hold the future Meetings of the CoC at shorter notice of not less than 3 working days."

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

**6. Resolution No. 6**

**To authorize Resolution Professional to appoint Two Registered Valuers for each class of assets.**

**Resolution:**

**"RESOLVED THAT**, Kailash T Shah, Resolution Professional be and is hereby authorized to appoint two Registered valuers for Financial assets class of the corporate Debtor. "

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

"Further **Resolved that**, the fees payable to the valuers should not be more than Rs. 20,000/- plus applicable Taxes."

The member of CoC has unanimously approved and passed it with present vote share of **100.00%**.

**KAILASH SHAH**

**Chairman of the meeting and Interim Resolution Professional of GSL NOVA PETROCHEMICALS LIMITED**

**Registration number: IBBI/IPA-001/IP-P00267/2017-18/10511**

**Mobile Number: +91 9824150365**

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL****BENCH AT AHMEDABAD****C.P. (I.B.) NO. 770/NCLT/AHM/2019**  
**Under Section 9 of the I&B Code, 2016****IN THE MATTER OF:-**  
**RAJENDRA MEHTA****...Petitioner (Operational Creditor)****Versus****M/s. GSL NOVA PETROCHEMICALS LIMITED****...Respondent (Corporate Debtor)****INDEX**

<b>SR</b>	<b>PARTICULARS</b>	<b>ANNEXURES</b>	<b>PAGE NOS.</b>
1	Minutes of the 2 <sup>nd</sup> Meeting of CoC of M/s GSL Nova Petrochemicals Limited	A	

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-**

**RAJENDRA MEHTA** ...Petitioner (Operational Creditor)

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED**  
...Respondent (Corporate Debtor)

Minutes of the **2<sup>nd</sup> Meeting** of the Committee of Creditors of **M/s GSL NOVA PETROCHEMICALS LIMITED** held on 08<sup>th</sup> August, 2020, Saturday, via Video Conferencing through ZOOM platform at 12:00 pm

Meeting called to order by RP Kailash Shah (Chairman of the Meeting).

**Members present in Person:**

CA Kailash Shah  
(Resolution Professional/Chairman)

**MEMBERS PRESENT FROM FINANCIAL CREDITORS:-**

CA Ganesh Pansari  
(Authorised Representative on behalf of Shri Bhurchand Khatana )

**MEMBERS PRESENT FROM OPERATIONALCREDITORS:-**

Shri Chandresh Punjabi  
(Authorised Representatives on behalf of M/s Garden Silk Mills Ltd.)

Shri Kamlesh Patel  
(Authorised Representatives on behalf of M/s Garden Silk Mills Ltd.)

Shri Marvin Fernandes  
(Authorised Representatives on behalf of M/s Garden Silk Mills Ltd.)

**PRESENT members from Board of Directors (suspended) of Corporate Debtor (without voting rights):-**

Shri Sunilkumar Gupta

**SUSPENDED DIRECTORS NOT PRESENT:**

Shri Sandeep Shiv Kumar Goyal  
Shri Shyam Sunder Gupta  
Shri Anilkumar Singhal

Mr. Kailash T Shah, Resolution Professional and "Chairman" of the meeting welcomed all present at the meeting through Video conferencing and apprised that it is the 2<sup>nd</sup> Meeting of the Committee of Creditors of M/s. GSL NOVA PETROCHEMICALS LIMITED.

Chairman informed the members that he received a claim from M/s Garden Silk Mills Ltd. being the operational creditor of the corporate debtor on 27<sup>th</sup> June, 2020 which is being accepted in accordance with regulation 12(2). Since the amount due to operational creditor M/s Garden Silk Mills Ltd. is more than ten per cent of the debt of the corporate debtor, the operational creditor is included in the Committee of Creditors. But M/s Garden Silk Mills Ltd. shall have only the right to attend and participate in the meeting and not the right to vote in the meeting of CoC in accordance with section 24.

Therefore, the Reconstituted committee of creditors and their respective percentage of voting share is as under:

<b>S. No.</b>	<b>Name of the Party</b>	<b>Date of the Claim</b>	<b>Date of Receipt</b>	<b>Claim amount</b>	<b>Claim Provisionally admitted</b>	<b>% of Voting Share</b>
1	Bhurchand Khatana	16/06/2020	16/06/2020	1,00,000/	1,00,000/-	100%
2.	M/s Garden Silk Mills Ltd.	27/06/2020	27/06/2020	3,72,80,386/-	3,72,80,386/-	-
				3,73,80,386/-	3,73,80,386/-	100.00

He further informed that Hon'ble NCLT shall be informed for reconstitution of the Committee.

**Roll call of participants through video conferencing**

The Chairman apprised the members of CoC that he has informed the members through notice of the meeting that meeting can be attended through other Visual/Audio means other than video conferencing with prior intimation to the Resolution Professional. He informed to the members that no member has requested for other visual/audio means, hence, no arrangements have been made for the same. All the members present in the meeting have introduced themselves. Then the RP informed the members of CoC regarding voting share of the respective members of CoC.

**Quorum of the meeting:-**

The Chairman apprised the members of Committee of Creditors that the Quorum of the meeting is achieved with members holding 100.00% of voting share present.

The Chairman informed the members that as no Authority Letter has been received from Shri Chandresh Punjabi (Authorised Representative of M/s Garden Silk Mills Ltd.), He requested him to submit Authority Letter as soon as possible. Later in the meeting, Shri Kamlesh Patel and Shri Marvin Fernandes also joined the meeting. Further the said Authority Letter is not yet received by the RP from various representatives of M/s Garden Silk Mills Private Limited till the date of circulation of Minutes of Meeting.

Then, The Chairman read out the Minutes of first meeting of COC before the members which was approved by the COC member, with 100% voting share.

The Chairman apprised the members about the actions he has taken after the first meeting of CoC.

The chairman apprised the agenda of the meeting to the members present.

The Representative of M/s Garden Silk Mills Ltd. has requested for TRANSACTION AUDIT of corporate debtor and RP decided to keep the same matter as agenda in next meeting of COC.

Then, the Mr. Marvin Fernandes (Authorised Representatives on behalf of M/s Garden Silk Mills Ltd.) has asked the RP about financial status of Corporate Debtor and the same was clarified by RP and Suspended Board of Directors of Corporate Debtor replied. RP also informed about estimated cost of Resolution Process of Corporate Debtor.

**Now the Chairman initiated the list of issues to be voted upon after discussions in the meeting, which are as follows:**

1. To decide on further course of action through inviting Resolution Plans and approve Form G for publication, Information Memorandum, Eligibility / Ineligibility criteria, Evaluation Matrix etc.

The COC discussed with the RP about Resolution Plan and decision regarding inviting Expression of Interest through publication of Form-G and asked RP to submit BALANCE SHEET of F.Y. 2018-19 and Balance Sheet as on date on initiation of CIRP and VALUATION REPORT, RP replied to COC member about Expression of Interest and also informed the CoC members that the documents required by the CoC members will be supplied to them on receipt of confidentiality undertaking from respective CoC member. CoC decided to take decision regarding Expression of Interest after proper analysis and study of Balance Sheet of Corporate Debtor and accordingly deferred the issue of Expression of Interest to next meeting. CoC decided to call next CoC shortly and requested RP to place details of assets of the Corporate Debtor and well estimated cost of CIRP.

There being no other business, the meeting was concluded.

**FOLLOWING RESOLUTIONS WAS PASSED IN THE 2nd MEETING OF CoC:**

**1. Resolution No. 1**

**To decide on further course of action by inviting EOI for invitation of Resolution Plan, approval of form "G" for publication, approval of Information Memorandum, RPRF, Eligibility/Ineligibility criteria, Evaluation Matrix, etc.:**

**Facts and Explanatory Statement:**

The Resolution Professional has prepared Information Memorandum based on Information's gathered from various sources. The same (IM) can be shared to CoC members on receipt of Confidentiality undertaking from them. The draft from "G" and draft EOI process memorandum will be shared by the RP after discussion in the CoC meeting.

**After Discussion and deliberation in the meeting, following Resolution was passed:-**

**"Resolved That,** on the request of CoC members, RP should defer the issue of inviting Expression of Interest to next meeting of CoC."

**The resolution is passed unanimously by the members of CoC with voting share of 100.00%.**

**KAILASH SHAH**

**Chairman of the meeting and Resolution Professional of GSL NOVA  
PETROCHEMICALS LIMITED**

**Registration number: IBBI/IPA-001/IP-P00267/2017-18/10511**

**Mobile Number: +91 9824150365**





**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-**

**RAJENDRA MEHTA ...Applicant (Operational Creditor)**

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED  
...Respondent (Corporate Debtor)**

Minutes of the 3<sup>rd</sup> Meeting of the Committee of Creditors of **M/s GSL NOVA PETROCHEMICALS LIMITED** held on 06<sup>th</sup> November, 2020, Friday, via Video Conferencing through ZOOM platform at 12:00 pm

Meeting called to order by RP Kailash Shah (Chairman of the Meeting).

**Members present in Person:**

CA Kailash Shah  
(Resolution Professional/Chairman)

**MEMBERS PRESENT FROM FINANCIAL CREDITORS :-**

Ganesh Pansari  
(Authorised Representative on behalf of Shri Bhurchand Khatana )

**MEMBERS PRESENT FROM OPERATIONAL CREDITORS :-**

Shri Chandresh Punjabi  
(Authorised Representative on behalf of M/s Garden Silk Mills Ltd.)

Shri Archit Gupta  
(Authorised Representative on behalf of M/s. Garden Silk Mills Ltd.)

**PRESENT members from Board of Directors (suspended) of Corporate Debtor (without voting rights):-**

Shri Sunilkumar Gupta

**SUSPENDED DIRECTORS NOT PRESENT:**

Shri Sandeep Shiv Kumar Goyal  
Shri Shyam Sunder Gupta  
Shri Anilkumar Singhal

Mr. Kailash T Shah, Resolution Professional and "Chairman" of the meeting welcomed all members present at the meeting through Video conferencing and appraised that it is the 3<sup>rd</sup> Meeting of the Committee of Creditors of **M/s. GSL NOVA PETROCHEMICALS LIMITED.**

Chairman informed the members that after the second meeting of CoC, he has received claim from Deputy Commissioner of Customs being the operational creditor of the corporate debtor on 10<sup>th</sup> September, 2020 which is being verified in accordance with regulation 12(2). After further verification and confirmation with the Suspended directors of Corporate Debtor and after submission of required details and documents to the Deputy Commissioner of Customs, the claim of operational creditor i.e. Deputy Commissioner of Customs is being rejected.

Thereafter the RP announces the respective percentage of voting share of members of CoC, which is as under:

S. No.	Name of the Party	Date of the Claim	Date of Receipt	Claim amount	Claim Provisionally admitted	% of Voting Share
1	Bhurchand Khatana	16/06/2020	16/06/2020	1,00,000/-	1,00,000/-	100%
2.	M/s Garden Silk Mills Ltd.	27/06/2020	27/06/2020	3,72,80,386/-	3,72,80,386/-	-
				<b>3,73,80,386/-</b>	<b>3,73,80,386/-</b>	<b>100.00</b>

The Chairman informed the members of CoC that due to delay in finalization of Annual accounts for F.Y. 2019-2020 there was delay in conducting 3<sup>rd</sup> CoC meeting. Also the son and daughter-in-law of RP were diagnosed with Covid-19, so RP himself was quarantined for 14 day.

**Roll call of participants through video conferencing**

The Chairman appraised the members of CoC that he has informed the members through notice of the meeting that meeting can be attended through other Visual/ Audio means other than video conferencing with prior intimation to the Resolution Professional. He informed to the members that no member has requested for other visual/audio means, hence, no arrangements have been made for the same. All the

members present in the meeting have introduced themselves. Then the RP informed the members of CoC regarding voting share of the respective members of CoC.

**Quorum of the meeting:-**

The Chairman apprised the members of Committee of Creditors that the Quorum of the meeting is achieved with members holding 100.00% of voting share present.

As the Chairman was reading out the Minutes of Second meeting of CoC, Authorised representative of Financial Creditor Mr. Ganesh Pansari interrupted RP that they have already received the minutes through mail and asked not to read through the same. The RP informed them that he will go through the resolutions passed at the 2<sup>nd</sup> CoC meeting. He then read out the resolutions passed at the 2<sup>nd</sup> COC meeting before the members and placed the minutes of 2<sup>nd</sup> meeting for approval of CoC which was approved by the COC member, with 100% voting share.

The Chairman then apprised the members about the actions he has taken after the second meeting of CoC.

The Chairman apprised the members that he has talked with the Ex-employees and Accountant of the Corporate Debtor and has also visited Ahmedabad twice to meet the auditor of the Corporate Debtor for finalisation of accounts for F.Y. 2019-20.

Then the chairman apprised the agenda of the meeting to the members present.

The Chairman informed about publishing of Form G in 2 newspapers i.e. Times of India and Gujarat Samachar, to call for Expression of Interest for submission of Resolution Plan. Representative of financial Creditor, Mr. Ganesh Pansari asked about the cost of the same, to which RP replied that the cost will be around Rs. 40,000 to Rs. 50,000. Mr. Ganesh Pansari asked the RP to publish form G in newspapers having lower cost and publish the same with cost of around Rs. 10,000 to Rs. 15,000.

The Chairman further apprised that he has received 3 quotations for conducting Transaction audit. Representative of Financial Creditor Mr. Ganesh Pansari asked about the cost of the same. The RP, Mr. Kailash Shah informed the members that he has received quotation from Rs. 2 Lakhs to Rs. 3 Lakhs for Transaction audit of last 2 years.

The chairman further informed the members of CoC that he has received few additional claims of Financial and Operational Creditors of Corporate Debtor which are yet pending for verification.

**Voting Methodology :-**

The chairman apprised the members of CoC to discuss the methodology of voting, he suggested three options for the voting one by raising hands, by voice Yes/No or

by electronic form through E-mail for CoC members present and CoC members decided to vote by way of Electronic Form through E-Mail.

**Now the Chairman initiated the list of issues to be voted upon after discussions in the meeting, which are as follows:**

1. To decide on further course of action through inviting Resolution Plans and approve Form G for publication, Information Memorandum, Eligibility / Ineligibility criteria, Evaluation Matrix etc.
2. To appoint transaction auditor for conducting transaction audit of last 2 year's transaction.
3. To authorize RP to apply to Hon'ble NCLT, Ahmedabad bench for extension of CIR process as the CIR process is ending in the month of December and if CoC wants to call for Expression of Interest for submission of Resolution Plan, more time will be required to carry out the proceedings.

The RP discussed about the expiry of time-limit of CIRP Process in December, 2020 and informed them about seeking extension of time for the same by 3 months and exclusion of time between Pronouncement of order by Hon. NCLT and receipt of order by IRP. The case was admitted by Hon'ble NCLT court, Ahmedabad branch on 18.03.2020 but the same was published by the court on 02.06.2020 on its online portal. Therefore, we request the AA to grant exclusion of period of 76 days.

Then, Members of committee of Creditors has discussed all the issues and resolutions to be passed in the meeting of CoC, which are part of agenda of the notice of third meeting of committee of creditors. Finally, as per the wish of the members of CoC, the Chairman informed them that he will send all the proposed Resolutions to them through e-mail alongwith all the details of Resolutions to be passed, within 24 hours of the completion of the meeting and request all the members of CoC to give their vote on all the resolutions at the earliest.

The Resolution Professional shared the Details of all the proposed Resolutions alongwith all the details to be passed by the members of CoC via mail on 06.11.2020 and its response was received on 09.11.2020.

The RP, Mr. Kailash Shah asked the member if there is any other matter with them to discuss. There was no other matter left; the Chairman concluded the meeting with vote of thanks to all the members. Hence, meeting concluded.

**FOLLOWING RESOLUTIONS WERE PASSED AFTER RECEIVING THE RESPONSES OF MEMBERS OF COC THROUGH E-MAIL :**

**1. Resolution No. 1**

**To decide on further course of action by inviting EOI for submission of Resolution Plan, approval of form "G" for publication, approval of Information Memorandum, EOI process memorandum, RFRP, Eligibility/Ineligibility criteria,**

**Evaluation Matrix, etc.:**

**Facts and Explanatory Statement:**

The Resolution Professional has prepared Information Memorandum based on Information gathered from various sources. RP has prepared the IM, RFRP and EM with whatsoever documents were available to him. The same can be shared to CoC members on receipt of Confidentiality undertaking from them. The draft from "G" and draft EOI process memorandum will be shared by the RP after discussion in the CoC meeting. **After Discussion and deliberation in the meeting, following Resolution is passed through E-voting :-**

**"RESOLVED THAT** the RP is hereby authorized to publish form "G"- Invitation of EOI in Ahmedabad edition in any two newspapers as soon as possible."

**The said resolution was approved as the CoC member unanimously voted in favor of the resolution with 100% voting power.**

**2. Resolution No. 2**

**To appoint transaction auditor for conducting transaction audit of last 2 year's transaction of the corporate debtor.**

**Facts and Explanatory Statement:**

The RP has obtained 3 quotations from transaction auditors to conduct the transaction audit of last 2 year's transactions of the corporate debtor. RP requests the CoC to discuss in the matter and appoint the transaction auditor.

**After Discussion and deliberation in the meeting, following Resolution is passed through E-voting :-**

**"RESOLVED THAT** the RP is hereby authorized to appoint transaction auditor to conduct transaction audit of last 2 year's transactions of the corporate debtor."

**The resolution was rejected as the CoC member unanimously voted against the resolution with 100% voting power.**

**3. Resolution No. 3**

**To seek extension of time of CIRP Process by 3 months and exclusion of time between pronouncement of order by Hon. NCLT and receipt of order by IRP.**

**Facts and Explanatory Statement:**

The RP discussed about the expiry of time-limit of CIRP Process in December, 2020 and informed them about seeking extension of time for the same by 3 months and exclusion of time between Pronouncement of order by Hon. NCLT and receipt of order by IRP.

**After Discussion and deliberation in the meeting, following Resolution is passed through E-voting :-**

**“RESOLVED THAT** the RP is hereby authorized to seek extension of time of CIRP process by 3 months and exclusion of 76 days period being the time between pronouncement of order by Hon. NCLT and receipt of order by IRP.”

**The resolution was approved as the CoC member unanimously voted in favor of the resolution with 100% voting power.**

**KAILASH SHAH**

**Chairman of the meeting and Resolution Professional of GSL NOVA  
PETROCHEMICALS LIMITED**

**Registration number: IBBI/IPA-001/IP-P00267/2017-18/10511**

**Mobile Number: +91 9824150365**

Annex-1e

**BEFORE THE ADJUDICATING AUTHORITY  
NATIONAL COMPANY LAW TRIBUNAL  
AHMEDABAD BENCH  
AHMEDABAD  
Court 2**

**IA 945 of 2020 in CP(IB) 770/NCLT/AHM/2019**

Coram: **HON'BLE Ms. MANORAMA KUMARI, MEMBER JUDICIAL**  
**HON'BLE Mr. CHOCKALINGAM THIRUNAVUKKARASU, MEMBER TECHNICAL**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD BENCH  
OF THE NATIONAL COMPANY LAW TRIBUNAL ON 06.01.2021**

Name of the Company: Kailash T Shah RP of GSL Nova  
Petrochemicals Ltd  
V/s  
GSL Nova Petrochemicals Ltd  
Section 12(2) of IBC,2016

<u>S.NO.</u>	<u>NAME (CAPITAL LETTERS)</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
--------------	-------------------------------	--------------------	-----------------------	------------------

1.

2.

**ORDER**

PCS, Mr. Vinod Kumar Shah appeared on behalf of the RP/Applicant.

The instant application is filed with a prayer seeking extension of period of CIRP for further 90 days beyond 180 days.

The learned PCS appearing on behalf of the Applicant submitted that the C.P.(I.B) No. 770 of 2019 was admitted on 18.03.2020. Thereafter, there was a lockdown due to Covid-19 pandemic, consequent upon which the order of admission was uploaded on 02.06.2020, hence praying for considering the initiation of CIRP from 02.06.2020, therefore the 180 days expired on 29.11.2020 and further 90 days beyond 180 days be extended.

Heard the arguments, also seen the records.

It is a matter of record that after admission of C.P.(I.B) No. 770 of 2019, the order was uploaded on 02.06.2020, hence, the period from 18.03.2020 to 01.06.2020 is hereby exempted and CIRP for all practical purposes deemed to be started from 02.06.2020.

*Chockalingam*

*Manorama*

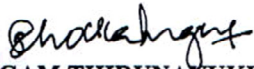


On perusal of the records, it is found that the COC in its 3<sup>rd</sup> meeting held on 06.11.2020, passed a resolution authorising RP to file an application before the Adjudicating Authority for extension of 90 days' beyond 180 days, as reflected form page 48. There is 100% voting in favour of extension of time.

In view of such resolution passed by COC, statutory period of 90 days beyond 180 days is extended.

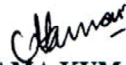
The period from the date of filing of instant application till passing of order is also exempted.

Accordingly, the application is allowed and stands disposed off.



**CHOCKALINGAM THIRUNAVUKKARASU**  
**MEMBER TECHNICAL**

Dated this the 6th day of January, 2021



**MANORAMA KUMARI**  
**MEMBER JUDICIAL**

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-  
RAJENDRA MEHTA**

**...Petitioner (Operational Creditor)**

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED**

**...Respondent (Corporate Debtor)**

**INDEX**

<b>SR</b>	<b>PARTICULARS</b>	<b>ANNEXURES</b>	<b>PAGE NOS.</b>
1	Minutes of the 4 <sup>th</sup> Meeting of CoC of M/s GSL Nova Petrochemicals Limited	A	1-5

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-**

**RAJENDRA MEHTA** ...Petitioner (Operational Creditor)

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED**  
...Respondent (Corporate Debtor)

Minutes of the **4<sup>th</sup> Meeting** of the Committee of Creditors of **M/s GSL NOVA PETROCHEMICALS LIMITED** held on 07<sup>th</sup> December, 2020, Monday, via Video Conferencing through ZOOM platform at 04:00 pm

Meeting called to order by RP Kailash Shah (Chairman of the Meeting).

**Members present in Person:**

CA Kailash Shah  
(Resolution Professional/Chairman)

**Members present from the team of IRP :**

CS Harvi Patel

**MEMBERS PRESENT FROM FINANCIAL CREDITORS :-**

CA Ganesh Pansari  
(Authorised Representative on behalf of Shri Bhurchand Khatana )

**MEMBERS PRESENT FROM OPERATIONAL CREDITORS :-**

Shri Archit Gupta  
(Authorised Representative on behalf of M/s. Garden Silk Mills Ltd.)

**SUSPENDED DIRECTORS NOT PRESENT:**

Shri Sunilkumar Gupta  
Shri Sandeep Shiv Kumar Goyal  
Shri Shyam Sunder Gupta  
Shri Anilkumar Singhal

Mr. Kailash T Shah, Resolution Professional and "Chairman" of the meeting welcomed all present at the meeting through Video conferencing and appraised that it is the 4<sup>th</sup> Meeting of the Committee of Creditors of M/s. GSL NOVA PETROCHEMICALS LIMITED. He asked the members present to introduce themselves. After introduction by members, as the Chairman read out the Notice of 4<sup>th</sup> meeting of CoC, Representative of Financial Creditor Mr. Ganesh Pansari interrupted RP that they have already received the Notice of 4<sup>th</sup> meeting of CoC through mail and asked not to go through the same.

#### **Roll call of participants through video conferencing**

The Chairman appraised the members of CoC that he has informed the members through notice of the meeting that meeting can be attended through other Visual/Audio means other than video conferencing with prior intimation to the Resolution Professional. He informed to the members that no member has requested for other visual/audio means, hence, no arrangements have been made for the same. All the members present in the meeting have introduced themselves. Then the RP informed the members of CoC regarding voting share of the respective members of CoC.

#### **Quorum of the meeting:-**

The Chairman appraised the members of Committee of Creditors that the Quorum of the meeting is achieved with members holding 100.00% of voting share present.

As the Chairman was reading out the Minutes of Second meeting, representative of Financial Creditor Mr. Ganesh Pansari interrupted RP that they have already received the minutes through mail and asked not to go through the same. The RP informed placed the minutes of 3<sup>rd</sup> meeting of CoC for approval of CoC which was approved by the COC member, with 100% voting share.

The Chairman appraised the members about the actions he has taken after the third meeting of CoC as stated below :

1. Shared the minutes of 3<sup>rd</sup> meeting of CoC held on 06<sup>th</sup> November, 2020.
2. Publish Form-G-"Expression of Interest" on 10<sup>th</sup> November, 2020 in Ahmedabad Edition of Western Times – English and Western Times – Gujarati.
3. The Chairman has received an Expression of Interest from Prospective resolution applicant Sunil Kataria and Others.
4. The Resolution Professional has issued Provisional list of Prospective Resolution Applicant

The chairman appraised the agenda of the meeting to the members present.

### **Voting Methodology :-**

The chairman appraised the members of CoC to discuss the methodology of voting, he suggested three options for the voting one by raising hands, by voice Yes/No or by electronic form through E-mail for CoC members present and CoC member decided to vote by voice by stating Yes/No.

### **Now the Chairman initiated the list of issues to be voted upon after discussions in the meeting, which are as follows:**

1. To discuss and approve the Information Memorandum (IM), Request For Resolution Plan (RFRP) and Evaluation Matrix (EM) prepared by RP.

Then, Members of committee of Creditors has discussed all the issues and resolutions to be passed in the meeting of CoC, which are part of agenda of the notice of fourth meeting of committee of creditors.

Shri Archit Gupta, Authorised Representative of M/s. Garden Silk Mills Ltd. asked RP for Copy of IM. The RP informed him that he have already mailed the copy of IM and other relevant documents on the registered Mail ID's. Shri Archit Gupta, Authorised Representative of M/s. Garden Silk Mills Ltd. also asked about the status of Audited Financial statements for F.Y. 2019-2020 and about transaction audit. The RP informed him that the members of CoC in the 3<sup>rd</sup> meeting of CoC had disapproved the resolution for appointment of Transaction auditor. He also informed him that finalization of Financial statements is under process and the same will be finalized within a time frame of one week. He further informed the members that Income tax return for the A.Y. 2020-2021 will also be filed once the accounts are being finalised.

The RP, Mr. Kailash Shah asked the member if there is any other matter with them to discuss. There was no other matter left; the Chairman concluded the meeting with vote of thanks to all the members. Hence, meeting concluded.

### **FOLLOWING RESOLUTIONS WERE PASSED IN THE 4<sup>TH</sup> MEETING OF COC :**

#### **1. Resolution No. 1**

**To discuss and approve the Information Memorandum (IM), Request for Resolution Plan (RFRP) and Evaluation Matrix (EM) prepared by RP.**

#### **Facts and Explanatory Statement:**

The Resolution Professional has prepared IM, RFRP and EM based on Information gathered from various sources. The RP requests the members of CoC to approve RFRP, IM and EM.

**To consider and if found fit, to pass with or without modification the following Resolution:**

**"RESOLVED THAT** the IM, RFRP and EM prepared by RP is hereby approved."

**The member of CoC has approved and passed it with present vote share of 100.00%.**

**"RESOLVED FURTHER THAT** the RP is hereby authorized to issue the IM, RFRP and EM of Corporate debtor "GSL NOVA PETROCHEMICALS LIMITED" to Potential Resolution Applicant."

**The member of CoC has approved and passed it with present vote share of 100.00%.**

**KAILASH SHAH  
Chairman of the meeting and Resolution Professional of GSL NOVA  
PETROCHEMICALS LIMITED  
Registration number: IBBI/IPA-001/IP-P00267/2017-18/10511  
Mobile Number: +91 9824150365**



Date: 5<sup>th</sup> February 2021

Compliance of Resolution Plan with various provisions  
In case of Resolution Applicant  
M/s Sunil Kataria and Ors.

Details of status of compliance of the provisions of the Insolvency and Bankruptcy Code 2016 ("Code") and Regulation 35(A), 37, 38 & 39 of the Insolvency And Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("Regulation"), is summarized as under:

Relevant Provision	Provisions of the Code/ Regulation	Comments / Observations
Section 25(2)(h)	Whether the Resolution Applicant meets the criteria approved by the CoC having regard to the complexity and scale of operations of business of the CD?	Resolution Applicant has specified in the Resolution Plan its capabilities to handle the business of CD having regard to the complexities and scale of business of CD since they have prior experience and goodwill in the relevant service sector. (Refer para 2.5)
Section 29A	Whether the Resolution Applicant is eligible to submit resolution plan as per final list of Resolution Professional or Order, if any, of the Adjudicating Authority?	Yes, the plan envisages that as on the date of this Resolution Plan and based on records of the Resolution Applicant, the Resolution Applicants is not ineligible under Sec 29A of the IBC to submit the Resolution Plan. (Refer para 3.10)
Section 30(1)	Whether the Resolution Applicant has submitted an affidavit stating that he is eligible?	Resolution Applicant has submitted an affidavit confirming his eligibility for submission of Resolution Plan.
Sec. 30 (2)(a) of the Code	provides for the payment of insolvency resolution process costs in a manner specified by the Board in priority to the repayment of other debts of the corporate debtor	Yes, The Resolution Plan on page no. 39 under the heading "Para 4.1: Payment of Corporate Insolvency Resolution Process Cost". The Applicant submits that the CIRP cost of Rs. 0.12 crores will be paid in priority to any of the other class of creditors. Further, in the circumstances where the CIRP cost upto the date of

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhilwara | Raipur

"Priority of Service over personal gain"



Relevant Provision	Provisions of the Code/Regulation	Comments/Observations
		approval of the resolution plan by Hon'ble NCLT exceeds Rs 0.12 Crores, the resolution applicant proposes to make the full payments towards the CIRP cost by bringing additional fund from its internal accruals. If there is no unpaid amount towards CIRP Cost, the same shall be added to the amount to be paid to financial creditors.
Sec. 30(2) (b)& Regulation 38(1)	<p>provides for the repayment of the debts of operational creditors in such manner as may be specified by the Board which shall not be less than the amount to be paid to the operational creditors in the event of a liquidation of the corporate debt or under section 53</p> <p>The amount payable under a resolution plan - (a) to the operational creditors shall be paid in priority over financial creditors; and (b) to the financial creditors, who have a right to vote under sub-section (2) of section 21 and did not vote in favour of the resolution plan, shall be paid in priority over financial creditors who voted in favour of the plan.]</p>	<p>Yes, Complied</p> <p>As mentioned on page no. 40 under the heading "Para 4.3 : Operational Creditors" gives that claims received and admitted for Rs, 3.92 crores. Out of this, Rs. 3 Lakhs will be paid by the Resolution Applicant as full and final settlement. Though the estimated liquidation value due to the operational creditors is NIL, the provision for payment of dues of operational creditors amounting to Rs. 3 lakhs is made in the plan.</p> <p>All payments to operational and financial creditors shall be done within 30 days of the Effective Date. There is no different timeline for the payments to be made to financial creditor or operational creditor. (Refer para 3.3)</p>

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhiwara | Raipur

*"Priority of Service over personal gain"*





Relevant Provision	Provisions of the Code/ Regulation	Comments / Observations
Regulation 38(2)(a)	A resolution plan shall provide the term of the plan and its implementation schedule	The resolution plan provides for the term and implementation schedule. (Refer para 3.5)
Sec 30(2)(c) Regulation 38(2) (b)	provides for the management of the affairs of the Corporate debtor after approval of the resolution plan  Regulation 38(2)(b) provides that resolution plan shall provide for the management and control of the business of the corporate debtor during the terms	Yes, Complied.  The Resolution Applicant has stated method of taking management and control of the Corporate Debtor through Resolution Professional or a Monitoring Committee as approved by the CoC. The plan also ensures compliance of applicable Laws. (Refer para 3.6)
Sec 30 (2) (d) Regulation 38(2) (c)	the implementation and supervision of the resolution plan	The resolution plan contains the provision of this section/regulation. The Resolution plan provides for appointment of Resolution Professional as the monitoring official for supervising effective implementation of the plan in consultation with CoC or the monitoring committee (if any) formed for the purpose of implementation of the Resolution Plan.  The Monitoring Committee shall consist of one of its members are appointed by the Resolution Applicant, and majority of the members are nominated by the CoC. (Refer para 3.6.7)
Sec. 30 (2) (e)	does not contravene any of the provisions of the law for the time being in force	The resolution applicant has prepared resolution plan taking into consideration of compliance of all applicable laws. However, the reliefs and relaxations seek in the resolution plan from various authorities

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhitwara | Raipur

*"Priority of Service over personal gain"*



Relevant Provision	Provisions of the Code/ Regulation	Comments/Observations
		shall be subject to approval of AA and the concerned authority(s) as indicated above.
Section 30(4)	Whether the Resolution Plan (a) is feasible and viable, according to the CoC? (b) has been approved by the CoC with 66% voting share?	To be decided by the members of committee of creditors through e-voting.
Section 31(1)	Whether the Resolution Plan has provisions for its effective implementation plan, according to the CoC?	Resolution Plan covers all the provisions as required u/s 31(1) for the effective implementation of resolution plan.
Regulation 35A	Where the resolution professional made a determination if the corporate debtor has been subjected to any transaction of the nature covered under sections 43, 45, 50 or 66, before the one hundred and fifteenth day of the insolvency commencement date, under intimation to the Board?	No information received regarding conduct of Transaction Audit.
Regulation 37(a)	transfer/ sale of all or part of the assets of the corporate debtor to one or more persons;	No such proposal in the plan.
Regulation 37(b)	Sale of all or part of assets whether subject to any security interest or not	No such proposal in the plan.
Regulation 37(ba)	restructuring of the corporate debtor, by way of	No such proposal in the plan.

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhitwara | Raipur

*"Priority of Service over personal gain"*



Relevant Provision	Provisions of the Code/ Regulation	Comments/Observations
	merger, amalgamation and demerger;	
Regulation 37 (c)	the substantial acquisition of shares of the corporate debtor, or the merger or consolidation of the corporate debtor	No such proposal in the plan
Regulation 37 (ca)	cancellation or delisting of any shares of the corporate debtor, if applicable;	The Resolution Applicant has proposed, subject to the approval of resolution plan by NCLT, to cancel / derecognize / extinguish / delist the share capital of the CD.
Regulation 37 (d)	satisfaction or modification of any security interest	There are no secured financial creditors of CD and so there is no requirement for satisfaction or modification of any security interest.
Regulation 37 (e)	curing or waiving of any breach of the terms of any debt due from the corporate debtor	The resolution plan mentions the clause regarding waiver of various liabilities in Annexure 4.
Regulation 37 (f)	reduction in the amount payable to the creditors	Resolution Plan provides for payment to unsecured Financial creditors to the tune of Rs. 12 lakhs against the claim of Rs. 10.41 crores.  Resolution Plan provides for payment to Operational Creditors for an amount of Rs. 3 Lakhs against the claim of Rs. 3.92 crores as admitted by RP and remaining amount is to be extinguished by the Operational Creditors.
Regulation 37 (g)	extension of a maturity date or a change in interest rate or other terms of a debt due from the corporate debtor	No such proposal proposed in the plan.
Regulation 37 (h)	amendment of the constitutional documents of the corporate debtor	The Resolution Plan consists of clause relating to amendment in constitutional documents in Para 3.6.1 and 4.12

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhilwara | Raipur

*"Priority of Service over personal gain"*



Relevant Provision	Provisions of the Code/ Regulation	Comments / Observations																					
Regulation 37 (i)	issuance of securities of the corporate debtor, for cash, property, securities, or in exchange for claims or interests or other appropriate purpose.	The Resolution Plan envisages total payment of Rs. 28,20,667 (Twenty Eight Lakhs Twenty Thousand Six Hundred and Sixty Seven only) to all the creditors and the public shareholders of the Corporate Debtor which would be brought in by the Resolution Applicant from its own sources either in the form of equity and quasi equity. Further the Resolution Plan also provides for infusion of working capital, if required, by way of Equity and any other appropriate means.																					
Regulation 37 (j)	Change in portfolio of goods or services produced or rendered by the corporate debtor	The RA has proposed few changes in the portfolio of goods or services produced or rendered by the corporate debtor as referred in para 4.12																					
Regulation 37 (k)	Change in technology used by the Corporate Debtor	No such change proposed.																					
Regulation 37 (l)	Obtaining necessary approvals from the Central and State Governments and other authorities.	The resolution applicant has requested to the competent authority for the concession and relief sought as mentioned in Annexure IV of the resolution plan.																					
Regulation 38(1A)	A resolution plan shall include a statement as to how it has dealt with the interest of all the stakeholders, including financial and operational creditors of the corporate debtors	Resolution plan dealt with dues of Financial Creditors, Unsecured Financial creditors, Operational creditors, Employees and workmen which are as follows: <table border="1"><thead><tr><th>Sr. No.</th><th>Particulars</th><th>Amount (in lakhs)</th></tr></thead><tbody><tr><td>1.</td><td>Secured Financial Creditors</td><td>0</td></tr><tr><td>2.</td><td>Financial creditors (Unsecured)</td><td>12</td></tr><tr><td>3.</td><td>Financial creditors (Related parties)</td><td>0</td></tr><tr><td>4.</td><td>Operational Creditors (Including Gov.)</td><td>3</td></tr><tr><td>5.</td><td>Employees and workmen dues</td><td>0</td></tr><tr><td>6.</td><td>IRP Cost</td><td>12</td></tr></tbody></table>	Sr. No.	Particulars	Amount (in lakhs)	1.	Secured Financial Creditors	0	2.	Financial creditors (Unsecured)	12	3.	Financial creditors (Related parties)	0	4.	Operational Creditors (Including Gov.)	3	5.	Employees and workmen dues	0	6.	IRP Cost	12
Sr. No.	Particulars	Amount (in lakhs)																					
1.	Secured Financial Creditors	0																					
2.	Financial creditors (Unsecured)	12																					
3.	Financial creditors (Related parties)	0																					
4.	Operational Creditors (Including Gov.)	3																					
5.	Employees and workmen dues	0																					
6.	IRP Cost	12																					

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhilwara | Raipur

*"Priority of Service over personal gain"*



Relevant Provision	Provisions of the Code/ Regulation	Comments/Observations									
		<table border="1"> <tr> <td>7.</td> <td>Payment of equity, preference, related parties and other stakeholder</td> <td>1.21</td> </tr> <tr> <td>8.</td> <td>Provision for contingent liabilities</td> <td>0</td> </tr> <tr> <td colspan="2" style="text-align: center;"><b>TOTAL</b></td> <td><b>28.21</b></td> </tr> </table>	7.	Payment of equity, preference, related parties and other stakeholder	1.21	8.	Provision for contingent liabilities	0	<b>TOTAL</b>		<b>28.21</b>
7.	Payment of equity, preference, related parties and other stakeholder	1.21									
8.	Provision for contingent liabilities	0									
<b>TOTAL</b>		<b>28.21</b>									
Regulation 38(1B)	A resolution plan shall include a statement giving details if the resolution applicant or any of its related parties has failed to implement or contributed to the failure of implementation of any other resolution plan approved by the Adjudicating Authority at any time in the past.	<p>Yes statement is included in the resolution plan.</p> <p>The resolution applicant declares that resolution applicant or any of its related parties has not failed to implement or contributed to the failure of any other resolution plan approved by adjudicating authority at any time in the past. (Refer para 3.4.3)</p>									
Regulation 38(3)	<p>Resolution plan shall demonstrate that</p> <p>(a) it addresses the cause of default;</p> <p>(b) it is feasible and viable</p> <p>(c) it has provisions for its effective implementation;</p> <p>(d) it has provisions of approvals required and timeline for the same; and</p> <p>(e) the resolution applicant has capability to implement the resolution plan.</p>	<p>(a) Cause of default covered in the resolution plan (Refer para 1.5)</p> <p>(b) The Corporate Debtor and Resolution Applicant both are in the same line of business and we as Resolution Applicant has a vast experience in running this business profitably and hence it is feasible and viable according to Resolution Applicant.</p> <p>(c) Resolution applicant covers all the provisions as required for the effective implementation of resolution plan. (Refer para 3.6)</p> <p>(d) The resolution plan envisages about the provisions of approvals required and timeline for the same (Refer para 3.14 and Annexure IV)</p>									

204, Wall Street-1, Opp. Orient Club, Nr. Gujarat College, Ellisbridge, Ahmedabad-380006, Gujarat, India.  
Phone : +91-79-4007 1446, 2640 1351 • E-mail : ahmedabad@vcanca.com • Website : vcanca.com

OUR OFFICES : Ahmedabad | Baroda | Mumbai | New Delhi | Noida | Gurugram | Bhilwara | Raipur

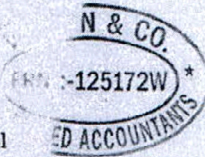
*"Priority of Service over personal gain"*



Relevant Provision	Provisions of the Code/Regulation	Comments/Observations
		(e) Requisite details / information / documents pertaining to the eligibility/capability of the Resolution Applicant has been provided by the Resolution Applicant as part of the Resolution Plan/expression of interest and/or as part of the supporting documents with the Resolution Plan/expression of interest.
Regulation 39(2)	Whether the RP has filed applications in respect of transactions observed, found or determined by him?	There were no adverse findings as the outcome of the transaction audit.
Regulation 39(4)	Provide details of performance security received, as referred to in sub-regulation (4A) of regulation 36B.]	The Resolution Applicant has deposited Rs. 0.10 crores as Earnest Money Deposit. The same will be kept as performance security.

For, **GSL Nova Petrochemicals Limited (IN CIRP)**

CA Vinod Tarachand Agrawal  
Membership No. 119396





**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
BENCH AT AHMEDABAD**

**C.P. (I.B.) NO. 770/NCLT/AHM/2019  
Under Section 9 of the I&B Code, 2016**

**IN THE MATTER OF:-**

**RAJENDRA MEHTA**

**...Petitioner (Operational Creditor)**

**Versus**

**M/s. GSL NOVA PETROCHEMICALS LIMITED**

**...Respondent (Corporate Debtor)**

Minutes of the 5<sup>th</sup> Meeting of the Committee of Creditors of **M/s GSL NOVA PETROCHEMICALS LIMITED** held on **Wednesday, 27<sup>th</sup> January, 2021**, via Video Conferencing through ZOOM platform at 04:00 pm

Meeting called to order by RP Kailash Shah (Chairman of the Meeting).

**Members present in Person:**

CA Kailash Shah  
(Resolution Professional/Chairman)

**Members present from the team of RP:**

CS Harvi Patel

**MEMBERS PRESENT FROM FINANCIAL CREDITORS :-**

Mr. Ganesh Pansari  
(Authorised Representative on behalf of Shri Bhurchand Khatana)

**SUSPENDED DIRECTORS NOT PRESENT:**

Shri Sunilkumar Gupta  
Shri Sandeep Shiv Kumar Goyal  
Shri Shyam Sunder Gupta  
Shri Anilkumar Singhal



**Item No. 1**

**The Resolution Professional to take the chair.**

Mr. Kailash T Shah, Resolution Professional and "Chairman" of the meeting welcomed all the members present at the meeting through Video conferencing and appraised that it is the 5<sup>th</sup> Meeting of the Committee of Creditors of M/s. **GSL NOVA PETROCHEMICALS LIMITED**. He asked the members present to introduce themselves. After introduction by members, as the Chairman read out the Notice of 5<sup>th</sup> meeting of CoC, Representative of Financial Creditor Mr. Ganesh Pansari interrupted RP that they have already received the Notice of 5<sup>th</sup> meeting of CoC through mail and asked not to go through the same.

**Item No. 2**

**Roll call of participants through video conferencing.**

The Chairman appraised the members of CoC that he has informed the members through notice of the meeting that meeting can be attended through other Visual/ Audio means other than video conferencing with prior intimation to the Resolution Professional. He informed to the members that no member has requested for other visual/audio means, hence, no arrangements have been made for the same. All the members present in the meeting have introduced themselves. Then the RP informed the members of CoC regarding voting share of the respective members of CoC.

**Item No. 3**

**Quorum of the meeting.**

The Chairman appraised the members of Committee of Creditors that the Quorum of the meeting is achieved with members holding 100.00% of voting share present.

**Item No. 4**

**To consider and approve the minutes of the 4<sup>th</sup> meeting of CoC.**

The RP placed the minutes of 4<sup>th</sup> meeting of CoC for approval of CoC member. The minutes of 4<sup>th</sup> meeting of CoC was approved by the COC member, with 100% voting share.

**Item No. 5**

**To take note of Actions Taken by Resolution Professional after 4th meeting of CoC.**

The Chairman appraised the members about the actions he has taken after the fourth meeting of CoC as stated below:

1. Shared the minutes of 4<sup>th</sup> meeting of CoC held on 07<sup>th</sup> December, 2020.
2. Shared Information Memorandum (IM), Request for Resolution Plan (RFRP) and Evaluation Matrix (EM) to the Potential Resolution Applicants.
3. The Resolution Professional has received Resolution Plan from Prospective resolution applicant Mr. Sunil Kataria and Others.
4. Conducted Due diligence of Resolution Plan and 29A eligibility verification from M/s. VCAN & Co.

5. Completed Statutory Audit of the Corporate Debtor M/s. GSL Nova Petrochemicals Ltd. for the F.Y. 2019-2020.
6. Finalize the Computation of Income of the Corporate Debtor M/s. GSL Nova Petrochemicals Ltd. for the A.Y. 2020-2021.
7. Opened Bank Account with IDBI Bank, Ring Road Branch, Surat and deposited Demand Draft of Rs. 10.00 Lakhs received from Potential Resolution Applicant.

**Item No. 6**

**To note and discuss the methodology of Voting.**

The chairman appraised the members of CoC to discuss the methodology of voting, he suggested three options for the voting

1. By raising hands,
2. By voice Yes/No or
3. By electronic form through E-mail for CoC member

CoC member decided to vote by voice by stating Yes/No.

**Item No. 7**

**To ratify the cost of conducting due diligence of resolution plan and 29A eligibility verification.**

The RP informed the member that he has appointed M/s. VCAN & Co. to carry out Due diligence of Resolution Plan and Section 29A Eligibility verification of Resolution Applicant. He further informed the members to ratify the cost Rs. 50,000 for the same.

**Item No. 8**

**To discuss and approve the Resolution Plan submitted by Resolution Applicant.**

The RP informed the members that he has received one Resolution Plan from Prospective Resolution Applicant Mr. Sunil Kataria & Others on 06<sup>th</sup> January, 2021 in response to Form G published in two newspapers i.e., Western Times – English and Western Times – Gujarati published in Ahmedabad Edition on 10<sup>th</sup> November, 2020.

The RP informed the CoC member that as per the Resolution Plan received from Mr. Sunil Kataria & Ors. Bid Amount of Rs. 28,20,667/- (Rupees Twenty Eight Lakhs Twenty Thousand Six Hundred and Sixty Seven Only) is submitted by the Prospective Resolution Applicant which will be distributed as per the below table :

<b>Sr. No.</b>	<b>To be Paid to/for</b>	<b>Time Period for Payment</b>	<b>Amount</b>
1.	CIRP Cost	Upfront Payment (Within 30 days)	12,00,000
2.	Financial Creditors	Upfront Payment (Within 30 days)	12,00,000

3.	Operational Creditors	Upfront Payment (Within 30 days)	3,00,000
4.	Shareholders other than Promoters, Directors and Relatives of Promoters and Directors	On Transfer of Shares	1,20,667
<b>TOTAL</b>			<b>28,20,667</b>

RP further informed the CoC member that each and every shareholder other than Promoters, Directors and Relatives of Promoters and Directors of Corporate Debtor, M/s. GSL Nova Petrochemicals Limited will get Re. 1 for every 100 shares held.

The RP further listed out the other terms and conditions given by the Prospective Resolution Applicant M/s. Sunil Kataria & Others to CoC members as stated below:

**Terms and Conditions as mentioned in the Bid:**

1. The Prospective Resolution Applicant M/s. Sunil Kataria & Others will not be responsible for any dues/liabilities of Government like Customs, Excise duty, VAT, Service Tax, GST, Income Tax & MCA & other applicable Act.
2. They will not be responsible for any dues of workers, dues towards guarantees of all type, loans of related parties or otherwise, employees, all types of creditors and claims of all types including secured and unsecured creditors and shareholders, in excess of what they have offered in their Resolution Plan.
3. They will not be responsible for any previous dues & penalty of Electricity, Water, Statutory Dues, Central Excise, Customs, GST, Textile Committee Cess, Gujarat Pollution Control Board demands.
4. They will not be responsible for any type of additional expenses, it is to be payable from Bid Amount only. No separate amount will be paid for the same over and above Bid Amount of Rs. 00.28 Crores.
5. All the expenses and liabilities including CIRP cost will be payable from the amount paid for Bid Amount of Rs. 00.28 Crores.
6. They will also not be responsible for any type of contingent liability.
7. They will apply for delisting of Corporate Debtor.
8. They will apply for change of name and object clause of Corporate Debtor.
9. They will convert the company into Private Limited Company.

After discussing about the Resolution Plan, the RP asked the CoC Member, Mr. Ganesh Pansari, Authorised Representative on behalf of Shri Bhurchand Khatana whether he can add Mr. Sunil Kataria in the meeting for any discussion, queries in relation to the Resolution Plan submitted. Mr. Ganesh Pansari, Authorised Representative accorded his consent to add Mr. Sunil Kataria in the CoC meeting. RP added Mr. Sunil Kataria, Prospective Resolution Applicants in the CoC meeting.

RP introduced Mr. Sunil Kataria, Prospective Resolution Applicants to CoC Member. After introduction, RP asked Mr. Ganesh Pansari, Authorised Representative to ask any questions or queries in relation to Resolution Plan submitted.

Following discussion was done between Mr. Ganesh Pansari, Authorised Representative and Mr. Sunil Kataria, Prospective Resolution Applicants :

Ganesh Pansari asked him about the Business in which he is currently dealing. Mr. Sunil Kataria informed him that he is currently into Real Estate business having Turnover of more than Rs. 100 Crore.

Mr. Ganesh Pansari asked him from where his business is based. Mr. Sunil Kataria informed him that his Company is Mumbai based and has its Branch Office in Ratlam.

Mr. Ganesh Pansari further asked him about the Purpose of submitting Resolution Plan to which Mr. Sunil Kataria replied that his purpose is to bring Corporate Debtor, M/s. GSL Nova Petrochemicals Limited into operations as the Company is an established company in Real Estate. He further stated that although the company has no net worth, the same can be revived.

There were no further questions and queries by Mr. Ganesh Pansari, Authorised Representative of FC, Mr. Sunil Kataria left the CoC meeting.

After the discussion between Authorised representative of FC, Mr. Ganesh Pansari and Potential Resolution Applicant. Mr. Sunil Kataria, Mr. Ganesh Pansari has requested the RP to put the Resolutions relating to approval of Resolution Plan submitted by potential resolution applicant Mr. Sunil Kataria and others for e voting. RP has consented for that and put the resolution for e voting.

Then, Member of committee of Creditors has discussed all the other issues and resolutions to be passed in the meeting of CoC, which are part of agenda of the notice of fifth meeting of committee of creditors.

RP, Mr. Kailash Shah asked the member if there is any other matter with them to discuss. There was no other matter left; the Chairman concluded the meeting with vote of thanks to all the members. Hence, meeting concluded.

**FOLLOWING RESOLUTIONS WERE PASSED IN THE 5<sup>TH</sup> MEETING OF COC :**

**Item No. 9**

**Resolution No. 1**

**To discuss and approve the Resolution Plan received from Potential Resolution Applicants.**

**Facts and Explanatory Statement:**

RP has received one Resolution Plan submitted by Resolution applicant Mr. Sunil Kataria & Others in response to EOI invited by him. Member of CoC to take final decision regarding approval of the resolution plan submitted by Mr. Sunil Kataria & others. CoC is informed that virtually there are no assets of the Corporate Debtor. As per the Accounts it is transpired that before commencement of the CIRP, the CD has settled the claims of the Bankers after disposing all the assets. In view of this the proposed Resolution Plan is for reduced value.

**To consider and if found fit, to pass with or without modification the following Resolution:**

**"RESOLVED THAT** Resolution Plan submitted by Potential Resolution Applicant Mr. Sunil Kataria & Others placed before the meeting is as per the I & B Code 2016 and regulations thereunder and is approved by the Committee of Creditors of M/s GSL Nova Petrochemicals Ltd. subject to approval by Hon'ble Adjudicating Authority, NCLT-Ahmedabad Bench.

**In the E-Voting opened on 27.01.2021 , the resolution was passed unanimously with 100% voting rights on 29.01.2021.**

**"FURTHER RESOLVED THAT** Mr. Kailash Shah, RP is hereby authorized to file application with Hon. NCLT, Ahmedabad bench for approval of resolution plan submitted by Potential Resolution Applicant Mr. Sunil Kataria & Others."

**In the E-Voting opened on 27.01.2021 , the resolution was passed unanimously with 100% voting rights on 29.01.2021.**

**"FURTHER RESOLVED THAT** the RP is authorized to take services of Advocate/PCS/PCA for filing the application for approval of resolution plan and appear before NCLT."

**In the E-Voting opened on 27.01.2021 , the resolution was passed unanimously with 100% voting rights on 29.01.2021.**

**"FURTHER RESOLVED THAT** the cost of filing application before the NCLT shall be considered as cost of CIRP and shall be deducted from the amount received under the Resolution Plan."

**In the E-Voting opened on 27.01.2021 , the resolution was passed unanimously with 100% voting rights on 29.01.2021.**

**Item No. 10**

**Resolution No. 2**

**To discuss and approve the cost of conducting Due Diligence of Resolution Plan and 29A eligibility verification as CIRP costs.**

**Facts and Explanatory Statements:**

RP has received one Resolution Plan submitted by Potential Resolution applicant Mr. Sunil Kataria & Others in response to EOI invited by him. The RP appointed M/s VCAN & Co. to conduct due diligence of resolution plan and 29A eligibility verification of Resolution Applicant. The quotation sent by them for the same was of Rs. 50,000/-.

**"RESOLVED THAT** the appointment of M/s. VCAN & CO. made by Resolution Professional and fees of Rs. 50,000/- payable to them is hereby ratified and shall form CIRP cost."

**The member of CoC has approved and passed it with present vote share of 100.00%.**

**KAILASH SHAH**  
**Chairman of the meeting and Resolution Professional of GSL NOVA**  
**PETROCHEMICALS LIMITED**  
**Registration number: IBBI/IPA-001/IP-P00267/2017-18/10511**  
**Mobile Number: +91 9824150365**

**BEFORE THE ADJUDICATING AUTHORITY  
NATIONAL COMPANY LAW TRIBUNAL  
AHMEDABAD BENCH  
Court - 2**

IA/197(AHM)2021  
in  
CP(IB) 770 (AHM) 2019

**Coram: MADAN BHALCHANDRA GOSAVI, MEMBER JUDICIAL  
HON'BLE Mr. CHOCKALINGAM THIRUNAVUKKARASU, MEMBER TECHNICAL**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING THROUGH VIDEO CONFERENCEING BEFORE  
AHMEDABAD BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 14.06.2021**

Name of the Company: Rajendra M Mehta  
V/s  
GSL Nova Petrochemicals Ltd

Section 9 of the Insolvency and Bankruptcy Code.


**S.NO. NAME (CAPITAL LETTERS) DESIGNATION REPRESENTATION SIGNATURE**


- 1.
- 2.

**ORDER**  
**(through video conferencing)**

Learned counsel, Mr. Nipun Singhvi appeared on behalf of the Applicant.

The matter stands adjourned for further consideration to 12.07.2021.

  
**(CHOCKALINGAM THIRUNAVUKKARASU)**  
**MEMBER (TECHNICAL)**  
Dated this the 14th day of June, 2021

  
**(MADAN B GOSAVI)**  
**MEMBER (JUDICIAL)**

**IN THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD**  
**COURT - 2**

ITEM No 129  
IA/197(AHM)2021  
in  
CP(IB)/770(AHM)2019

**Order under Section 9 IBC**

**IN THE MATTER OF:**

Rajendra M Mehta  
V/s  
GSL Nova Petrochemicals Ltd

.....Applicant

.....Respondent

**Order delivered on ..12/07/2021**

**Coram:**

Madan B. Gosavi, Hon'ble Member(J)  
Chockalingam Thirunavukkarasu, Hon'ble Member(T)

**PRESENT:**


For the Applicant :  
For the RP : Mr. Nipun Singhvi, learned counsel  
For the Respondent :

**ORDER**

IA No. 197 of 2021 is filed by RP for approval of the resolution plan. We request RP to appear physically before us so that we can proceed with the matter.

The matter stands adjourned to 27.07.2021.

  
(CHOCKALINGAM THIRUNAVUKKARASU)  
MEMBER (TECHNICAL)

  
(MADAN B GOSAVI)  
MEMBER (JUDICIAL)



**IN THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD**  
**COURT - 2**

ITEM No 103  
IA/197(AHM)2021  
in  
CP(IB) 770 of 2019

**Order under Section 30(6) IBC,2016**

**IN THE MATTER OF:**

Kailash T Shah RP  
for GSL Nova Petrochemicals Ltd  
V/s  
Sandeep Shivkumar Goyal & Ors

.....Applicant

.....Respondent

**Order delivered on ..17/08/2021**

**Coram:**

Madan B. Gosavi, Hon'ble Member(J)  
Chockalingam Thirunavukkarasu, Hon'ble Member(T)

**PRESENT:**

For the Applicant : Learned Counsel Mr. Sandeep Singhi a.w.  
Learned Counsel Mr. Nipun Singhvi  
For the Respondent :

**ORDER**

The RP to clarify :

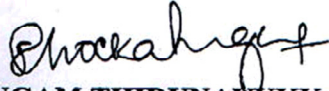
1. File a copy of information memorandum.
2. Claims of various Creditors and the amount offered to them as per Resolution Plan.
3. Form H is incomplete-Sr. No. 15A, 15B & 15C
4. Balance sheet (or) trial Balance of the corporate debtor on the date of admission to CIRP
5. Cash and bank balance available on the date of CIRP.
6. Carry forward losses of the corporate debtor as per Income Tax Assessment>Returns.
7. Defend Tax credit available as per the books of the corporate debtor.
8. How much trade receivables and non-current assets available with the corporate debtor and the amount realised (or) considered as liquidation value.

*Chockalingam*

*[Signature]*

9. Category of financial creditors (Secured, Unsecured, related etc.) to whom payment is provided in Resolution Plan.

List the matter on 06.09.2021.



**(CHOCKALINGAM THIRUNAVUKKARASU)**  
**MEMBER (TECHNICAL)**



**(MADAN B GOSAVI)**  
**MEMBER (JUDICIAL)**

vc