

## **Minutes of the First Meeting of the Committee of Creditors (COC)**

Company: Membrane Filters (India) Private Limited (Corporate Debtor/CD)

Date: 7<sup>th</sup> January 2025

Time: 3:00 PM – 3:30 PM

Location: Office No. 411, Kakade Bizz Icon, Ganesh Khind Road, Shivajinagar, Pune – 411 016

Mode: In-person and Virtual

### **Participants:**

<b>No.</b>	<b>Participant Name</b>	<b>Role</b>
1	Mr. Jitendra Palande, IRP & team	Chairman of the meeting
2	Mr. Abhijeet Buyre, CFO, Metamorphosis Engitech India Private Limited	COC member

IRP Jitendra Palande chaired the meeting. Since all the COC members were present, there was a full quorum, and the meeting was called to order. The suspended directors were invited; however, none attended the meeting.

The corporate insolvency resolution process (CIRP) was initiated on 7<sup>th</sup> May 2024. However, before the then-proposed first meeting of the COC, the suspended directors and Metamorphosis Engitech India Private Limited, the sole COC member, reached a settlement. An application for withdrawal of the CIRP was filed u/s 12A of IBC 2016. The suspended directors failed to honor their commitment, which resulted in the dismissal of the withdrawal application, and the CIRP continues.

### **A. Matters Discussed**

#### **1. Claims admitted and the COC formation**

- The IRP received only one claim of Rs. 18,85,47,512/- from Metamorphosis Engitech India Private Limited (Meta hereinafter). Accordingly, Meta is the sole member of the committee of creditors (COC).

#### **2. Actions Taken by IRP till date**

- Published the notice under Form A for invitation to claims.
- Received and admitted the claim and constituted the committee of creditors. Filed the COC constitution report with the Hon'ble Tribunal.
- Sent various emails/letters to the suspended directors requesting them to hand over the custody of the corporate debtor including various documents and information.

#### **3. Non-cooperation of suspended directors**

- The suspended directors; Mr. Subhashchandra Laxmandas Devi and Mrs. Pratibha Subhashchandra Devi were invited for discussion. Only Mr. Devi appeared. He handed over some items that belonged to the CD. However, almost all the documents that he handed over in soft format do not open and hence are of no use. The IRP has sent repeated reminders to him requesting him to hand over the CD and its documents. He is not cooperating. Post the CIRP initiation, the IRP has certain findings regarding the CD which are shocking. They are given below.

- The suspended directors have sold the assets of the CD to Baramati Agro Pvt Limited (buyer). The transaction is in the form of a sale of undertaking. The physical premises of the CD have been handed over to the buyer. The CIRP petition filed by Metamorphosis Engitech India Private Limited (Meta) u/s 7 of IBC 2016 was pending with the Hon'ble Tribunal when the above transaction was executed. The suspended directors did not report the same to the Hon'ble Tribunal in their reply.
- The suspended director Mr. Devi in the personal meetings, informed the IRP about the above transaction. The transaction became known to the IRP only after getting appointed. He informed the IRP that the Janata Sahakari Bank Ltd. Pune, the bankers to the CD auctioned the assets of the CD under the provisions of the SARFAESI Act and claimed that he had no control over the same. When questioned by the IRP as to why this was not reported to the Hon'ble Tribunal, Mr. Devi could not provide a satisfactory explanation. The IRP has repeatedly requested Mr. Devi to provide the details of the auction such as auction notice/(s) to substantiate the above. He has not furnished anything at all.
- The IRP is in possession of the sale deed between the CD and the buyer which suggest that Mr. Devi's claims of auction of CD's assets by the bank are misleading.
- The IRP met with Mr. Vivek Shirode, the recovery manager of the Janata Sahakari Bank Ltd. Pune, the bankers to the CD, to get clarification on the above transaction. The bankers informed that they approved the one-time settlement (OTS) proposal submitted to them by the CD. The bank released its charge on the assets of the CD after receiving payments as part of this proposal. The IRP has repeatedly requested Mr. Shirode to handover a copy of the OTS proposal and the bank statements of the CD. However, he has not furnished the same.
- The non-cooperation by the suspended directors and Mr. Vivek Shirode of the Janata Sahakari Bank Ltd. Pune and the sale deed documents have raised a lot of doubts about the authenticity of the said transaction.
- The details which are yet to be furnished by the suspended directors
  - Letterheads, stamps of the corporate debtor
  - Contact details of the Key Managerial Personnel of the Corporate Debtor,
  - Provisional/ Audited Financial Statements of the Company for F.Y. 2023-2024, (Soft and Hard copy)
  - Details of Website, if any social media pages, if any.
  - Minutes of board meetings, EGM and AGM conducted in last 3 years and all secretarial data
  - List of charges created on the company and its assets along with the details of the assets mortgaged or pledged, to banks/financial institutions.
  - Details of all the Bank accounts of the company and its balances as on 07.05.2024
  - Soft Copy of Financial Statements for F.Y. 2020-2021, 2021-2022, and 2022-2023, 2023-2024 providing complete details and groupings of the financials,
  - Complete Backup of Accounting Data,
  - User ID, passwords, and codes for computer systems, backup systems, GST, Income Tax, MCA, and any other authority,

- Licenses and permits necessary for functioning and operations and status of compliances,
- Environmental, health, safety, and fire safety documentation and status of compliances,
- Details and documents of secretarial records maintained by the company till 07.01.2024,
- Details of the sites, operations, operating size/capacity and status of operations and premises utilized by the company,
- List and details of inventories of the corporate debtor,
- List of all other creditors and statutory authorities with contact details and their outstanding balances as on 07.05.2024,
- List of assets, Fixed Assets register of the Company,
- Details of litigations pending by or against the Corporate Debtor,
- Bank statements in respect of all bank accounts from April 1, 2020 till date including all closed accounts,
- Details of holding, subsidiary and associate companies of the corporate debtor.
- Details of all related party transactions from April 1, 2020 till date,
- Details of all transactions from April 1, 2020 till date, with respect to all payments, receipts, bank statements, sales and purchases,
- Details of key suppliers, customers along with advance and deposits; if any.
- Statement of affairs of the company as on 07.05.2024
- Details of security agency including contact number, if any security is deployed at the company premises,
- Details of workers, employees, unions and those responsible for business activities and governance of the company,
- Details of insurance of the assets of the company,
- Contact details of the auditors of the company,
- Submit any other document and information concerned or related to the company
- The suspended directors have not handed over the custody of the CD and the IRP does not have control over the assets of the CD

#### **4. Confirmation of IRP as RP**

- The COC discussed and approved the confirmation of Mr. Jitendra Palande, the interim resolution professional (IRP) as the resolution professional (RP) to manage the CIRP. The resolution for the same was approved by the COC and is given below.

#### **5. Applications u/s 19(2) and 66**

- The RP informed the COC that he is working on two applications against the suspended directors viz. application against no-cooperation u/s 19(2) and application for action on the suspended directors for defrauding the corporate debtor and the creditors u/s 66 of IBC 2016.
- The COC advised the RP to include the Janata Sahakari Bank Ltd. Pune as respondents in sec. 66 application, in case they fail to provide the requested information of the CD

### **B. Matters Voted Upon**

The following resolutions were voted by the COC unanimously by show of hands in the meeting convened on 7<sup>th</sup> January 2025.

## 1. Confirmation of IRP to RP

**Subject: Confirmation of Interim Resolution Professional ("IRP") as Resolution Professional ("RP") in the Corporate Insolvency Resolution Process (CIRP) of Superfine Profile & Extrusion Pvt. Ltd.**

**RESOLVED THAT** pursuant to the provisions of Section 22(2) and other applicable provisions of the Insolvency and Bankruptcy Code, 2016, read with Regulation 17(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the members of the Committee of Creditors (CoC) hereby confirm the appointment of Mr. Jitendra Palande, having IBBI Registration Number IBBI/IPA-003/IP-N00028/2017-2018/10188, who was appointed as the Interim Resolution Professional ("IRP") by the Hon'ble National Company Law Tribunal (NCLT) in its order dated January 03, 2024, as the Resolution Professional ("RP") to conduct the Corporate Insolvency Resolution Process (CIRP) of Superfine Profile & Extrusion Pvt. Ltd., subject to the approval of the Hon'ble NCLT.

**FURTHER RESOLVED THAT** the CoC authorizes Mr. Jitendra Palande to undertake all necessary actions, filings, and compliances as may be required under the IBC, 2016, and other applicable laws, to ensure the effective management of the Corporate Debtor and smooth conduct of the CIRP.

**FURTHER RESOLVED THAT** Mr. Jitendra Palande will be eligible for a fee as per the quantum of claims admitted under Regulation 34B (1) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.

The above resolution was approved unanimously by show of hands by the sole member of the Committee of Creditors (COC) during the meeting held on 7<sup>th</sup> January 2025.

## 2. Filing of applications u/s 19(2) and 66

**RESOLVED THAT** the Resolution Professional (RP) is hereby authorized to file the necessary applications under the relevant provisions of the Insolvency and Bankruptcy Code, 2016. Specifically, the RP is authorized to file:

An application under Section 19(2) of the Code, seeks directions against the suspended directors for their non-cooperation with the RP in handing over the records and assets of the Corporate Debtor.

An application under Section 66 of the Code, for initiating appropriate action against the suspended directors for conducting fraudulent transactions and mismanagement that have caused detriment to the creditors and the Corporate Debtor.

The above resolution was approved unanimously by show of hands by the sole member of the Committee of Creditors (COC) during the meeting held on 7<sup>th</sup> January 2025.

The resolutions were approved and recorded in the minutes of the meeting.

Sd/-

**Jitendra Palande (पाळंदे)**

Resolution Professional | Membrane Filters (India) Private Limited

Reg. No.: IBBI/IPA-003/IP-N00028/2017-2018/10188

Reg. Email ID: [jitendra@7crlp.com](mailto:jitendra@7crlp.com)

Email for communication: [cirp.membrane@gmail.com](mailto:cirp.membrane@gmail.com)

Date: January 7, 2025

Place: Pune