

MINUTES OF THE PROCEEDINGS OF THE SIXTH MEETING OF COMMITTEE OF CREDITORS OF REDTOPAZ REAL ESTATE PRIVATE LIMITED CIN-U45201DL2006PTC147961 HELD THROUGH VIDEO-CONFERENCE THROUGH ZOOM MEET PLATFORM ON THURSDAY 18th JUNE, 2020 1500 HRS

PRESENT

The Following members were present in the meeting.

1. CS Vekas Kumar Garg, Resolution Professional (“RP”)
2. For and on behalf of Financial Creditor(s), The Member of the Committee of the Creditors:

Sr No.	Name of Financial Creditors, Financial Creditors of a Class and Operational Creditor	Represented By
Members entitled to discuss and vote on agenda items:		
1.	BDR Finvest Private Limited.	Mr. Rajesh Gupta Mr. Nitin Bajaj
2.	Renu Proptech Private Limited.	Mr. Rajesh Gupta Mr. Nitin Bajaj
3.	Vinita Mohan	Mr. Sunil Mohan Mr. Rakesh Arora as authorized representative
4.	Mr. Jitender Nayyar	Self-Present in Person
5.	HDFC Bank Limited	Ms. Sampurna Gupta
6.	Home Buyer being identified as Financial Creditors in a Class, hereinafter referred to as “FCC” being represented by their Authorised Representative	Mr. Jitender Arora

Also Present:

1. Mr. Birender Kumar from M/s E-Homes Infrastructures Private Ltd. in capacity of invitee by the Resolution Professional
2. Mr. Sandeep Gupta from M/s Aadi Propbuild Private Ltd. in capacity of the invitee by the Resolution Professional
3. Mr. M. K. Pandita, Commercial Unit Buyer attended the meeting in capacity of commercial unit buyer
4. Mr. Sanjay Bajaj, Commercial Unit Buyer attended the meeting in capacity of commercial unit buyer
5. Mr. Girish Sachdeva, Commercial Unit Buyer attended the meeting in capacity of commercial unit buyer
6. Mr. Sandeep Garg, Ex. Management
7. Mr. Rakesh Kumar, Advocate and Council to RP in ongoing CIR Process

The Attendees at Sr. No. 1 and 1 were invited by the Resolution Professional to discuss and take note of the Agenda Item No. 4 for discussions on the matter relating to relaxation sought by Prospective Resolution Applicant from BSBG (*Binding Submission Bond Guarantee*) / *Performance guarantee*) with respect of their Resolution Plan

The Attendee at Sr. No. 3-5 were invited by Resolution Professional on the basis of the request placed by Authorized Representative.

Total Number of Participants at the meeting were 15 including the Resolution Professional

IN THE MATTER OF CORPORATE INSOLVENCY RESOLUTION PROCESS

OF

REDTOPAZ REAL ESTATE PRIVATE LIMITED (“Corporate Debtor”)

(CP (IB) No. 667/ND/2019 admitted by the Hon’ble National Company Law Tribunal, New Delhi on 23/08/2019. Order Received on 28/08/2019)

These are the Minutes of Sixth Meeting of the Committee of Creditors of Corporate Debtor namely REDTOPAZ Real Estate Private Limited. The Committee of Creditors has been constituted in terms of the provisions of Section 21 of the Insolvency and Bankruptcy Code, 2016. The Sixth Meeting of the Committee of Creditors, hereinafter referred to as “CoC”, has been convened on 18th June, 2020 at 1500 hrs through online vide conference through Zoom Meet platform.

List of matters discussed and noted by the CoC

1. CHAIRPERSON

The Resolution Professional to take the Chair (*Item Placed at Sr. 1 of the Agenda of the Meeting*)

In accordance with the Regulation 24(1) Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the Members of the CoC present voted CS Vekas Kumar Garg- Resolution Professional to chair the proceedings of the Sixth Meeting of CoC. Accordingly, CS Vekas Kumar Garg took the chair and presided over the meeting. He welcomed all the Members of the CoC and the other invitees who have been attending this meeting as per his request.

The Resolution Professional has taken a roll call of all the members who had participated in the meeting. The Committee of Creditors took a note on the representation of all members participated in the meeting.

2. QUORUM

To ascertain the quorum of the Meeting in accordance with the provisions of Regulation 22 of Insolvency and Bankruptcy Board of India & Insolvency Resolution Process for Corporate Persons) Regulations, 2016: (*Item Placed at Sr. 2 of the Agenda of the Meeting*)

The Chairperson informed the Members of the Committee of Creditors present in the Meeting that pursuant to Regulation 22(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the quorum for the Meeting of Members of the Committee of Creditors of Corporate Debtor, should be at least 33% of the voting rights present either in person or by video conferencing or other audio-visual means. Since most of the Financial Creditors through their Authorized Representatives were present having 92.69% voting power, the Chairperson called the Meeting in order.

3. To confirm and ratify the Minutes of Fifth Meeting of the Committee of Creditors held on 21st May, 2020 (*Item Placed at Sr. 3 of the Agenda of the Meeting*)

The RP informed the Members of the Committee of Creditors that the Minutes of Fifth Meeting of the Committee of Creditors held on 21st May, 2020 were already been circulated to all the Members of the Committee of Creditors. He specifically asked the Members of the Committee of Creditors as to whether any of the Member had any observations on the Minutes of Fifth Meeting of Committee of Creditors.

Since there were no observations on the Minutes of Fifth Meeting of Committee of Creditors held on 21st May, 2020, the Committee confirmed and ratified the minutes of meeting held on 21st May, 2020 without any dissent.

4. **To Discuss & Review the Current Resolution Plans as received from Prospective Resolution Applicant in response to FORM -G issued by especially with regard evaluation of above plans in accordance with Compliance Norms such as non-availability of BSBG and Performance Guarantee in accordance with the terms of RFRP. (Item Placed at Sr. 4 of the Agenda of the Meeting)**

After discussions amongst the Members, the above item has been proposed for voting amongst the members. Therefore, discussions on the above subject matter have also been placed under **Part B NOTES / EXPLANATORY STATEMENTS OF THE MATTERS PUT TO VOTE AT THE TIME OF THE MEETING.**

5. **Consideration of issuance of Fresh FORM-G for invitation of Expression of Interest from other Prospective Resolution Applicant (PRA)**

The Resolution Professional had informed the CoC Members that in case, the CoC does not exercise its discretion by way of favourable consideration of the request from the prospective resolution applicant as per the above item placed at Sr. No. 4. The Committee of Creditors may take a view with regard to invitation of Fresh Form-G in the newspaper by way of suitable relaxation in the terms of EOI/Evaluation Matrix and Request for Resolution Plan so that more and more prospective resolution applicant may come forward and appropriate resolution with regard to Corporate Insolvency Resolution Process (CIRP) may be arrived at.

The Committee members had discussed the various aspects of invitation of fresh FORM-G. After some discussions on the matter, the Committee members agreed for the following criterion to be adopted with regard to eligibility norms for prospective resolution applicant to be invited through issuance of another FORM-G.

There were some different views amongst the Members with regard to minimum net worth criterion to be specified while inviting fresh FORM-G. The representative of Home Buyer when being invited to speak on the agenda item by RP had submitted that they (“group of commercial unit Buyer”) is also planning to come forward and participate in the resolution plan process of the Corporate Debtor. Hence, they had desired for maximum relaxations to be granted by committee of creditors w.r.t. terms and conditions of the eligibility for issuance of FORM -G. The Resolution Professional had reminded the members of the CoC that at the time of issuance of last Expression of Interest, the CoC has prescribed a minimum net worth requirement of Rs. 25 Cr. However, he advised that in order to invite and explore the maximum possible numbers of the resolution plan, the CoC should appropriately consider the request of the commercial unit buyers.

During further discussions on the above matter, a consensus evolved amongst the CoC Members to prescribe the minimum net worth requirement of Rs. 2.50 Cr. Further, in case of any legal entity (*in any legal form permitted to carry out the commercial activity*) proposing to submit the expression of interest, the net worth of its individual founding promoters can be clubbed together in order to decide the eligibility of the entity to submit the resolution plan. The Members were further agreeable to relax any experience requirement for submission of Resolution Plan.

Further, in order to have expression of interest from only serious parties, the members have thought it appropriate to prescribe a Earnest Money Amount (Refundable Security) to be submitted at the time of submission of expression of interest itself by the respective parties. The said amount of the EMD/Security Deposit shall be refunded in the event after perusal of the RFRP, the Prospective resolution applicant (PRA) seeks to withdraw from

himself from submitting a resolution plan. The intent of stipulation of the refundable security deposit provision is to check that only some serious contender participates in the resolution plan. However, it does not compulsorily bind the prospective resolution applicant to submit the resolution plan.

The Members asked the Resolution Professional to circulate a draft document incorporating the above discussions suitably along with the Minutes of the Meeting of the Committee of Creditors (CoC).

Therefore, in view of the general consensus on the above matter, the Members felt that there is no requirement for putting the above resolution for voting process. The members authorized the Resolution Professional to carry out the necessary things in compliance with the above decision taken place in the meeting of CoC.

No other change with regard to previously issued Evaluation Matrix, conditions of RFRP was discussed in the meeting. If required by CoC Members, it may be taken-up in the upcoming meeting of committee of creditors.

The same was also in accordance with the notice and agenda of the meeting which clearly stated that the decision with regard to the above item may be taken through discussions. However, in case it is desired by any members of the committee of creditors. This will be put up to vote.

6. Discussions on issues as received from Commercial Unit Buyers prior to start of the Meeting

The Resolution Professional had informed that after the circulation of the above agenda item, he has received requisitions from group of commercial unit buyer for consideration of some additional item in the CoC Meeting. The two items on which the commercial unit buyer wants deliberations are as under :

1. Further downward revision in the fees of Resolution Professional from Rs. 2,50,000 per month as agreed by the Resolution Professional in the last meeting of committee of creditors held on 21st May, 2020.
2. Consideration of the matter with regard to Non-deposit of the TDS by Corporate Debtor to Income Tax Department. Due to which the members are facing issues for non-credit of the amount of TDS in their income tax record

Firstly, the matter with regard to TDS was discussed amongst the CoC Members. Mr. Sanjay Bajaj, a commercial unit buyer and special invitees for the meeting spoke on the agenda item. He said that it is a common issue pertaining to all members of the CoC. He advised that Corporate Debtor may deposit the amount of the TDS from the funds lying in the Bank Account of the Corporate Debtor. The Resolution Professional had submitted that at present the Income Tax department stands as a creditor. They have also submitted their claim with regard to the TDS. In case, he makes a payment of TDS, it will amount to payment to a creditor which in his opinion is not allowed as per the provisions of Insolvency & Bankruptcy Code, 2016. He has however advised another alternative to suggest the CoC Members that in case any member have paid the amount of the TDS, he can reduce the claim amount of income tax department claim with the corresponding amount and he can make an addition of the same in the claim amount of the unit buyer.

Mr. Rajesh Gupta, representative of BDR & Renu Propstech speaking on the above item has submitted that the onus of the deposit of the TDS lies with the Corporate Debtor and due to the fact that Corporate Debtor has not deposited the amount of the TDS, the Income Tax Department can not deny the claim of TDS as made by the deductee. He opined that the Income Tax Department is bound to consider the TDS Claim of the assessee. Mr. Sanjay Bajaj further submitted that the whole mechanism with the Income Tax Department has been computerized in order to process the TDS & other tax matters. In case, there is a deposit of the TDS by the deductor, it leads to the credit in the account of the deductee. In

case there is no tds deposit, the computerized system does not allow the credit of the same amount to the account of the deductee.

After further discussions on the above agenda item, a need was felt amongst the CoC Members to seek an appropriate direction on the matter from NCLT by which NCLT may direct the Income Tax Department to consider the claim amount of the deductees. It was advised that RP should take appropriate legal opinion in the matter and update the CoC Members as to the possibilities of resolving the above issue.

The Resolution Professional had further discussed that although he has significantly downsized his professional fees in the last meeting of the CoC from Rs. 7.00 Lacs (Seven Lacs) including the fees payable to IP Entity per month to Rs. 2.50 Lacs per month with effect from 24th March, 2020. However, various members of the CoC comprising of commercial unit buyers wanted a further reduction in the amount and its effective implementation from 01st March, 2020 and not from 24th March, 2020 as proposed by RP.

The Resolution Professional had submitted that considering the sentiments of the members on the issue and considering the low quantum of the work in the revised scenario, he has further conveyed its readiness to further reduce his fees from Rs. 2.50 Lacs per month to Rs. 2 Lacs per month. Further, he is also ready for its effectivity from March 01, 2020 instead of March 24, 2020 as earlier proposed by the CoC Members.

The CoC members have taken a note of the submissions as placed by RP and expressed their satisfaction to the submissions as placed on the matter by RP.

7. To discuss the problems arising due to Non-Approval of Insolvency Resolution Process Cost (IRPC) – (Item Six of the Notice and Agenda issued to the Members of the CoC)

The RP has been submitting from time to time detailed expenditure statement as being incurred by RP in keeping the Corporate Entity as a going concern. The RP had presented the details of the amount incurred by him in maintaining the affairs of the company as a going concern in the earlier meeting of Committee of Creditors (CoC) held on 17th February, 2020 for the detailed expenditure of account for the period from 01st December, 2019 to 31st January, 2020 and then again in the subsequent meeting of the committee of creditors held on 21st May, 2020 the consolidated expenditure details for the period from 01st December, 2020 to 31st March, 2020 was proposed for consideration of the meeting. At both the occasion, the CoC did not approve the IRPC (Insolvency Resolution Process Cost). The Cost is incurred in order to keep the company as a going concern. No reason has been given by CoC for its non-approval of the expenses.

In such a case, it is becoming a major obstacle in discharging the roles and responsibilities of the Resolution Professional. Therefore, at present, I request the Committee of Creditors to think-over the issue and pass appropriate guidance in the matter.

The CoC members took note of the submissions of the Resolution Professional and difficulties being faced by RP in the matter. The Members opined that the above matter could not be resolved as the members wanted the issue of the payment of the fees to be sorted out first. Since there is an understanding on the above issue. They will suitably consider the above matter. It was pointed that out by Mr. Girish Sachdeava that their concern on the fees and expenses comes from the fact that some of the manpower as being billed to the Corporate Debtor account are also providing their services to the other group company and they want the expenditure to be curtailed on this head. The Resolution Professional had submitted that in his opinion there are bare minimum expenses being incurred on this head. He had submitted that in case of the Corporate Debtor, in terms of the executive staff, only the service of the 2 accountant has been engaged with a salary of Rs. 70,000 per month. The Corporate Debtor has not been charged with the salaries of other senior staff like Mr. Sanjay Mittal and Mr. Sohan Chamoli who are also contributing the activities of the Corporate Debtor. In addition, he has reduced the burden of all possible expenses to a major extent. The Commercial unit buyers also present in the meeting further being tried to ascertain from RP as to whether any rent of the Corporate

office is being paid from the account of the Corporate Debtor. The Resolution Professional had submitted that no payment of such expenditure is being made by the Corporate Debtor except payment of the maintenance expenses. Mr. Sanjay Bajaj speaking on the above item has submitted that in his view, there is no point of retaining the corporate office and incur the routine expenses as well since there is no use of the corporate office and the company may consider vacating the above office. The Resolution Professional had submitted that a lot of record of the Corporate Debtor is lying at the office of the Corporate Debtor and if not the current office, this will be required to be shifted to some other place. Mr. M.K. Pandita had submitted that the above office and record may be shifted at the Project site of the company itself. The Resolution Professional has appreciated the concern of the members and assured for possible compliance of the matter. He further requested an independent interaction with the commercial unit buyer in the matter of reduction of the expenses to the extent possible.

After discussions on the above agenda item, the members had advised the RP to place the above agenda item for voting by members.

8. To discuss the issue as raised by HDFC Bank

The representative of HDFC Bank Ltd. Mrs. Sampurna Gupta had requisitioned from RP as to whether the Ex. Management has handed-over the remaining vehicle to RP as per his assertion from time to time. The Resolution Professional had informed that no further vehicle has been handed-over to him by Ex. Management. Further, he has followed again with SHO, Police Station where the complaint was filed by him for non-handover of the vehicle by Ex. Management. The Police Station had again taken-up the matter before Ex. Management. It was verbally informed to him by the concerned Police Officers that in their follow-up with the Ex. Management, they (“Ex. Management”) had informed that they are ready to hand-over the vehicles but the RP is not taking their custody. Mrs. Sampurna Gupta had raised the issue that this statement by Ex. Director is absolutely against action taken by RP. She had also taken-up the issue before Mr. Sandeep Garg present in the meeting and desired him to submit his response in the matter. Mr. Sandeep Garg did not give any satisfactory reply to the above either to confirm or negate the submission of RP. He simply reiterated like all his previous stand on the matter to suggest that he will give a reply on the above.

The RP further informed that he will further suitable action for recovery of the vehicles from Ex. Management.

The representative of HDFC Bank has specifically desired the RP to mention the above submissions in the Minutes of the CoC. RP had agreed to do the same.

B. NOTES/EXPLANATORY STATEMENTS OF THE MATTERS PUT TO VOTE AT THE TIME OF THE MEETING.

Resolution No. 1

To Discuss & Review the Current Resolution Plans as received from Prospective Resolution Applicant in response to FORM -G issued by especially with regard evaluation of above plans in accordance with Compliance Norms such as non-availability of BSBG and Performance Guarantee in accordance with the terms of RFRP. (Item Placed at Sr. 4 of the Agenda of the Meeting)

The Resolution Professional had drawn the attention of the Members of the Committee of Creditors on the above agenda item as per the Item No. 4 of the Notice and Agenda Item sent to the members of Meeting of Committee of Creditors In the last meeting of Committee of Creditors, the two resolution plans as received from M/s E-Homes Infrastructures Private Limited & M/s AADI Propbuild Private Ltd. along with Engineering Projects India Ltd. had been opened. The same were circulated thereafter for comments to members of committee of creditors.

The Meeting took a note of the agenda item on the subject as was circulated by Resolution Professional. As per which the following developments took place post receipt of the resolution plan from the above Resolution Applicant(s).

After submission of the above resolution plans, the resolution professional had raised various preliminary queries on these Resolution Plan as received from both prospective resolution applicant(s). It was further brought that that both the prospective resolution applicants had not submitted their Earnest Money Deposit / BSBG (*Binding Submission Bond Guarantee*) while submitting the resolution plan. Both the Prospective Resolution Applicant(s) were called upon to pay the Earnest Money Deposit by RP through his email dated 23rd May, 2020 (*Copy Enclosed at Annexure -1 titled RP Query 23rd May, 2020*) with respect to BSBG. E-Homes Infrastructures Private Ltd. through their e-mail dated 24th May, 2020 (*Copy Enclosed at Annexure – 1a under Reply received from E-Homes regarding BSBG*) had sought waiver from furnishing of BSBG (*Binding Submission Bond Guarantee*). Similarly, AADI-EPIL (*Consortium*) had requested for exemption from the requirement of BSBG by submitting that since one of the joint venture party is a Govt. company. The Copy of the communication as received from AADI-EPIL is enclosed at Annexure – 1b under Reply received from AADI-EPIL to the BSBG requirements.

Subsequently, the Resolution Professional had raised further queries on the Resolution Plan as received from both the prospective resolution applicant. The Status of which is as under.

Resolution Plan as submitted by AADI Propbuild in consortium with Engineering Projects India Limited.

The Resolution Professional had sent an E-mail dated 28th May, 2020 through which RP had sought a clarification on various items as proposed by Prospective Resolution Applicant (PRA) in their plan. The List of the queries as sent by RP is enclosed at Annexure 2.1.1. under RP Query on the Resolution Plan forwarded to AADI-EPIL.

In response, the PRA had submitted their reply on dated 05th June, 2020. The Copy of which was forwarded to the members of the CoC and is also annexed herewith at 2.1.1.(a) under Reply as received from AADI-EPIL. In the meantime, RP had also forwarded the another query as received from FC in a Class to PRA. The Copy of which is enclosed at Annexure – 2.1.2 & Annexure – 2.1.3. respectively.

In response the Resolution Professional had sent out their reply on dated 09th June, 2020. The Copy of which is enclosed at Annexure – 2.1.3(a). Post that RP had a meeting with some FC in a Class through a Zoom Meeting platform on 10th June, 2020 in which the members present in the meeting had raised various concerns with regard to the profile and financial and other competence of the PRA. The members present in the meeting had also raised their concern with regard to the relaxation sought by the PRA from furnishing of the Performance Security. The Resolution Professional appraised the members that during his verbal discussions with PRA, they (“the consortium”) have proposed that if required they can furnish a bank guarantee of a maximum amount of Rs. 25 Lacs as against the stipulation of 5% amount of the Bank Guarantee on the overall resolution debt which comes to around in excess of Rs. 8 Cr. However, the members present in the meeting were of the opinion that a substantial amount of the bank guarantee should be insisted upon in the matter.

Resolution Plan as submitted by E-Homes Infrastructures Private Limited.

The Resolution Professional had sent an E-mail dated 28th May, 2020 through which RP had sought a clarification on various items as proposed by Prospective Resolution Applicant (PRA) in their plan. The List of the queries as sent by RP is enclosed at Annexure 2.2 RP Query to E-Homes 28-05-2020.

In response, the PRA had submitted their reply on dated 09th June, 2020 which is annexed herewith at 2.2.b *Reply dated 9th June from E-Homes on the Resolution Plan*. The Prospective Resolution Applicant had sent out a communication intimating the undersigned that due to COVID-19 situation and resultant impact on commercial real estate market, they would like to make material modifications in the plan submitted and sought for three weeks time to conduct a fresh market situation and then issue a revision to their plan. As per the inference drawn by RP in the situation, the current resolution plan as submitted by PRA stands as withdrawn.

Role of the CoC in the matter

As CoC is a supreme authority to take decision on the matter especially with regard to commercial matters. First of all, CoC needs to take a call on whether to proceed in accordance with the requests as placed by the above prospective resolution applicant.

The Attention of the Members is invited to Clause 1.2.2. of Request for Resolution Plan wherein it is mentioned that It is hereby clarified that non-submission of the BSBG by the Resolution Applicant(s), along with the submission of the Resolution Plan, shall lead to rendering of that particular Resolution Plan as non-responsive, and accordingly the COC shall have the right to reject such Resolution Plan.

The Further reference is invited to 1.3.5 dealing with provisions with regard to Performance Guarantee wherein it is mentioned that Non-submission of the Performance Guarantee by the Successful Resolution Applicant(s), as per the provisions of the Clause 1.9.1, will lead to rendering of Resolution Plan by such Resolution Applicant(s) as non-responsive, and the COC shall have the right to reject the Resolution Plan

Therefore, in light of the above the CoC is requested to form an opinion as to whether to go ahead and take the Resolution Plan as received from above consortium to further process in view of the relaxation as sought by prospective resolution applicants (PRAs) in the matter.

The Discussions proposed herein at CoC Meeting is limited only to consider whether to take forward the resolution plan as received from the above prospective resolution applicants to further process in the absence of BSBG and Performance Guarantee

Further Deliberations Held on the Matter During CoC Meeting

The CoC Members had discussed the above issue in the presence of the representative of both prospective resolution applicant. Mr. Sandeep Gupta from AADI Propbuild Private Ltd. reiterated his stand that he is agreeable to provide a performance guarantee of Rs. 25 Lacs. While Mr. Birender Kumar from E-Homes Infrastructure Private Ltd. had informed that their company needs further time in order to fully understand the market impact due to COVID-2019 situation.

There was some discussions amongst the CoC Members with regard to other commercial terms of the Plan. Mr. Rajesh Gupta, representative of BDR Finvest and Renu Propstech Private Ltd. had requisitioned from Resolution Professional to give his opinion as to whether the plan received from Resolution Applicant had been examined in light of the provisions of IBC Code, 2016. The Resolution Professional had responded that although the plan has been initially been examined by him. However, before he can make an opinion in this regard. It is important that the CoC take an opinion with regard to the relaxation sought by the Resolution Applicant from the requirement of the performance guarantee / BSBG as sought by Resolution Applicant.

The Resolution Professional also informed the CoC Members that Mr. Sandeep Gupta from AADI Propbuild on earlier time before submission of the Resolution Plan had earlier conveyed to him that they will not be able to provide the desired Performance Security as per the provisions of RFRP and sought its redressal. However, he informed him at that time also that any decision in this regard can be taken only by CoC.

In the further discussions of the agenda item, the RP tried to ascertain the views of the members present in the meeting. The Financial Creditor comprising of Mr. Rajesh Gupta from BDR & Renu Proptech, Mr. Jitender Nayyar, Mr. Sunil Mohan, Mrs. Sampurna Gupta from HDFC Bank had viewed that the proposed performance security of Rs. 25 Lacs is too less in the Project. Similarly, the other commercial unit buyers who were special invitees in the meeting comprising of Mr. M.K. Pandita, Mr. Sanjay Bajaj and Mr. Girish Sachdeva were also of the same opinion on the matter. The feeling of the members were that they can consider downsizing the requirement of performance security. However, the indicative level of performance security amount of Rs. 25 Lacs does not bring comfort to them.

Responding to this, Mr. Sandeep Gupta from AADI Propbuild had submitted that in case CoC Members feels that somebody can provide a performance security of 5% of the resolution debt, the CoC can take-up their plan.

At the end of the discussions, the Resolution Professional had extended its warm welcome to both prospective resolution applicant (PRA) especially Mr. Sandeep Gupta for coming out with resolution plan for consideration of the committee of creditors of corporate debtor.

Although there was clear voice of the members of not going ahead with the resolution plan in the current shape without receipt of BSBG / readiness to provide the Performance Security. However, in order to take the wider opinion of all CoC Members including commercial unit buyers, the members had decided to move this item for voting by the members.

The Following resolution accordingly is being put to voting by the members of CoC.

“RESOLED THAT in light of the discussions held on the above agenda item on the Resolution Plan as submitted by M/s AADI Propbuild Private Ltd, the consent be and is hereby granted to relax the requirement of the Performance Security from 5% resolution debt to Rs. 25 Lacs as sought by the Prospective Resolution Applicant”

RESOLVED FURTEH THAT the acceptance of the above Performance Security in any case does not mean approval of the Resolution Plan. The Resolution Plan will be analyzed further for its due compliance as per IBC Code, 2016 and the CoC has the right to accept and reject the resolution plan at its sole discretion.

The result of the E-Voting process is as under

S.NO.	Details of the Voter	Voting Preference		
		Yes	No	Abstain
1.	Financial Creditors	0	31.45	8.46
2.	Financial Creditors in a Class			
	Voting pattern Yes : 0.80 %		As per amended Section 25A (3A) of the IBC Act, 2016, the voting done by AR in accordance with decision taken by FC in a Class by more than 50% of the persons	

No : 26.81%		who have cast their vote, would be deemed decision taken on behalf of the entire FC in a Class. Since the voting for this Agenda item has been done by 27.61.% vote share and more than 50% of the persons i.e. 26.81 % vote share of the persons casted their vote against the Resolution accordingly, entire 60.08% voting has been taken as casted against the Resolution.
Abstain : 32.47%		
TOTAL		91.54% 8.46% 100%

Result:

The Item was not approved.

Resolution No. 2

To approve the Corporate Insolvency Resolution Process (CIRP) Cost.

In light of the discussions held amongst the CoC Members on the problems arising due to Non-Approval of Insolvency Resolution Process Cost (IRPC) – (Item Six of the Notice and Agenda issued to the Members of the CoC). The Expenses incurred by Resolution Professional for the period from 01st December, 2019 to 31st March, 2020 are being put here for consideration and approval of the members.

The Details of the Insolvency Resolution Process Cost (IRPC) proposed to form a part of the Corporate Insolvency Resolution Process cost is given hereunder :

Details of Insolvency Resolution Process Cost Other than Corporate Resolution Process Cost From 23rd August, 2019 to 30th November, 2019 (Already Approved by Committee of Creditors)

Sr. No.	Month	Insolvency Resolution Process Cost	Insolvency Resolution Process Receipts	Total Amount
1.	August-September	12,33,794.00	-	12,33,794.00
2.	October	4,97,651.00	-	4,97,651.00
3.	November	4,77,432.00	-	4,77,432.00
	Total Amount	22,08,877.00		22,08,877

Details of Insolvency Resolution Process Cost From 01st December, 2019 to 31st March (On Which Approval of CoC is sought)

Sr. No.	Month	Insolvency Resolution Process Cost	Insolvency Resolution Process Receipts	Total Amount
1.	December Normal Cost CIRP Expenses (Other than already approved) comprising of E-Voting Rs. 10,000, Website Up-dation Rs. 2000/-, CoC Expenses – Rs. 12,000/- Others – Rs. 5,000/-, Advertisement – Rs. 10080-	7,11,985.00 39,080.00	10,05,537.00	(2,54,474.00)

2.	January Normal Cost Capex Expenses CIRP Expenses (Other than already approved) comprising of CoC Meeting Expenses E-Voting 10000/-, Website – Rs. 2000/-, Misc. Expenses – Rs. 5000/-	4,05,048.00 17,000.00	26,973.00	3,95,075.00
3.	February Normal Cost Capex Expenses CIRP Expenses (Other than already approved) comprising of CoC Meeting Expenses Rs. 5000/-, Misc. Expenses – Rs. 5000/, Website Expenses – Rs. 2000/-	3,86,044.00 12,000.00	25,214.00	3,72,830.00
4.	March Normal Cost Capex Expenses CIRP Expenses (Other than already approved)	10,70,083.00	2,91,06,222.00	(2,80,36,139.00)
	Total Amount	26,41,240.00	3,01,63,946.00	(2,75,22,706.00)

PROPOSED RESOLUTION FOR VOTING BY THE MEMBERS

“RESOLVED THAT a net amount of Insolvency Resolution Process Cost aggregating to Rs. **26,41,240** other than CIRP Expenses already approved by the Committee of Creditors for the period from 01st December, 2019 to 31st March, 2020 be and is approved by member of the committee of creditors”

“RESOLVED THAT the Members took a note of the Insolvency Resolution Process Receipt aggregating to Rs. 3,01,63,946 (*Rs. Three Crore One Lacs Sixty Three Thousand Nine Hundred & Forty Six*) only.

The result of the E-Voting process is as under

S.NO.	Details of the Voter	Voting Preference		
		Yes	No	Abstain
1.	Financial Creditors	1.26%	30.19%	8.46%
2.	Financial Creditors in a Class			
	Voting pattern Yes : 13.52 % No : 14.09 % Abstain : 32.47 %		As per amended Section 25A (3A) of the IBC Act, 2016, the voting done by AR in accordance with decision taken by FC in a Class by more than 50% of the persons who have cast their vote, would be deemed decision taken on behalf of the entire FC in a Class. Since the voting for this Agenda item has been done by 27.61% vote share and more than 50% of the persons i.e. 14.09% vote share of the persons casted their vote against the	

			Resolution accordingly, entire 60.08% voting has been taken as casted against the Resolution.
	TOTAL		100%

Result:

The Resolution was not approved.

C. Any other matter not included in the Agenda circulated to the Members of the Committee of Creditors

There was no matter required to discussed under Any other matter not included in the Agenda circulated to the Members of Creditors. Therefore, the meeting was ended with a vote of thanks to the Chair.

For & On Behalf of Committee of Creditors of Redtopaz Real Estate Private Limited.

CS Vekas Kumar Garg

Chairman of Sixth Meeting of Committee of Creditors
of Redtopaz Real Estate Private Limited

Email: vikasgarg_k@rediffmail.com

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Date: 25th June, 2020

Place: New Delhi