

NOTICE OF THE THIRTEENTH MEETING OF COMMITTEE OF CREDITORS  
OF  
EMERALD LANDS (INDIA) PRIVATE LIMITED  
(UNDER CORPORATE INSOLVENCY RESOLUTION PROCESS)

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NOTICE FOR THE 13<sup>TH</sup> MEETING OF THE COMMITTEE OF CREDITORS OF EMERALD LANDS (INDIA) PRIVATE LIMITED UNDER REGULATION 19 OF THE INSOLVENCY AND BANKRUPTCY BOARD OF INDIA (INSOLVENCY RESOLUTION PROCESS FOR CORPORATE PERSONS) REGULATIONS, 2016

Notice is hereby given to all members of the Committee of Creditors (**CoC**) (including the authorized representative of the homebuyers) of Emerald Lands (India) Private Limited (**Emerald/ Corporate Debtor/Company**) for the 13<sup>th</sup> meeting of the members of the CoC.

Name of the Corporate Debtor	Emerald Lands (India) Private Limited
Date of the CoC meeting	8 <sup>th</sup> January 2021
Time of the CoC meeting	10.00 A.M
Venue of the CoC meeting	Through Audio/Video Conferencing

In light of challenges posed by COVID-19, the meeting is proposed to be conducted through Audio/Video Conferencing via Google Meet. Please note that the participants attending the meeting through such Audio/Video Conferencing would be considered as part of quorum for the meeting. As per CoC constitution, there are two categories of members, being IL&FS Financial Services Ltd. (**IFIN**) and class of homebuyers. The homebuyers shall be represented through their Authorized Representative (**AR**).

You are requested to kindly make it convenient to attend the Meeting.

Navneet Kumar Gupta

Resolution Professional

Emerald Land (India) Private Limited (under Corporate Insolvency Resolution Process)

IBBI Registration no.: IBBI/IPA-001/IP-P00001/2016-2017/10009

E-mail id: [IP.EMERALDLAND@gmail.com](mailto:IP.EMERALDLAND@gmail.com)

[navneetkgupta@gmail.com](mailto:navneetkgupta@gmail.com)

Date: 05<sup>th</sup> January 2021

Place: New Delhi

Enclosed:

1. Agenda of the Meeting.
2. Notes to Agenda.

**List of persons to whom notice is sent in terms of Section 24(3) of the Insolvency and Bankruptcy Code, 2016**

## I. Financial creditors

S. No.	Financial Creditor	Email Id
1.	IL&FS Financial Services Limited	<a href="mailto:ifinsecretarial@ilfsindia.com">ifinsecretarial@ilfsindia.com</a> Rakesh.Chatterjee@ilfsindia.com <a href="mailto:baiju.mathew@ilfsindia.com">baiju.mathew@ilfsindia.com</a> <a href="mailto:rohan.bawa@ilfsindia.com">rohan.bawa@ilfsindia.com</a> <a href="mailto:santanu.sen@ilfsindia.com">santanu.sen@ilfsindia.com</a> <a href="mailto:evneet.uppal@ilfsindia.com">evneet.uppal@ilfsindia.com</a> <a href="mailto:meghana.Singh@ilfsindia.com">meghana.Singh@ilfsindia.com</a>

## II. Members of Suspended board of directors

S. No.	Name of the directors	Email Id
1.	Vijay Krishna Chowdhary	<a href="mailto:vchowdhry@gmail.com">vchowdhry@gmail.com</a>
2.	Ilina Dubey	<a href="mailto:ilina@brack-capital.com">ilina@brack-capital.com</a>
3.	Lior Shmul	<a href="mailto:lior@brack-capital.com">lior@brack-capital.com</a>

## III. Authorised Representative of creditors in a class appointed

S. No.	Name of Authorised Representative	Email Id
1.	Gulshan Gaba	<a href="mailto:gulshan@vpgs.in">gulshan@vpgs.in</a>

## IV. Operational Creditors if aggregate dues are at least 10% of the debt:

None – since no operational creditor has dues of 10% or more of the total debt of the Corporate Debtor.

## V. Invitee

Members of Chandhiok & Mahajan, Advocates & Solicitors, Legal Counsels for the Resolution Professional.

Following shall be the Agendas for the 13<sup>th</sup> meeting of the CoC:

Item No.	Particulars	Voting % to pass
<b>A. List of matters to be discussed/noted</b>		
A1	The Resolution Professional to take Chair	
A2	To ascertain the quorum of the Meeting in accordance with the provisions of Regulation 22 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016	
A3	To take note of the minutes of the 12 <sup>th</sup> meeting of the CoC held on 16 <sup>th</sup> December 2020.	
A4	To apprise the members about the Expression of Interest received in response to the new Form G published on 21 <sup>st</sup> December 2020 and discuss way forward in the resolution process of the Corporate Debtor ( <b>Annexure A</b> )	
<b>B. List of issues to be Voted upon after discussion</b>		
B1	To approve extension of CIRP period beyond 270 days under Section 12 of the Code ( <b>Annexure B &amp; C</b> )	66%
B2	To approve issuance/ re-issuance of Request for Resolution Plan, including evaluation metric contained therein, to the PRAs with revised timelines	51%
<b>C. Any other matter with the permission of the Chairperson</b>		

**A. LIST OF MATTERS TO BE DISCUSSED AT THE MEETING:**

**Item No. A1**

**The Resolution Professional to take Chair**

As per Regulation 24(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations 2016 (**CIRP Regulations**), the resolution professional shall act as the Chairperson of the meeting of the CoC. Therefore, Mr. Navneet Kumar Gupta, Resolution Professional of the Corporate Debtor (**Resolution Professional/RP**), is to take the Chair.

**Item No. A2**

**To ascertain the quorum of the Meeting in accordance with the provisions of Regulation 22 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016**

As per Regulation 22(1) of the CIRP Regulations, the quorum at the meeting of the CoC shall be presence (by audio/visual means) of members of the CoC representing at least 33% (thirty-three percent) of the voting rights.

**Item No. A3**

**To take note of the minutes of the 12<sup>th</sup> meeting of the COC held on 16<sup>th</sup> December 2020**

The minutes of the 12<sup>th</sup> CoC meeting were circulated on 16<sup>th</sup> December 2020 to all the members of the CoC. The members of the CoC are requested to take note of the minutes as circulated.

**Item No. 4**

**To apprise the members of the CoC about the Expression of Interest received in response to the new Form G published on 21<sup>st</sup> December 2020 and discuss way forward in the resolution process of the Corporate Debtor**

In the last meeting, it was decided by the members of the CoC to restart the process of inviting Expression of Interests (**EOIs**) and Resolution Plans for the Corporate Debtor by issuing a fresh Form G. Pursuant to the directions of the members of the CoC, the Resolution Professional floated third version of invitation for EOI (Form G) on 21<sup>st</sup> December 2020 in Business Standard All India edition, The Tribune English and Punjabi Tribune with the last date for submission of EOI as 5<sup>th</sup> January 2021. The new Form G was uploaded on the website of the Corporate Debtor. The Resolution Professional also requested via email to the 8 prospective resolution applicants

(PRAs) who were included in the final list, to participate in the resolution process of the Corporate Debtor.

The CoC members shall be apprised about the PRAs who have submitted their EOI and are requested to take note of the same.

Further, upon the directions of the CoC, the Resolution Professional had filed an application bearing I.A No. 5319 of 2020 seeking extension/exclusion of 96 days from the corporate insolvency resolution process period (“CIRP period”) under Section 12 of the Code. The application was listed on 21<sup>st</sup> December 2020 on which date the Hon’ble National Company Law Tribunal, New Delhi- III allowed exclusion of the period from 1<sup>st</sup> June 2020 upto 31<sup>st</sup> July 2020 i.e. 60 days from the CIRP period. After considering the exclusion granted, the 270<sup>th</sup> day of corporate insolvency resolution process of the Corporate Debtor is 02<sup>nd</sup> February 2021.

In view of timelines as per new Form G, the Resolution Professional shall be seeking approval of the CoC members for extension of CIRP period beyond 270 days.

The members of the CoC are requested to discuss further timelines with respect to submission of resolution plan and other relevant dates including submission of application for approval of resolution plan or liquidation as the case may be.

Further, pursuant to re-issuance of the Form G and Regulation 36B (7) of the CIRP Regulations, the RP shall be issuing/re-issuing the request for resolution plans (“RFRP”) to all the PRAs, including PRAs in the final list of the earlier round of Form G. In the last meeting of the CoC, it was discussed and decided that there will be no change in RFRP except change in the last date for submission of Resolution Plan and other relevant dates as mentioned in new Form G. The RFRP with the new timelines will be presented during the meeting to the members of the CoC. Addendum to RFRP, original RFRP and Evaluation Metric is attached herein as **Annexure A**.

In this regard, the RP will be seeking approval of the members of the CoC to allow the Resolution Professional to issue/re-issue the RFRP including evaluation metric (with revised timelines) to all the PRAs including PRAs in the final list of the earlier round of Form G.

**B. LIST OF MATTERS PUT TO VOTE/RATIFICATION AT THE MEETING:**

**Item No. B1**

**To approve further extension of CIRP period beyond 270 days under Section 12 of the Code**

As per proviso to Section 12 (3) of the Code, the corporate insolvency resolution process shall be completed within a period of 330 days from the insolvency commencement date including any extension of the period of corporate insolvency resolution process granted under Section 12 of the Code and the time taken in the legal proceedings in relation to such resolution process of the corporate debtor.

Pursuant to the order of the Hon'ble NCLT dated 2<sup>nd</sup> September 2020 & 21<sup>st</sup> December 2020, the last date for completion of CIRP of Emerald Lands (India) Pvt. Ltd is 2<sup>nd</sup> February 2021. Therefore, limited time is available to meet the timelines of new Form G. Hon'ble NCLT order dated 2<sup>nd</sup> September 2020 (exclusion & extension granted) & 21<sup>st</sup> December 2020 (exclusion granted) is attached herein as **Annexure B & Annexure C** respectively.

The Resolution Professional shall be seeking approval of the CoC members for extension of CIRP period beyond 270 days.

**Proposed Resolution:**

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

**(Minimum Voting share to pass resolution is 66%)**

*“RESOLVED THAT the approval of members of the Committee of Creditors be and is hereby given to extend the period of CIRP process by \_\_\_\_\_ days beyond 2<sup>nd</sup> February 2021 under Section 12 of the Insolvency and Bankruptcy Code, 2016”*

*“RESOLVED FURTHER THAT the Committee of Creditors hereby authorise the Resolution Professional to make an application under Section 12 of the Insolvency and Bankruptcy Code, 2016 seeking extension of \_\_\_\_\_ days beyond 2<sup>nd</sup> February 2021”*

*“RESOLVED FURTHER THAT, Mr. Navneet Kumar Gupta, Resolution Professional of the Company appointed by the Committee of Creditors be and is hereby authorized to do all such acts, deeds and things as may be considered necessary to give effect to the above resolution”*

**Item No. B2**

**To approve issuance/ re-issuance of Request for Resolution Plan, including evaluation metric contained therein, to the PRAs with revised timelines**

As discussed in Item no. 4 above.

**Proposed Resolution:-**

**To consider and if, thought fit, to pass with or without modification the following resolution  
(Minimum Voting share to pass resolution is 51%):**

*“RESOLVED THAT the members of the Committee of Creditors hereby approves issuance/re-issuance of the Request for Resolution Plans, including evaluation metric, (with revised timelines as presented during the meeting) as last approved by CoC dated 20<sup>th</sup> June 2020 to all the PRAs including PRAs in the final list of the earlier round of Form G.”*

**C. ANY OTHER MATTER TO BE DISCUSSED**

The members of CoC would be entitled to raise any other matter to be discussed and may propose any resolution to be discussed and passed at the meeting with the permission of the chair.



**The relevant back up files for the agenda, if any, shall be shared in a mail subsequently.**

Kindly make it convenient for yourself or your authorized representative to attend the meeting through audio/video mode. In case the meeting will be attended by your authorized representative, kindly let us know in advance, in writing, the identity of the authorized representative.

In light of IBBI circular number IBBI/CIRP/016/2018 dated 10 August 2018, we request that appropriate senior level personnel attend the CoC on behalf of the member such that the person attending be **authorized to take decisions** for the agenda as stated above on behalf of the CoC member.

As per Regulation 25(3) of CIRP Regulations, "*The resolution professional shall take a vote of the members of the committee present in the meeting, on any item listed for voting after discussion on the same.*" Accordingly, CoC members are kindly requested to have mandates from their respective internal authorities, as appropriate, prior to the meeting.

For any queries you may send email on [ip.emeraldland@gmail.com](mailto:ip.emeraldland@gmail.com) copy to [navneetk Gupta@gmail.com](mailto:navneetk Gupta@gmail.com)

Regards

**Navneet Kumar Gupta**

Resolution Professional

Emerald Lands (India) Private Limited, which is undergoing Corporate Insolvency Resolution Process as per the provisions of the Insolvency and Bankruptcy Code, 2015 *vide* order of the Hon'ble National Company Law Tribunal, New Delhi dated 02 January 2020

Email ID for Correspondence: [ip.emeraldland@gmail.com](mailto:ip.emeraldland@gmail.com).

Navneet Kumar Gupta has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency & Bankruptcy Board of India, his registration number is IP Registration No. IBBI/IPA-001/IP-P00001/2016-2017/10009. The affairs, business and property of Emerald Lands (India) Private Limited are being managed by Navneet Kumar Gupta, appointed as Interim Resolution Professional by the Hon'ble National Company Law Tribunal, New Delhi *vide* its order dated 02 January 2020 and subsequently confirmed as the Resolution Professional by Hon'ble National Company Law Tribunal, New Delhi *vide* its order dated 26 February 2020.

IP Registration details are as under:

IP Registration No. IBBI/IPA-001/IP-P00001/2016-2017/10009

361, Sunview Pocket 4, Sector -11, Dwarka, New Delhi, ,110075

Email i.d.: [navneetk Gupta@gmail.com](mailto:navneetk Gupta@gmail.com)

P. S.: Notes appended hereto is an integral part of the Notice.

**Notes:**

1. As per Regulation 13(2) of the CIRP Regulations, the list of creditors is available for inspection.
2. All participants attending the aforementioned Meeting through audio/video conferencing would be considered as part of quorum for the aforementioned Meeting.
3. As per Regulation 21(2) of the CIRP Regulations, a Participant may attend the Meeting either in person or through an Authorized Representative. A Participant attending through an authorized Representative, shall inform the signatory of the Notice, at least 48 hours in advance, the identity of the Authorized Representative who will attend and vote at the Meeting on its behalf. The Authorized Representative is requested to provide Identity Card for his/her identification.
4. A Participant being a Financial Creditor shall only be entitled to vote at the Meeting or by electronic means. The Directors of the Corporate Debtor and one representative of the eligible Operational Creditor(s), if any, attending the Meeting shall not have any right to vote at the Meeting and shall not form a part of the quorum. A financial creditor being a related party of the Corporate Debtor shall not have any right of representation, participation or voting in the Meeting.
5. The Resolution Professional shall take a vote of the members of the committee present in the meeting on any item listed for voting after discussion on the same.
6. At the conclusion of voting at the Meeting, the decision taken on each of the items along with the names of the Members of the Committee of Financial Creditors (CoC) who voted for or against the decision, or abstained from voting will be announced.
7. In view of the IBBI circular dated 10th August 2018, No. IBBI/CIRP/016/2018, the financial creditors must be represented in the CoC by such persons who are competent and are authorized to take decisions on the spot and without deferring decisions for the want of any internal approval from the financial creditors.
8. In terms of Regulation 25 (5) of the CIRP Regulations, the Resolution Professional shall seek a vote of the members who did not vote at the meeting on the matter listed for voting by electronic voting system in accordance with Regulation 26 of the CIRP Regulations. The voting will be done through electronic means provided in the manner laid down below.

**The instructions for e-voting are as under:**

- (i) The voting period shall begin with circulation of minutes of meeting within 48 hours from conclusion of meeting. The voting lines shall remain open for at least 24 hours from the time of start of voting. During this period, the participating members of the CoC are being provided the platform to cast their vote electronically. The e-voting module shall be disabled by the service provider for voting thereafter. The Members of CoC are requested to share the email IDs, 48 hours before, of those authorized representatives of creditors who shall vote post meeting.
- (ii) The participating members of the CoC should log on to the e-voting website <https://right2vote.in/login/> during the voting period.
- (iii) Enter your Email ID. Your Email ID is your user ID. Kindly ensure you use the same Email ID as notified to the IRP for e-voting.
- (iv) You will also receive an INVITE mail from Right2Vote on this email ID and the mail will have the link, user ID and other details mentioned. Do not try to log in with mobile number if you have received the invite on the email
- (v) Press GET OTP. OTP (One Time Password) would be delivered on your Email. The OTP is the password. Once you enter the OTP and press Sign In, you would be logged in.
- (vi) Once logged in, you would be directed to MY POLL INVITE page. Here you would see the poll from the Company/IRP listed. Click on the poll and you would be taken to voting page.
- (vii) On the voting page, you will see all the items to be voted upon. Against each item, following options would be available:
  - a. ACCEPT / APPROVE / YES
  - b. REJECT / NO
  - c. ABSTAIN

Select the option ACCEPT or REJECT, as desired. The option ACCEPT implies that you assent to the respective item and option REJECT implies that you dissent to the respective item. The participating member can also select ABSTAIN. In that case, participating member, shall be deemed to have abstained from voting for that respective item.

- (viii) After selecting the option, click on “DONE”. You would receive a “THANK YOU” message on the screen. This is a confirmation that your vote has been recorded.
- (ix) You can anytime check what you voted or how your vote has been recorded by clicking on > on MY POLL INVITE page and selecting VOTE RECORD. You can also take a print out from here.

- (x) Apart from the website, votes can also cast using Right2Vote's mobile app: 'Right2Vote', available for android and iOS based mobiles. (App link: <https://right2vote.in/getapp/> )
  
- (xi) In case you have any queries or issues regarding e-voting, write an email to [contact@Right2vote.in](mailto:contact@Right2vote.in).