



**THE NATIONAL COMPANY LAW TRIBUNAL  
CHANDIGARH BENCH, CHANDIGARH  
(Exercising powers of Adjudicating Authority under  
the Insolvency and Bankruptcy Code, 2016)**

**IA No.823/2020  
In**

**CP (IB) No.515/Chd/Chd/2019  
(admitted)**

**Under Section 30(6) of the  
Insolvency & Bankruptcy  
Code, 2016**

**In the matter of:**

Parivartan Investment and Finance Company  
.....Petitioner-Financial Creditor

Versus

Haryana Telecom limited  
....Respondent-Corporate Debtor

And in the matter of:

**IA No.823/2020**

**Mr. Sanyam Goel  
Resolution Professional**  
For Haryana Telecom Limited  
having its registered office at  
Unit No. 110, First Floor,  
JMD Pacific Square, Sector-15, Part-II,  
Gurugram-122001, Haryana

...Applicant

**Order delivered on: 12.04.2023**

**Coram: HON'BLE MR. HARNAM SINGH THAKUR, MEMBER (JUDICIAL)  
HON'BLE MR. SUBRATA KUMAR DASH, MEMBER (TECHNICAL)**



**Present:**

For the Applicant : Mr. Abhishek Anand, Advocate  
Mr. Viren Sharma, Advocate

For Resolution Professional : Mr. Sanyam Goel In person

**Per: Subrata Kumar Dash, Member (Technical)**

**ORDER**

**IA No. 823/2020**

The present application has been filed by Mr. Sanyam Goel, Resolution Professional of Haryana Telecom Limited under Section 30(6) read with Section 31 (1) of the Insolvency and Bankruptcy Code, 2016 (**'the Code'**) for approval of the resolution plan in respect of the Haryana Telecom Limited (**"the corporate debtor"**). The applicant-Resolution Professional filed the present application on 18.11.2020 for approval of the resolution plan, which was approved with a 100% voting share of the Committee of Creditors (**COC**), in its 9th meeting which was held on 31.10.2020. The present application was reserved for orders on 29.03.2023.

2. The Company Petition CP(IB) No.515/Chd/Chd/2019 was filed by the Financial creditor-Parivartan Investment and Finance Company against the corporate debtor, which was admitted into the Corporate Insolvency Resolution Process (**'CIRP'**) vide order dated 07.02.2020.

3. Mr Sanyam Goel was appointed as Interim Resolution Professional (**'IRP'**), and the Committee of Creditors (CoC) in its meeting held on 09.03.2020, confirmed



the appointment of Mr Sanyam Goel as the Resolution Professional with 100% voting.

4. It is submitted by the applicant that the public announcement as per Regulation 6 of the CIRP Regulations in Form A as prescribed under the schedule was made on 09.02.2020 in three newspapers, i.e. 'Financial Express (English) and 'Jansatta' (Hindi) [Chandigarh Edition] and "Hari Bhoomi" (Hindi), Rohtak Edition, inviting claims from the creditors of the corporate debtor as envisaged under the Code. The last date for receipt of claims was 21.02.2020.

5. It is further submitted by the applicant that the Corporate Debtor is not a going concern since the very long period prior to the commencement of the Corporate Insolvency Resolution Process, hence the Resolution Plan does not contain the clause for continuing the business as a going concern.

6. The Interim Resolution Professional constituted the Committee of Creditors in accordance with section 21(2) of the Code on 09.03.2020 which is as follow :-

<b>Name of the financial creditor</b>	<b>Amount claimed</b>	<b>Amount admitted</b>	<b>Percentage of voting share(%)</b>
Parivartan Investment and Finance Company	Rs. 8,20,76,575/-	Rs. 8,20,76,575/-	100%

7. The Applicant Submits that a total of eleven CoC meetings have been held during the CIRP period, details as follows:



<b>Particular</b>	<b>Date of COC Meeting</b>	<b>Main Point of Discussion</b>	<b>Important discussion taken</b>
1st COC Meeting	09.03.2020	<ol style="list-style-type: none"><li>1. To Ratify and Approve the expenses incurred by the IRP.</li><li>2. To Approve the Remuneration of IRP</li><li>3. Confirmation of appointment and Remunderation of RP</li><li>4. Appointment of Registered Valuers</li><li>5. Appointment of Transaction -cum-Forensic Auditor.</li><li>6. Appointment of Legal Counsel i.e. Advocate Abhishek Anand;</li><li>7. Appointment of Security Agency</li><li>8. Allow debit transaction from the corporate debtor's bank accounts.</li></ol>	Same as discussion
2nd COC Meeting	10.04.2020	<ol style="list-style-type: none"><li>1. Approval of eligibility criteria for publication of Expression of Interest (EOI)</li><li>2. Approval for the publication of Form G</li><li>3. Approval of documents in respect of Expression of Interest (EOI process document/ detailed EOI)</li><li>4. Approval of the request for resolution plan (RP)</li></ol>	Same as discussion
3rd COC Meeting	22.06.2020	<ol style="list-style-type: none"><li>1. Approval for the publication of Form-G</li><li>2. Approval of request for resolution plan (RFRP).</li></ol>	same as discussion
4th COC Meeting	19.07.2020	<ol style="list-style-type: none"><li>1. Certain exemption from the requirement of EOI process document</li><li>2. Ratification of appointment and professional fee of MR. Munish Kumar Sharma (Advocate &amp; Insolvency Professional) to</li></ol>	same as discussion



		3. carry out due diligence of Section 29A and EO'S Appointment of Mr. Abhishek Anand, advocate to assist the RP	
5th COC Meeting	26.08.2020	1. Take note of status of claims 2. Take note of list of expenses incurred by RP 3. Take note of application being filed under Section 17(2)(e) of the Code against ROC	Same as discussion
6th COC Meeting	07.09.2020	1. Ratification of appointment and the professional fee of Mr Anand Chhibbar (Senior Advocate) 2. To decide meeting of liquidation cost, assessment of sale as a going concern and fee of Liquidator 3. Approval for extension of period for a further 90 days beyond 180 days	Same as discussion
7th COC Meeting	19.09.2020	1. To decide meeting of liquidation cost, assessment of sale as a going concern and fee of Liquidator 2. To consider, discuss and deliberate the due diligence report prepared by Resolution Professional on the Resolution Plan received	Same as discussion
8th COC Meeting	24.09.2020	1. Ratification of shorter notice of 8th COC Meeting 2. Negotiations with the H1 resolution applicant 3. Ratification of appointment and professional fee of Mr. Ankit Mittal, Chartered Accountant	Same as discussion



9th COC Meeting	31.10.2020	<ol style="list-style-type: none"><li>1. Approval of the professional fee of the advocates and eminent jurists for seeking legal opinion</li><li>2. Vote on the resolution plan</li><li>3. To discuss meeting of liquidation cost, assessment of sale as a going concern and fee of liquidator</li></ol>	Same as discussion
10th COC Meeting	31.08.2021	<ol style="list-style-type: none"><li>1. Approval of the appointment and professional fees of Mr. Gaurav Agarwal, Chartered Accountant to act as Statutory Auditor of the Corporate Debtor</li></ol>	Same as discussion
11th COC Meeting	18.11.2022	<ol style="list-style-type: none"><li>1. Approval of the appointment and professional fees of Mr. Gaurav Agarwal, Chartered Accountant to act as Statutory Auditor of the Corporate Debtor.</li><li>2. Approval and ratification of the appointment of New Security Agency named Super 4 Security in place of previous Security Agency called Ravi Security Group at the premises of the Corporate Debtor located at Rohtak.</li><li>3. Approval and ratification of the Appointment and Professional fees of Mr. Abhinav Vashisht (Senior Advocate) to represent the Resolution Professional in the matters before the Hon'ble NCLAT.</li><li>4. Discussion and ratification of the CIRP Expenses as per Regulation 34 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (IBBI (CIRP) Regulations, 2016)</li></ol>	Same as discussion



8. It is stated by the Applicant that as per the valuation reports, the fair value of the corporate debtor was assessed in terms of Regulation 35 of the CIRP Regulations which is given below :-

**A. FOR PLANT & MACHINERY**

<b>Name of Valuer</b>	<b>Fair value</b>	<b>Liquidation Value</b>
1. Mr. Ramanjeet Singh	Rs. 2,33,13,805/-	Rs. 1,80,19,147/-
2. Mr. Anil Goyal	Rs. 2,23,25,600/-	Rs. 1,78,60,480/-

**B. FOR LAND & BUILDING**

<b>Name of Valuer</b>	<b>Fair value</b>	<b>Liquidation Value</b>
1. Mr. Vipin Kumar	Rs. 32,56,18,774	Rs. 24,34,93,030
2. Mr. Dinesh Kr. Sharma	Rs. 30,16,68,000	Rs. 22,62,50,000

**C. SECURITIES & FINANCIAL ASSETS**

<b>Name of Valuer</b>	<b>Fair value</b>	<b>Liquidation Value</b>
1.Mr. Krishna Kumar Mittal	Rs. 31,16,000	Rs. 31,16,000
2. Mr. Sumit Dhadda	Rs. 32,57,000	Rs. 32,43,000



9. It is submitted that the CoC in its 3rd meeting, which was held on 22.06.2020, discussed and approved the criteria for prospective resolution applicants. Therefore, an invitation in Form 'G' for Expression of Interest("EOI") from potential resolution applicants was published on 24.06.2020, for submission of resolution plans for the Corporate Debtor, in terms of section 25(2)(h) of the Code read with Regulation 36A (1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). The last date of submission of EOI as per Form G was 09.07.2020.

10. The applicant-Resolution Professional prepared an Information Memorandum (IM) as required under section 25(2)(g) and section 29(1) of IBC, 2016, read with Regulation 36 of IBBI (CIRP) Regulations, 2016. This Information Memorandum was provided to the CoC members and prospective resolution applicants after their execution and submission of a Confidentiality Undertaking duly stamped and notarized to the applicant. In terms of Regulation 36B of CIRP Regulations, the applicant issued the Information Memorandum, Evaluation Matrix, and Request for Resolution Plan on 24.07.2020. The Resolution Professional issued a final list of eligible prospective resolution applicants on 03.08.2020 in terms of provisions of sub-regulation (12) of Regulation 36A of the CIRP Regulations.

11. It is submitted that the eighth meeting of CoC was convened on 24.09.2020, wherein the prospective Resolution Applicant submitted its improved resolution amount as discussed. Further, Applicant convened the 9th meeting of the Committee of Creditors on 31.10.2020, the Applicant apprised the Committee of Creditors that the COC had negotiated with the H1 Resolution Applicant, Mr.





Abhimanyu Singh Mehlawat, until 8th COC meeting which was held on 24.09.2020 and as per the 8th COC meeting, H1 Resolution Applicant had filed the Addendum to the Resolution Plan and same was circulated to the COC as well. The H1 Resolution Applicant has increased the Plan from Rs. 20.10 crore to 25.14 crore. Further, in terms of the amendment in Regulation 39(3) of the CIRP Regulations, 2016 both the resolution plans submitted by the prospective resolution applicants were placed before the CoC members for approval. The CoC evaluated the resolution plans submitted by the PRAs in terms of Regulation 39 of the IBBI (CIRP) Regulations as per the Evaluation Matrix to identify the best Resolution Plan.

12. It is stated that Resolution Professional has filed an IA 609/2020, for extension of 90 days beyond 180 days which was expiring on 12.10.2020 and the same was granted vide order dated 29.10.2020.

13. The Applicant submits that pursuant to the publication of Form-G, the applicant received five (5) EOIs from the interested parties. Further, the sixth CoC meetings was convened on 07.09.2020, wherein the applicant apprised the members that only three prospective Resolution Applicants i.e., One City Infrastructure Pvt. Ltd, Mr. Abhimanyu Singh Mehlawat and Mr. Pankaj Sachdeva had submitted their Resolution Plan before the last date i.e., 02.09.2020.

14. Further, the applicant has submitted that in the seventh meeting of the Committee of Creditors, the Applicant apprised the members of the Committee that the Applicant and the Process Advisor had conducted the due diligence of the Resolution Plan received from the three (3) Prospective Resolution Applicants and the same was discussed with the members. Upon discussions and deliberations,



the members after examining the Plan on the basis of the Evaluation Matrix declared the Resolution plan submitted by Mr. Abhimanyu Singh Mehlawat as H1, Resolution Plan of Pankaj Sachdeva as H2 and the Resolution Plan submitted by One City Infrastructure Pvt. Ltd. as H3. In accordance with Regulation 36A(10) of IBBI (CIRP) Regulations, 2016, the applicant issued a provisional list of eligible prospective resolution applicants on 19.07.2020.

15. It is submitted that the Committee of Creditors by a voting share of 100% approved the resolution plan of Mr. Abhimanyu Singh Mehlawat, whereas the resolution plan by Mr. Pankaj Sachdeva was rejected by 100% voting share. Accordingly, the resolution plan submitted by Mr. Abhimanyu Singh Mehlawat was approved by the CoC in its 9th meeting dated 31.10.2020 with a 100% voting share.

16. The successful resolution applicant had duly accepted the "Letter of Intent" dated 03.11.2020, which was issued by the Resolution Professional as per the provisions of RFRP.

17. The Resolution Applicant has submitted undertakings and affidavits stating that the Resolution Applicant is eligible under Section 29A to the Applicant. A copy of the undertaking and affidavits of the Resolution Applicant under Section 29A of the Code and Regulation 39(1) of CIRP Regulations, 2016 is attached as Annexure A-18 of the application.

18. The successful resolution applicant-Mr. Abhimanyu Singh Mehlawat had submitted a performance security performance guarantee required under



sub-regulation (4A) of Regulation 36B. Mr. Abhimanyu Singh Mehlawat has paid the Performance Security amount of Rs.4,00,00,000/- as a bank guarantee.

19. This Adjudicating Authority vide order dated 15.02.2023 directed a clarification in the context of the decision of the Hon'ble Supreme Court in the matter of **State Tax Officer (1) Vs. Rainbow Papers Limited in Civil Appeal No.1661 Of 2020 With With Civil Appeal No.2568 OF 2020 order dated 06.09.2022 Case citation: (2022) ibclaw.in 107 SC**. Pursuant to the above, Resolution Professional filed its affidavit vide diary No.01722/8 dated 27.02.2023, submitting that the resolution plan along with the second addendum as submitted by the successful resolution applicant and approved by the Committee of Creditors in its commercial wisdom is compliant with the provisions of the Code and underlying Regulations. It is further stated that the amount offered to the secured financial creditors and secured operational creditors in terms of the judgment of **State Tax Officer (1) Vs. Rainbow Papers Limited (supra)** passed by the Hon'ble Supreme Court and the amount offered under the resolution plan also complies with the provisions of Section 30(2)(b) and 53 of the Code.

20. The relevant information with regard to the amount claimed, amount admitted, and the amount proposed to be paid by the Resolution Applicant under the said resolution plan as mentioned in updated Form H filed by diary no 01722/9 Dated 01.03.2023 is extracted below :-



Sl. No.	Category of Stakeholder*	Sub-Category of Stakeholder	Amount Claimed	Amount Admitted	Amount Provided under the Plan	Amount Provided to the Amount Claimed (%)
(1)	(2)	(3)	(4)	(5)	(6)	(7)
1	Secured Financial Creditors	(a) Creditors not having a right to vote under sub-section (2) of section 21	NA	NA	NA	NA
		(b) Other than (a) above:	(b) (i) NA	(b) (i) NA	(b) (i) NA	(b) (i) NA
		(i) who did not vote in favour of the resolution Plan	(b) (ii) Rs. 8,20,76,575	(b)(ii) Rs. 8,20,76,575	(b) (ii) Rs. 1,25,83,713	(b) (ii) 15.33%
		(ii) who voted in favour of the resolution plan				
		Total[(a) + (b)]	Rs.8,20,76,575	Rs.8,20,76,575	Rs.1,25,83,713	15.33%
2	Unsecured Financial Creditors	(a) Creditors not having a right to vote under sub-section (2) of section 21	Rs. 3,72,97,000	Rs. 67,47,000	NIL	NIL



		(b) Other than (a) above:  (i) who did not vote in favour of the resolution Plan  (ii) who voted in favour of the resolution plan	NA	NA	NA	NA
		Total[(a) + (b)]	3,72,97,000	67,47,000	NIL	NIL
3	Operational Creditors	(a) Related Party of Corporate Debtor	NA	NA	NA	NA
		(b) Other than (a) above:  (i)Government	(i) Rs. 86,63,42,248	(i) Rs. 86,63,42,248	(i) Rs. 20,88,18,414	(i) 24.10%
		(ii)Workmen	(ii)NA	(ii)NA	(ii)NA	(ii)NA
		(iii)Employees	(iii)NA	(iii)NA	(iii)NA	(iii)NA
		Total[(a) + (b)]	86,63,42,248	86,63,42,248	20,88,18,414	24.10%
4	Other debts and dues		7,14,92,721	46,73,761	NIL	NIL



5	CIRP Cost	--	2,73,89,123	3,00,00,000	100%
Grand Total		105,72,08,544	95,98,39,584	25,14,02,128	

21. It is submitted that the offered amount in the resolution plan is Rs. 25,14,02,128/- will be brought by Resolution Applicant through a mix of Debt and Equity. The following schedule for release of funds is proposed:

No.	Details	Amount INR (In Crores)
1.	Within 90 business/working days from the final order passed by the Hon'ble NCLT, therein approving the instant Resolution Plan	25,14,02,128/- [Payment to Operational Creditors (statutory dues) & CIRP Costs]
	<b>Total</b>	<b>25,14,02,128/-</b>

22. Measures required for the implementation of the Resolution Plan in terms of Regulation 37 of CIRP Regulations are extracted below:



<b>Regulation 37</b>	<b>Relevant Page Number of the Resolution Plan dealing aforesaid compliance with Regulation (Clause wise)</b>	<b>Page Number</b>
(a) transfer of all or part of the assets of the corporate debt to one or more persons;	The Resolution Applicant has not proposed to transfer/sale of all or part of the assets of the corporate debtor to one or more person. However, on all payments by the Resolution Applicant as per the successful Resolution Plan, all the creditors will release security/interest/charge against the assets of the corporate debtor and all the assets will be free from any charge/ Mortgage/ encumbrance by any Creditor	Not Applicable
(b) sale of all or part of the assets whether subject to any security interest or not;	Same as above	
(ba) restructuring of the corporate debtor, by way of merger, amalgamation and demerger;	Not Applicable as the same is not proposed in the Resolution Plan	Not Applicable
(c) the substantial acquisition of shares of the corporate debtor, or the merger or consolidation of the corporate	Not Applicable as the same is not proposed in the Resolution Plan	Not Applicable



debtor with one or more persons;		
(ca) cancellation or delisting of any shares of the corporate debtor, if applicable;	Clause IX of the Schedule VII.	278
(d) satisfaction or modification of any security interest;	Schedule IX Clause I	304
(e) curing or waiving of any breach of the terms of any debt due from the corporate debtor;	Schedule XIII	310
(f) reduction in the amount payable to the creditors;	Summary Proposal	333-336
(g) extension of a maturity date or a change in the interest rate or other terms of a debt due from the corporate debtor;	Not Applicable	Not Applicable
(h) amendment of the constitutional documents of the corporate debtor	Sub-clause 4 of Clause- X of the Schedule VII the Resolution Applicant has proposed for adoption of the New Charter Documents	279





<p>(i) issuance of securities of the corporate debtor, for cash, property, securities, or in exchange for claims or interests or other appropriate purpose and</p>	<p>Resolution Applicant has not proposed for issuance of securities of the corporate debtor to the creditors and all the payments will be made in the mode of bank transfer</p>	<p>Not Applicable</p>
<p>(j) change in portfolio of goods or services produced or rendered by the corporate debtor.</p>	<p>The Corporate Debtor was involved in the manufacture of electronic valves and tubes and other electronic components.</p> <p>The RA in its resolution plan has provided to develop a real estate project on the land of the Corporate Debtor. According to the RA, the land is located a prime location near KMP Highway on the outskirts of Rohtak, Haryana and is a premium location of NCR in Rohtak with close proximity to Delhi of around 60km. The RA is optimistic that the real estate project proposed by the RA will be successful venture in Rohtak.</p>	<p>270</p>
<p>(k) Change in technology used by the corporate debtor</p>	<p>As above.</p>	<p>270</p>



(l) obtaining necessary approvals from the Central and State Governments and other authorities;	As per details/information approval of central & state government is not required. However, if required the same will be obtained within the applicable time in terms of Section 31(4) of the Code.	--
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23. Summary of the Payment Schedule under the Resolution Plan as per 2nd addendum, is extracted as below:

S. NO	Creditors/ Expenses	Amount (in INR.)	Remarks
1	CIRP Expenses	+ 3,00,00,000/-	<p>The Resolution Professional in the 12<sup>th</sup> meeting of the CoC stated that the total CIRP Cost as on date is INR 2,73,89,123/-. The CoC has made some payments towards the CIRP costs and after adjusting the payments made by CoC, the pending CIRP Cost is INR 1,32,97,870/-.</p> <p>The SRA in the resolution plan had proposed INR 1,00,00,000/- towards payment of CIRP expenses. Clearly, the expenses towards CIRP has exceeded as to what was proposed in the original resolution plan.</p> <p>Accordingly, the SRA proposes to re-distribute from the resolution plan amount, an amount of INR.</p>



			<p>2,00,00,000/- towards CIRP expenses.</p> <p>It is clarified that any unpaid amount or left over amount from the CIRP shall be utilized to re-pay the party(s) who have paid the expense toward CIRP cost during the pendency of CIRP.</p>
2	Financial Creditor – Parivartan Investment and Finance Company	1,25,83,713/-	After adjustment of payment towards CIRP expense and upon re-distribution in terms of Section 30(b) of the Code read with Section 53 of the Code.
3	Financial Creditor (Related Party) – Rama Packing and Wires Industries LLP	NIL	Liquidation Value owed to related party financial creditor is NIL.
4	Financial Creditor (Related Party)– ICL Steels (Haryana) LLP	NIL	Liquidation Value owed to related party financial creditor is NIL.
5	Financial Creditor (Related Party)– ICL Industries (Punjab) LLP	NIL	Liquidation Value owed to related party financial creditor is NIL.
6	Financial Creditor (Related Party)– Darshan Properties LLP	NIL	Liquidation Value owed to related party financial creditor is NIL.
7	Financial Creditor (Related Party)– Smt. Sita Chaudhary	NIL	Liquidation Value owed to related party financial creditor is NIL.



8	Financial Creditor (Related Party)– Industrial Cables (India) Limited	NI	Liquidation Value owed to related party financial creditor is NIL.
9.	Operational Creditors (Statutory Dues) – Secured Creditors  (i) Department of Industries & Commerce Rohtak, Haryana.  (j) Excise and Taxation officer of State Tax Cum-Assessing Authority Rohtak, Haryana	18,56,14,061/-  2,32,04,353/-	After adjustment of payment towards CIRP expense and upon re-distribution in terms of Section 30(b) of the Code read with Section 53 of the Code.
10	<b>Operational Creditors – (other than statutory dues)</b>	NIL	Liquidation Value owed to related party financial creditor is NIL.
<b>Total</b>		25,14,02,128/-	

24. The Applicant has submitted the details of various compliances as envisaged by the Code and the CIRP Regulations, which a Resolution Plan is required to adhere to, as follows:

Compliance with section 25(2)(h), 29A, 30(2) of the Code and mandatory contents of Resolution Plan in terms of Regulation 38 & 39(4) of CIRP Regulations



Section of the Code / Regulation No.	Requirement with respect to Resolution Plan	Clause of Resolution Plan	Compliance (Yes / No)
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?	Schedule IV	Yes  The Committee of Creditors (COC) has not prescribed any criteria under Section 25(2)(h)
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?	Schedule VI	Yes  The affidavit under Section 29A has been provided.
Section 30(1)	Whether the Resolution Applicant has submitted an affidavit stating that it is eligible?	Schedule VI	Yes  The affidavit under Section 29A has been provided.
Section 30(2)	Whether the Resolution Plan- (a) provides for the payment of insolvency resolution process costs? (b) provides for the payment to the operational creditors? (c) provides for the payment to the financial creditors who did not vote in favour of the resolution plan? (d) provides for the management of the affairs of the corporate debtor? (e) provides for the implementation and supervision of the resolution plan? (f) contravenes any of the provisions of the law for the time being in force?	a. Schedule VIII of the Resolution Plan b. Schedule VIII of the Resolution Plan c. Schedule VII of the Resolution Plan d. Schedule VII of the Resolution Plan e. Schedule VII of the Resolution Plan f. Schedule XVI of the	a. Yes b. Yes c. Yes d. Yes e. Yes f. Yes



		Resolution Plan	
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?		Yes Yes (100% Voting rights)
Section 31(1)	Whether the Resolution Plan has provisions for its effective implementation plan, according to the CoC?	Schedule VII	Yes
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?	Not Applicable	Yes the Resolution Professional has made the determination that none of the transactions are covered under sections 43, 45, 50 or 66
Regulation 38 (1)	Whether the amount due to the operational creditors under the resolution plan has been given priority in payment over financial creditors?	Schedule VIII	Yes
Regulation 38(1A)	Whether the resolution plan includes a statement as to how it has dealt with the interests of all stakeholders?	Schedule VIII	Yes
Regulation 38(1B)	(i) Whether the Resolution Applicant or any of its related parties has failed to implement or contributed to the failure of implementation of any resolution plan approved under the Code.  (ii) If so, whether the Resolution Applicant has submitted the statement giving details of such non-implementation?	Schedule VI	No
Regulation 38(2)	(a) Whether the Resolution Plan provides:  (a) the term of the plan and its implementation schedule?	Schedule-VII  Term of the Resolution Plan	Yes



	<p>(b) for the management and control of the business of the corporate debtor during its term?</p> <p>(c) adequate means for supervising its implementation?</p>	<p>has been reduced from 180 days to 90 days in the second addendum dated 20.02.2023 approved by the Committee of Creditors in its 12<sup>th</sup> meeting.</p>	
38(3)	<p>Whether the resolution plan demonstrates 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 for approvals required and the timeline for the same?</p> <p>(e) the resolution applicant has the capability to implement the resolution plan?</p>	<p>a. Schedule IV</p> <p>b. NA</p> <p>c. Schedule VII</p> <p>d. Schedule VII</p> <p>e. Schedule IV</p>	<p>a. Yes</p> <p>b. Yes</p> <p>c. Yes</p> <p>d. Yes</p> <p>e. Yes</p>
39(2)	<p>(a) Whether the RP has filed applications in respect of transactions observed, found or determined by him?</p>	Not Applicable	<p>The Resolution Professional has made the determination that none of the transactions are covered under sections 43, 45, 50 or 66</p>
Regulation 39(4)	<p>(b) Provide details of performance security received, as referred to in sub-regulation (4A) of regulation 36B.</p>	Bank Guarantee	<p>YES</p> <p>Bank Guarantee Details:</p> <p>Issuer Bank: Indusind Bank</p> <p>Amount: Rs. 4 Crore</p> <p>Date of Issue: 04.11.2020</p> <p>Date of expiry: 03.11.2021</p> <p>Bank Guarantee renewed details:</p> <p>Issuer Bank: Indusind Bank</p>



			Amount: Rs. 4 Crores Date of Issue: 09.09.2022 Date of Expiry: 03.05.2023
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25. Waivers, Reliefs, and Exemptions sought in the Resolution Plan are extracted below :-

Sr. No.	Relief and/or Concessions and Approvals Sought	Orders Thereon
	The Resolution Applicant requests the Adjudicating Authority for the reliefs and concessions set out below for the successful implementation of the Resolution Plan. By approving this Resolution Plan, the Adjudicating Authority shall approve the reliefs and concessions listed below:	The plan is approved subject to the observations as below made in the column next to the prayer for relief.
a)	The (i) Department of Registration and Stamps and Governmental Authorities of the States and geographies where the Company / CD or the RA carries on its business and operations or where its assets are located; and (ii) the Ministry of Corporate Affairs; shall exempt the RA and the Corporate Debtor, from the levy of stamp duty and fees, applicable in relation to this Resolution Plan and its implementation.	Granted Subject to the provisions of the Indian Stamp Act, 1899 and other applicable laws
b)	The requirement of obtaining a no objection certificate under section 281 of the Income- tax Act 1961 and provisions of taking over its predecessors Tax liability under section 170 of the Income-tax Act shall not be applicable. Further, the transaction shall not be treated as void under section 281 of the Income Tax Act, 1961 for any claims in respect of Tax or any other sum payable by the Company / CD . Similarly, any requirements to obtain waivers from any Tax Authorities including in terms of Section 79 and Section 115B of the Income Tax Act, 1961 is deemed to have been granted	This is for CBDT and other appropriate authorities to Consider, keeping in view the objects of IBC, 2016





	upon approval of this Resolution Plan on the Effective Date.	
c)	<p>The Company / CD and the RA shall be granted an exemption from all Taxes, levies, fees, transfer charges, transfer premiums, and surcharges that arise from or relate to the implementation of the Resolution Plan, since payment of these amounts may make the Resolution Plan unviable. Foregoing reference to Taxes shall include the following:</p> <p>i. Transaction cost: Any transfer premiums or charges, change of ownership/control charges payable in connection with the implementation of this Resolution Plan and the consequent change in ownership and control of the Corporate Debtor.</p> <p>ii. Relevant Governmental Authority includes but is not limited to the relevant authorities of the states in which the Corporate Debtor and Resolution Applicant undertake business.</p>	This is for the appropriate authorities to consider keeping in view of the clean slate principle envisaged under IBC, 2016.
d)	All actions undertaken pursuant to implementation of the Resolution Plan approved by the Adjudicating Authority shall be deemed to be exempt from any Tax and stamp duty	This is for the appropriate authority to consider keeping in view the object of IBC, 2016.
e)	No investigations, actions or proceedings shall be initiated by the relevant Government or Statutory Authorities in relation to any non-compliance with Applicable Law by the Company / CD during the period prior to the Closing Date. Further, a reasonable period of time (which shall not be less than one year) after the closing date would be provided to the RA by the relevant Government and Statutory Authority, for the RA to assess the statute of any non-compliances under the applicable law and a period of 3 (three) years to ensure that the Company regularise such non-compliances under the Applicable Law existing prior to the closing date. This shall not be construed as conditionality to the implementation of this Resolution Plan. The Resolution Applicants will	This is for the appropriate authorities to consider keeping in view of the clean slate principle envisaged under IBC, 2016.



	not withdraw the Resolution Plan if this relief is not granted.	
f)	<p>Specifically, all dues under the provisions of the Income tax Act, 1961(as amended from time to time)(Income-Tax Act), including taxes, duties, penalties, interest, fines, cesses, charges, unpaid tax deducted at source or tax collected at source whether claimed or unclaimed, admitted or not, due or contingent, whether or not set out in the provisional balance sheet, the balance sheets of the Company / CD or the profit and loss account statements of the Company / CD or the List of Creditors, asserted or unasserted, assessed or not, whether a demand has been raised or not, crystallized or uncrystallized, known or unknown, secured or unsecured, disputed or undisputed, present or future, in relation to any period prior to the Closing Date and Operational Creditor Payments pursuant to this Resolution Plan or any monetary or financial claims, dues, demands or obligations arising on account of the acquisition of control by the RA, as the case maybe, over the Corporate Debtor pursuant to this Resolution Plan, shall stand extinguished with effect from Effective Date by virtue of the order of the Adjudicating Authority approving this Resolution Plan, provided that the Resolution Plan is implemented on or before the Closing Date, and neither the Company / CD nor the RA shall be liable to pay any amount against such dues, and such amounts shall be written off.</p>	<p>This is for the appropriate authorities to consider keeping in view of the clean slate principle envisaged under IBC, 2016.</p>



g)	<p>Upon approval of the Resolution Plan by the Adjudicating Authority, all Non-Compliances of the Corporate debtor for the period prior to the Effective Date (including but not limited to those relating to tax), shall be deemed to be waived by all the Governmental Authorities. Immunity shall be deemed to have been granted to the Corporate Debtor from all Proceedings and penalties under all applicable Laws for any Non-Compliance for the period prior to the Effective Date. Without prejudice to the foregoing, in relation to any non-compliance arising under any tax and duty benefit scheme, the relevant Government Authority shall waive all such non-compliances by the Corporate Debtor without levying any fee, penalty or additional duty, and the Corporate Debtor shall be allowed sufficient time) to fulfil its obligation under such tax and duty benefit schemes.</p>	<p>Granted subject to the provisions of IBC, 2016 and other applicable laws.</p>
h)	<p>From the Effective Date, all inquiries, investigations and proceedings, whether civil or criminal, suits, claims, disputes, Proceedings in connection with the Corporate Debtor or affairs of the Corporate Debtor, pending or threatened, present or future in relation to any period prior to the Effective Date, or arising on account of implementation of this Resolution Plan shall stand withdrawn and dismissed and all liabilities and obligations therefore, whether or not set out in the balance sheets of the Corporate Debtor or the profit and loss account statements of the Corporate Debtor will be deemed to have been written off fully, and permanently extinguished and no adverse orders passed in the said matters should apply to the Corporate Debtor or the Resolution Applicant. Upon approval of this Resolution Plan, all new inquiries, investigations, notices, suits, claims, disputes, litigations, arbitrations or other judicial, regulatory or administrative proceedings will be deemed to be barred and will not be initiated or admitted against the Corporate Debtor in relation to any period prior to the Effective Date.</p>	<p>Granted subject to the provisions of Section 32A of IBC, 2016.</p>
i)	<p>Upon approval of the Resolution Plan by the Adjudicating Authority, unless otherwise required by the Resolution Applicant, all financial obligations under any contract to which the Corporate Debtor is a party relatable</p>	<p>Granted in terms of the judgement of Hon'ble Supreme Court in case of <b><i>Ghanshyam Mishra and Sons Private Limited through Authorised</i></b></p>



	to the period prior to the Effective Date shall stand extinguished as per directions of the Resolution Applicant. From and on the Effective Date, all assets of the Corporate Debtor (including freehold properties, leasehold interests, or rights of the Corporate Debtor under leave and license agreements executed by it prior to the Effective Date) shall be vested in the Corporate Debtor, free and clear of all Encumbrances, other than Encumbrances required to be assigned/novated along with the outstanding loans of the Corporate Debtor.	<b>Signatory vs. Edelweiss Asset Reconstruction Company Limited through the Director &amp; Ors.</b> 2021 SCC Online SC 313.
j)	No Governmental Authority (including regulatory, judicial and quasi-judicial authority) shall issue any orders, directions, decrees, judgments etc. that will be in contravention of the provisions of the Resolution Plan (including the Financial Plan).	This is for the appropriate authorities to consider keeping in view of the clean slate principle envisaged under IBC, 2016.
k)	Any approvals that may be required from Governmental Authorities (including Tax Authorities) in connection with the implementation of the Resolution Plan including on account change in ownership/ control of the Corporate Debtor shall be deemed to have been granted on the Effective Date.	This is for the appropriate authorities to consider keeping in view of the clean slate principle envisaged under IBC, 2016.
l)	The submission of the Resolution Plan and acquisition of the Corporate Debtor by the Resolution Applicant shall not in any manner prejudice or affect the ability of the Resolution Applicant or his associates to be a resolution applicant under the Code in respect of any other person or in respect of any other corporate insolvency resolution process conducted under the Code.	Granted

26. On a perusal of the reliefs etc sought above, it is seen that the same is claimed under the general reliefs under the IBC, under judicial pronouncements, and under powers pertaining to different government authorities/departments. As regards the aforementioned claims under the IBC, it is clarified that this Adjudicating



Authority has powers to decide the reliefs claimed which are directly relatable to the Resolution Process and not over those pertaining to extraneous issues. Regarding the reliefs/waivers pertaining to the domain of various departments/governmental authorities, it is further clarified that this Adjudicating Authority has no power to sanction these waivers, etc. and the Successful Resolution Applicant is at liberty to approach the competent authorities/courts/legal forums/office(s) Government or Semi-Government/State or Central Government for appropriate relief(s) sought in the plan. Approval of the Resolution Plan does not mean automatic waivers.

27. It is directed that any relief sought in the resolution plan, where the contract/agreement/understanding/proceedings/actions/notice etc., is not specifically identified or is for future and contingent liability, is at this moment not acceded to.

28. The Resolution Applicants shall obtain the necessary approval required under any law for the time being in force within one year from the date of this order or within such period as provided for in such law, whichever is later.

29. The Resolution Professional filed a compliance affidavit vide diary No.01722/7 dated 13.02.2023, stating that Resolution Professional has not determined any transaction covered under Sections 43, 45, 50, or 66 of IBC, 2016, and hence no application has been made to this Adjudicating Authorities under these sections. Thus, there is compliance with respect to Regulation 35-A of CIRP Regulations, 2016. Moreover, the undertaking to this effect has also been given by



the Resolution Professional in updated Form H filed vide diary No. 01722/9 dated 01.03.2019.

30. Further, the Resolution Professional has filed an additional affidavit vide diary No. 01722/6 dated 06.10.2022 with regard to PF dues, wherein stating as following:

*“6. I state that the pending PF dues as on date are "NIL" as no claim has been filed with the Deponent herein being the Resolution Professional of Corporate Debtor. It is further Stated that no claims were received from any employee, workman or from the PF/ESI department till date during the entire period of Corporate Insolvency Resolution Process.*

*7. I further state that no PF/Gratuity/Workmen dues were reflecting in the Balance sheets last filed by the Corporate Debtor for financial year 2018-19 and financial year 2019-20. Copies of Balance Sheets of the Corporate Debtor for the financial year 2018-19 and 2019-20 are annexed herewith and marked as Annexure A-1.*

*8. I state that the Deponent has been carrying out Corporate Insolvency Resolution Process of Corporate Debtor in terms of provisions of the Insolvency & Bankruptcy Code, 2016 and the regulations made thereunder and has fulfilled all obligations and duties as mandated under the law for the benefit of the all the stakeholders of Corporate Debtor.”*

31. It is further deposed by way of affidavit furnished by the Successful Resolution Applicant by diary No.001722/7 dated 13.02.2023 stating that the deponent undertakes to make payment in regard to any dues pending on behalf of the Corporate Debtor under any provision of the Employees Provident Funds and Miscellaneous Act, 1952 or the Pension Scheme or the Insurance Scheme or the Scheme, and under the Payment of the Gratuity Act, 1972, as accruing prior to the insolvency commencement date.



## Findings

32. On hearing the submissions made by the learned counsel for the Resolution Professional and perusing the records, we find that the Resolution Plan has been approved at a total Resolution Value of Rs. 25,14,02,128/-. The resolution applicant proposes to make payment to secured financial creditors Rs. 1,25,83,713/-. The Resolution Applicant proposes to pay Rs. 20,88,18,414/- to the Operational Creditors as per Financial Proposal.

33. As per the CoC, the Resolution Plan meets the requirement of being viable and feasible for the revival of the Corporate Debtor. By and large, all the compliances have been done by the RP and the Resolution Applicant for making the plan effective after approval by this Bench.

34. On perusal of the documents on record, we are satisfied that the Resolution Plan is in accordance with Sections 30 and 31 of the Code and complies with Regulations 38 and 39 of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.

## Orders

35. Therefore, subject to the observations made in this order, we hereby accord our approval to the Resolution Plan along with the second addendum.

36. It is further directed that the Resolution Applicant, on taking control of the corporate debtor, shall ensure compliance under all applicable laws for the time being in force. As far as the question of granting time to comply with the statutory



obligations or seeking sanctions from governmental authorities is concerned, the Resolution Applicant is directed to do the same within one year as prescribed under Section 31(4) of the Code.

37. The Resolution Plan as approved shall be binding on the corporate debtor and its employees, members, and creditors, including the Central Government, State Government, or Local Authority, to whom a debt in respect of the payment of dues arising under any law for the time being in force such as authorities to whom statutory dues are owed, guarantors and other stakeholders involved in the resolution plan.

38. The Moratorium imposed under Section 14 shall cease to have effect from the date of this order.

39. The Resolution Professional shall stand discharged from his duties with effect from the date of this order. However, he shall perform his duties in terms of the Resolution Plan as approved by this Adjudicating Authority.

40. The Resolution Professional is further directed to hand over all records and properties to the Resolution Applicant and shall finalize the further line of action required for starting the operation. The Resolution Applicant shall have access to all the records and premises of the corporate debtor through the Resolution Professional to finalize the further line of action required for starting the operation.

41. In case of non-compliance with this order or withdrawal of the Resolution Plan, the performance security amount already paid by the Resolution Applicant





shall be liable to be forfeited, in addition to such further action as may be permitted under the law.

42. Liberty is hereby granted for moving any application if required in connection with the implementation of this Resolution Plan.

43. The Resolution Professional shall forward all records relating to the conduct of the CIRP and the resolution plan to the Board to be recorded on its database.

44. The Resolution Professional shall file a copy of this order with the Registrar of Companies, Punjab & Chandigarh, inter alia, for updating the status of the corporate debtor.

45. Additionally, the Registry shall send a copy of this order to the Registrar of Companies, Punjab and Chandigarh.

46. The application bearing IA No. 823 of 2020 and the main Company Petition, i.e., CP (IB) No. 515/Chd/Chd/2019, shall stand disposed of accordingly.

47. Certified copy of this order may be issued, if applied for, upon compliance with all requisite formalities.

Sd/-  
**Subrata Kumar Dash**  
**Member (Technical)**

April 12, 2023  
SA/PRF

Sd/-  
**(Harnam Singh Thakur)**  
**Member (Judicial)**