

**NATIONAL COMPANY LAW TRIBUNAL
AMARAVATI BENCH
(Video Conference)**

**PRESENT: JUSTICE TELAPROLU RAJANI – MEMBER JUDICIAL
ATTENDANCE-CUM-ORDER SHEET OF THE HEARING HELD ON 26.10.2022 AT 10.30 AM**

TC/CP. Nos.	CA/IA No.	Section/ Rule	Name of Parties
TCP(IB) No.33/7/AMR/2019	IA(IBC)/39/2022, 273/2022, IA(IBC)/254/2022 in IA(IBC)/39/2022, IA(IBC)/118/2022, IA(IBC)/14/2022, IA No.88/2020, 89/2020, 90/2020, 129/2020, 130/2020, 143/2020, IA(IBC)/32/2021, 45/2021, 46/2021, 69/2021, 70/2021	7 of IBC	Canara Bank Vs Transstroy (India) Ltd. (Under Liquidation)

Counsel for Petitioner(s):

Name of the Counsel(s)	Designation	E-mail & Telephone No.	Signature

Counsel for Respondent(s):

Name of the Counsel(s)	Designation	E-mail & Telephone No.	Signature

ORDER

IA(IBC)/39/2022 is allowed, vide separate orders.

IA(IBC) No.273/2022:

Since, IA(IBC)/29/2022 is allowed, this application becomes infructuous and hence dismissed as infructuous.

IA(IBC)/254/2022 in IA(IBC)/39/2022:

Ms.Tithiksha Jain, Advocate takes notice on behalf of the Liquidator and seeks time to file vakalathnama and counter. List the matter on 09.11.2022.

List the other IAs on 09.11.2022.

SD/-
**JUSTICE TELAPROLU RAJANI
MEMBER JUDICIAL**

*NCLT Amaravati Bench
IA No.39 of 2022
IN
TCP (IB) No.33/7/AMR/2019*

**NATIONAL COMPANY LAW TRIBUNAL
AMARAVATI BENCH AT MANGALAGIRI**

**IA No.39 of 2022
IN
TCP (IB) No.33/7/AMR/2019**

**Under Section 60(5) of the Insolvency and Bankruptcy Code, 2016
read with Rule 11 of the NCLT Rules, 2016**

In the matter of
TRANSSTROY (INDIA) LIMITED

BETWEEN:

Dr.G.V.Narasimha Rao,
Liquidator for Transstroy (India) Limited,
Office address at B/1201, Lansum Etania,
Puppalaguda, Near MyHome Avatar,
Hyderabad, Telangana -500075

.... Applicant/Liquidator

AND

Hruday Infra and Resources Solutions Private Limited,
2/3, Cresecent Park Street, T Nagar,
Chennai, Tamil Nadu -600017

.... Respondent/Successful Bidder

Date of Orders pronounced on: 26.10.2022

Coram:

Justice Telaprolu Rajani, Member Judicial.

Parties/Counsels present:

For the Applicant : Mr.Abhishek Dash, Advocate

ORDER

1. This application is filed by the Applicant/Liquidator under Section 60(5) of the Insolvency and Bankruptcy Code, 2016 read with Rule 11 of the National Company Law Tribunal Rules, 2016, making the Successful Bidder as a Respondent, seeking to grant the list of prayers mentioned in the application.

2. The facts of the case briefly are :
 - a) The NCLT, Hyderabad Bench admitted the Company Petition and the Corporate Insolvency Resolution Process (CIRP) commenced. The applicant was appointed as Resolution Professional. There being no resolution plans approved by the Committee of Creditors (CoC), the NCLT Amaravati Bench vide order dated 18.09.2019 ordered for liquidation and the applicant was appointed as Liquidator.

 - b) The Applicant formed the Liquidation Estate and thereafter sold some estates of the CD and distributed the proceeds as per Section 53 of the Code. Some assets that were exclusively charged to the Secured Creditors and not relinquished by them to the Liquidation Estate were being sold by the Secured Creditors separately as per the provisions of Section 52 of the Code.

 - c) On 14.09.2021, the Stakeholders Consultation Committee

(SCC) of the CD approved the sale of balance assets as on date held by the CD, as per Regulation 32 Read with Regulation 32A of the Insolvency Bankruptcy Board of India (Liquidation Process) Regulations, 2016.

- d) In pursuance of the decision of the SCC, the Applicant made public announcement seeking for Expression of Interest (EoI) on 11.11.2021. The e-auction was conducted on 08.12.2021 and Respondent was the Successful Bidder. The successful bidder also submitted a private offer of INR 9 Crores for Part A on 09.12.2021 subsequently revised the offer to INR 9.10 Crores. After SCC requested the successful bidder to submit an improved offer, a Letter of Intent was issued to the Successful Bidder by the Applicant on 22.12.2021. The Successful Bidder accepted the LoI on 29.12.2021. The balance sale is considered to the tune of INR 8.10 Crores and was received by the Applicant on 28.10.2022.
- e) The Successful Bidder has informed the Applicant that mere purchase of the CD as a going concern will not suffice and informed that in order to ensure the smooth running of the business and value maximization of the CD, it is imperative that certain additional reliefs/concessions/relaxations and permissions are to be allowed, which would be essential and necessary to run the business of the CD as a going concern and without any further claims for the period prior to the date of

acquisition of the CD by the Successful Bidder. They also submitted that unless the said reliefs are provided, the purpose of revival of the CD as a going concern under Liquidation Process Regulation will not be achieved.

3. Heard the Counsel for the Applicant and perused the written submissions filed by the Applicant. The Counsel submits that the sale of business and assets of the CD as a going concern is consistent to the objectives of the Code. Therefore, certain reliefs and concessions have to be granted, so that the buyer gets the business/assets on a clean state. He also places reliance on the judgment of Supreme Court in *Arun Kumar Jagatramka vs Jindal Steel And Power Ltd. & Another 2021 7 SCC 474*, wherein it was held that it is now established principle of law that there are three modes in which a revival is contemplated under provisions of the Code, i.e., i) Corporate Insolvency Resolution Process (CIRP); ii) Sale of CD or its business as a going concern; iii) revival under Section 230 of the Companies Act, 2013. Similarly, a judgment of the NCLAT in *Mohan Gems & Jewels Private Limited vs Vijay Verma & Anr 2021 SCC Online NCLAT 305* also held that sale of the CD as a going concern during liquidation is a mode of revival. The Counsel submits that similar reliefs and concessions have been granted by many coordinate Benches of this Adjudicating Authority. One such order is dated 09.03.2022 passed in *State Bank of India vs. Coastal Projects Limited in CP(IB) No.593/KB/2017* and another order is dated 09.03.2021 in *Bank of Baroda vs. Topworth Pipes & Tubes Private*

Limited 2021 SCC Online NCLT 489.

4. Pursuant to payment of full sale consideration in accordance with Clause 12 of Para 1 of Schedule I of Liquidation Regulations, the Liquidator executed a certificate of sale or sale deed for transfer of business and the liquidator does not have any objection to grant the reliefs as claimed, which are tabulated as follows.

Prayer in IA 39/2022	Bank of Baroda Vs.Topworth Pipes & Tubes Pvt Ltd, 2021 SCC Online NCLT 489, dated 09.03.2021 (Refer para 34 of the judgment)	SREI Equipment Finance Ltd vs. M/s.Vishwa Infrastructures & Services Pvt Ltd., CP(IB) No.329/7/HDB/2018, Dated 30.06.2021 (Refer para 11 -22 of the judgment)	M/s.Elecon Engineering Company Ltd. Vs. Enviiro Bulkk Handling Systems Pvt Ltd., CP(IB) No.1319/MB /2017, dated 21.06.2021 (refer para xi of the judgment)	State Bank of India vs. Coastal Projects Ltd., TP(IB) No.255/CTB/2019 earlier CP(IB) No.593/KB/2017 dated 09.03.2022 (refer para 6-19 of the judgment)
1. A direction be issued that the Successful Bidder get all the rights, title and interest in the whole and every part of the Corporate Debtor as per terms of the letter of intent dated 22.12.2021 and acceptance dated 29.12.2021 and the Petitioner shall distribute the available sale	The Applicant shall get all the rights, title and interest over whole and every part of the Corporate Debtor, including but not limited to contracts free from security interest, encumbrance, claim, counter	The successful bidder gets all the rights, title and interest over whole and every part of the Corporate Debtor, including but not limited to contracts free from security interest, encumbrance, claim, counter claim or any demur. (Refer para 15 of	No precedent exists	Direct that upon payment of the entire sale consideration, the Respondent shall immediately get all the rights, title and interest in the whole and every part of the Corporate Debtor, including but not limited to contracts, free from security interest, encumbrance, claim, counter claim or any

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<p>consideration in terms of Section 53 of the Code. Subject to the terms of the said letter of intent and acceptance dated 29.12.2021 the Successful Bidder gets all the rights, title and interest in the whole and every part of the Corporate Debtor including but not limited to contracts, free from security interest, encumbrance, claim, counterclaim or any demur.</p>	<p>claim or any demur. The sale consideration, when received, shall be distributed by the Liquidator in terms of the Section 53 of the Code. Prayer (b) is accordingly allowed.</p> <p>(Refer Para 34(b) of the Judgment)</p> <p>The Applicant is entitled to get all the rights, title and interest whole and every part of the Corporate Debtor.</p> <p>(Refer Para 34(j) of the Judgment)</p>	<p>the judgment)</p> <p>Permission is accorded to the Liquidator to disburse the bid amount of Rs.57 Crores to the lenders in terms of Section 53 of the Code.</p> <p>(Refer para 11 of the Judgment)</p>		<p>demur, and the available sale consideration shall be distributed by the liquidator in terms of the Section 53 of the Code;</p> <p>(Refer Para 14(D) of the judgment)</p>
<p>2. A direction be issued that on and from the date of acquisition of the</p>	<p>The Successful Bidder shall not be responsible for any other</p>	<p>The Successful bidder shall not be responsible for any other claims,</p>	<p>No precedent exists</p>	<p>Direct that on and from the date of acquisition, all the claims or demands</p>

<p>Corporate Debtor by the Successful Bidder, all the claims or demands made by or liabilities or obligations owned or payable to any actual or potential creditors of the Corporate Debtor including the Government Dues (including but not limited to liabilities, interest and penalties, duties, etc. on account of income tax, tax deduction at source, tax collection at source, goods and services tax, customs duty, value-added tax, service tax, wealth-tax, cess, DGFT dues, etc.) whether direct or indirect, whether admitted or not, due or contingent, asserted or unasserted, crystallized or uncrystallised, known or unknown, secured or unsecured, disputed or undisputed in relation to any period prior to the date of acquisition of the Corporate Debtor by the Successful Bidder will be</p>	<p>claims / liabilities / obligations etc. payable by the Corporate Debtor as on this date to the Creditors or any other stakeholders including Government dues. All the liabilities of the Corporate Debtor as on date stand extinguished, as far as the Applicant is Concerned. (Refer para 34(c) of the judgment)</p> <p>Creditors of the Corporate Debtor which include Creditors in any form or category including Government Departments shall stand extinguished qua the Applicant. (Refer Para</p>	<p>liabilities or obligations, under any guarantees, etc. payable by the Corporate Debtor as on this date to the creditors or any stakeholders including the Government dues. All the liabilities of the Corporate Debtor as on date stands extinguished, qua the successful bidder. (Refer para 12 of the judgment)</p>	<p>made by, or liabilities or obligations owned or payable to any actual or potential creditors of the Corporate Debtor including the Government dues (including but not limited to liabilities, interest and penalties, duties, etc. on account of income-tax, tax deduction at source, tax collection at source, goods and services tax, customs duty, value added tax, service tax, wealth-tax, cess, DGFT dues, etc.) whether admitted or not, due or contingent, asserted or unasserted, crystalized or uncrystallised, known or unknown, secured or unsecured, disputed or undisputed in relation to any period prior to the date of acquisition will be written off in full and shall be written off in full and shall stand permanently extinguished; (Refer para 14(E) of the judgment)</p>
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written off in full and shall stand permanently extinguished;	34(k) of the judgment)			
3. A direction be issued that all inquiries, investigations, assessments, notices, causes of action, suits, claims, disputes, litigations, arbitration, or other judicial, regulator or administrative proceedings against, or in relation to or in connection with the Corporate Debtor or the affairs of the Corporate Debtor (other than against the Erstwhile Promoters or former members of the management of the Corporate Debtor), pending or threatened, present or future, in relation to any period prior to the date of acquisition of the Corporate Debtor by the Successful Bidder or arising on account of the acquisition shall be deemed to be withdrawn or dismissed;	The Successful Bidder shall not be held responsible / liable for any of the past liabilities of the Corporate Debtor in inquiries, investigations, assessments, notices, causes of action, suits, claims, disputes, litigations, arbitration or other judicial, regulatory or administrative proceedings against or in relation to, or in connection with the Corporate Debtor prior to this date. They shall not have any effect on the Applicant. (Refer Para 34(i) of the judgment) Any proceedings	Any proceedings pending against the Corporate Debtor (other than against the Erstwhile promoters or former members of the management of the Corporate Debtor) as on date with respect to its liabilities/inquiries/investigations/assessments/claims/disputes/litigations etc. shall not have any bearing against the assets sold in the process. The said assets are free from any financial implications arising out of any pending proceedings before relevant authorities, if any. (Refer para 13 of the judgment)	The Applicants will not be responsible for any cases/proceedings pending or decreed against the Corporate Debtor till this date. (Refer para II d of the judgment)	Direct that on and from the date of acquisition, all inquiries, investigations, assessments, notices, causes of action, suits, claims, disputes, litigations, arbitration, or other judicial, regulatory or administrative proceedings against, or in relation to, or in connection with the Corporate Debtor or the affairs of the Corporate Debtor (other than against the Erstwhile Promoters or former members of the management of the Corporate Debtor), pending or threatened, present or future, in relation to any period prior to the date of acquisition or arising on account of the acquisition shall be deemed to be withdrawn or dismissed; (Refer para 14(F) of

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	<p>pending against the Corporate Debtor (other than against the Erstwhile Promoters or former members of the management of the Corporate Debtor) as on date with respect to its liabilities, enquiries, investigations, assessments, claims, disputes, litigations etc. will not have any bearing against the assets sold in this process. The said assets are free from any financial implications arising out of any pending proceedings before relevant authorities, if any.</p> <p>(Refer Para 34(d) of the judgment)</p>			<p>the judgment)</p> <p>It is ordered any proceedings pending against the Corporate Debtor (other than against the Erstwhile Promoters or former members of the management of the Corporate Debtor) as on date with respect to its liabilities, enquiries, investigations, assessments, claims, disputes, litigations etc. will not have any bearing against the assets sold in this process. The said assets are free from any financial implications arising out of any pending proceedings before relevant authorities, if any.</p> <p>(Refer Para 14(G) of the Judgment)</p>
<p>4. A direction be issued that all financial and pecuniary liabilities of the Corporate Debtor, (including without limitation, any penalty, whether contingent, assessed, known or unknown, interest,</p>	<p>(Refer Para 34(d) of the judgment)</p>	<p>The Successful Bidder shall not be held responsible/liable for any of the past liabilities of the Corporate Debtor. The Liquidator and Successful Bidder shall take all the</p>	<p>No precedent exists</p>	<p>It is ordered that the non-compliance of provisions of any law, rules, regulations, directions, notifications, circulars, guidelines, policies, licenses, approvals, consents or permissions prior</p>

<p>finances or fees and any other liabilities and/or obligations which may have a financial impact) in relation to any period prior to the date of acquisition of the Corporate Debtor by the Successful Bidder shall be deemed to be extinguished;</p>		<p>steps required to make accounting entries for the smooth transmissions and clearing the balance sheet.</p> <p>(Refer para 17 of the judgment)</p>		<p>to the date of acquisition shall stand extinguished qua the Applicant.</p> <p>(Refer para 14(H) of the Judgment)</p>
<p>5. A direction be issued that any non-compliance of provisions of any laws, rules, regulations, directions, notifications, circulars, guidelines, policies, licenses, approvals, consents or permissions prior to the date of acquisition of the Corporate Debtor by the Successful Bidder shall be deemed to be extinguished;</p>	<p>The non-compliance of provisions of any laws, rules, regulations, directions, notifications, circulars, guidelines, policies, licenses, approvals, consents or permissions prior to the date of acquisition shall stand extinguished qua the Applicant.</p> <p>(Refer para 34(I) of the judgment)</p>	<p>Further, non-compliance of provisions of any laws, rules, regulations, directions, notifications, circulars, etc., on the Corporate Debtor under various Acts and Regulations stands extinguished, qua the successful bidder.</p> <p>(Refer Para 13 of the judgment)</p>	<p>No precedent exists</p>	<p>The non-compliance of provisions of any law, rules, regulations, directions, notifications, circulars, guidelines, policies, licenses, approvals, consents or permissions prior to the date of acquisition shall stand extinguished qua the Applicant.</p> <p>(Refer para 14(H) of the Judgment)</p>
<p>6. A direction be issued that all the existing shares of the Corporate Debtor shall be extinguished without any</p>	<p>The existing shares / share capital of the Corporate Debtor shall</p>	<p>No precedent exists</p>	<p>The existing share capital of the Corporate Debtor shall stand</p>	<p>Direct on and from the date of acquisition, all the existing shares of the Corporate Debtor shall be extinguished</p>

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consideration, and rights and liabilities arising out of the same shall also be extinguished;	stand cancelled without there being any payment to the Shareholders. (Refer para 34(e) of the judgment)		extinguished. (Refer Para II (e) of the judgment)	without any consideration, and rights and liabilities arising out of the same shall also be extinguished; (Refer para 14(I) of the Judgment)
7. A direction be issued that on and from the date of acquisition of the Corporate Debtor by the Successful Bidder, the status of the Corporate Debtor in the records of the Registrar of Companies should be reflected as 'active' from the status of 'liquidation';	No precedent exists	No precedent exists	The Registrar of Companies (RoC) concerned is directed to show the status of the Company as "Active" from "Liquidation" in their records. (Refer Para II f of the judgment)	It is ordered Direct on and from the date of acquisition, the status of the Corporate Debtor in the records of the Registrar of Companies should be reflected as 'active' from 'liquidation' in their records; (Refer Para 14(J) of the judgment)
8. A direction be issued that from the date of acquisition of the Corporate Debtor by the Successful Bidder, the Board of Directors of the Corporate Debtor be reconstituted as per the Companies Act, 2013 and that the	The Board of the Corporate Debtor can be reconstituted as indicated in prayer (i) and necessary filings may be made to the RoC concerned. (Refer Para 34(f)	No precedent exists	The Successful Bidder are at liberty to reconstitute the Board of Directors as per provisions of the Companies Act, 2013 and the appropriate filings may be	The Board of the Corporate Debtor can be reconstituted as indicated in prayer (i) and necessary filings may be made to the RoC concerned. (Refer Para 14(K) of the Judgment)

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<p>Petitioner be permitted to appoint the directors of the Corporate Debtor under the provisions of the Companies Act, 2013 and direct the Registrar of Companies to do all such acts, deeds and things that are necessary to appoint the individuals as directors of the Corporate Debtor, who are individuals recommended by the Petitioner, in order to enable the Corporate Debtor to file relevant returns required by applicable law;</p>	<p>of the judgment)</p>		<p>effected before the RoC concerned. (Refer Para II g of the judgment)</p>	
<p>9. A direction be issued that all subsisting consents, licenses, approvals, rights, entitlements, benefits and privileges whether under law, contract, lease or license, granted in favour of the Corporate Debtor or to which the Corporate Debtor is entitled to shall, notwithstanding any provision to the contrary in their terms and irrespective of the</p>	<p>Prayer (j) is allowed subject to payment of renewal fees, if any, from this date to the licensing authorities. (Refer para 34(g) of the judgment)</p>	<p>Relief sought with regard to issuance/renewal of all kinds of licenses/permissions/approvals required is allowed subject to payment of renewal fees, if any, from this date to the Licensing Authorities. (Refer para 20 of the judgment)</p>	<p>All subsisting licenses, approvals, rights, entitlements, benefits, privileges, contract, lease etc., wherein the Corporate Debtor is entitled/involved will continue subject to payment of statutory dues with effect</p>	<p>Direct on and from the date of acquisition, all subsisting consents, licenses, approvals, rights, entitlements, benefits and privileges whether under law, contract, lease or license, granted in favour of the Corporate Debtor or to which the Corporate Debtor is entitled to shall, notwithstanding any provision to the contrary in their terms and</p>

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<p>commencement of the insolvency/liquidation proceedings under the Code, in relation to the Corporate Debtor be deemed to continue without disruption, for the benefit of the Corporate Debtor and all additional licenses, registrations and consents required by the Corporate Debtor be made available immediately from the date of the acquisition;</p>			<p>from this date. (Refer Para II h of the judgment) Prayer "h" is allowed subject to the payment of renewal fees, if any, from this date to the licensing authorities. (Refer Para II i of the judgment)</p>	<p>irrespective of the commencement of the insolvency/liquidation proceedings under the Code, in relation to the Corporate Debtor be deemed to continue without disruption, for the benefit of the Corporate Debtor and all additional licenses, registrations and consents required by the Corporate Debtor be made available immediately from the Date of the Acquisition; On and after the date of acquisition, all subsisting consents, licenses, approvals, rights, entitlements benefits and privileges whether under law, contract, lease or lease or license, granted in favour of the Corporate Debtor or to which the Corporate Debtor is entitled to shall, notwithstanding any provision to the contrary in their terms and irrespective of the commencement of</p>
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				<p>the insolvency/liquidation proceedings under the Code, in relation to the Corporate Debtor be deemed to continue without disruption, for the benefit of the Corporate Debtor and all additional licenses, registrations and consents required by the Corporate Debtor be made available immediately from the date of the acquisition;</p> <p>(Refer Para 14(L) of the judgment)</p>
<p>10. Direction be issued that the Corporate Debtor shall have a right to review and terminate any contract that was entered into prior to the date of the acquisition;</p>	<p>The Applicant / Corporate Debtor shall have the right to review and terminate any contract that was entered into prior to the date of this order.</p> <p>(Refer para 34(h) of the judgment)</p>	<p>The Successful Bidder/Corporate Debtor shall have the right to review and terminate any contract that was entered into prior to the date of this order.</p> <p>(Refer para 14 of the judgment)</p>	<p>Prayer "i" & "j" are allowed. (Refer para II j of the judgment)</p>	<p>Direct on and from the date of acquisition, the Respondent shall have a right to review and terminate any contract that was entered into prior to the date of the Acquisition;</p> <p>(Refer para 14(N) of the judgment)</p>
<p>11. A direction be issued that on and from the date of acquisition of the</p>	<p>All the assets specified in the E-auction</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>Direct that on and from the date of acquisition and upon payment of Part A of</p>

<p>Corporate Debtor by the Successful Bidder, all the assets specified in the complete E0Auction Memorandums shall continue to be the assets of the Corporate Debtor free from any Encumbrance or claims;</p>	<p>memorandum shall continue to be the assets of the Corporate Debtor on making the payment of the balance sale consideration to the Liquidator by the Applicant.</p> <p>(Refer para 34(m) of the judgment)</p> <p>The assets specified in the E-auction memorandum, on payment of the consideration as above will vest with the Applicant. Accordingly, prayers (m), (n) & (o) are allowed.</p> <p>(Refer para 34(h) of the judgment)</p>			<p>the entire sale consideration, all the assets specified in the complete E-Auction Memorandums shall continue to be the assets of the Corporate Debtor free from any Encumbrance or claims;</p> <p>(Refer Para 14(O) of the Judgment)</p>
<p>12. A direction be issued to the Petitioner to cooperate with and provide all necessary support and</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>On and from the date of acquisition, direct the Corporate Debtor and its officials to cooperate with, and provide all necessary</p>

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<p>assistance to the Petitioner, including but not limited to perfecting/amending /modifying/creating the land records in relation to all parcels of land, the immovable properties and assets, belonging to the Corporate Debtor in favour of the Corporate Debtor within 15 days from date of acquisition of the Corporate Debtor by the Successful Bidder;</p>				<p>support and assistance to the Respondent, including but not limited to perfecting/amending /modifying/creating the land records in relation to all parcels of land, the immovable properties and assets, belonging to the Corporate Debtor in favour of the Corporate Debtor within 15 days from date of acquisition;</p> <p>(Refer Para 14(P) Judgment)</p>
<p>13. A direction be issued to, (i) write back all the liabilities of the Corporate Debtor, including creditors, term loans, working capital loans, tax liabilities, other statutory liabilities, etc. which are not payable and reflect the total liabilities at the amount of the consideration (as reduced by the amount of insolvency resolution process costs and the liquidation costs)</p>	<p>The Liquidator and Applicant shall be at liberty to take all the steps required to make accounting entries for the smooth transmission and clearing the balance sheet.</p> <p>(Refer para 34(o) of the judgment)</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>On and from the date of acquisition, permit the Corporate Debtor through the Applicant to, immediately, (i) write back all the liabilities of the Corporate Debtor, including creditors, term loans, working capital loans, tax liabilities, other statutory liabilities, etc. which are not payable and reflect the total liabilities at the amount of the consideration (as reduced by the amount of</p>

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<p>determined in the auction; and (ii) the assets which are not recoverable (debtors, inventories and loans and advances, etc.) should be written down to their realizable value; in the financial statements (Profit and Loss Account and the Balance Sheet) of the Corporate Debtor as on 31.12.2021.</p>				<p>insolvency resolution process costs and the liquidation costs) determined in the auction; and (ii) the assets which are not recoverable (debtors, inventories and loans and advances, etc.) should be written down to their realizable value; in the financial statements (Profit and Loss Account and the Balance Sheet) of the Corporate Debtor as on 09.06.2021. Allow the Corporate Debtor through the Applicant to prepare and file the said financial statements with the relevant regulators such as Registrar of Companies, Income Tax Authorities, GST Authorities, etc.;</p> <p>(Refer para 14(Q) Judgment)</p>
<p>14. A direction be issued authorising the Corporate Debtor to prepare and file financial statement and returns (with required disclaimers)</p>	<p>The Liquidator is directed to ensure completion of pending filings with the</p>	<p>The Liquidator is directed to ensure necessary filing with the Registrar of Companies, Income Tax</p>	<p>No precedent exists</p>	<p>Allowed. Successful bidders are at liberty to reconstitute the Board of Directors as per the provisions of the Companies Act, 2013 and the</p>

either through the Petitioner or through any authorised person as it deem fit with the relevant regulators such as Registrar of Companies, Income Tax Authorities, or any governmental authorities etc.,	Registrar of Companies, Income Tax Authorities and any other Government / Statutory Authorities. (Refer para 34(p) of the judgment)	Authorities and any other Government/Statutory Authorities. (Refer para 18 of the judgment)		appropriate filings may be effected before the RoC concerned. (Refer Para 14(K) judgment)
15. A direction be issued to that all the compliances for the period up to the date of acquisition of the Corporate Debtor by the Successful Bidder including the filing of necessary documents and returns with the Registrar of Companies, Income Tax Authorities any other Government Authorities deemed to be completed;	No precedent exists	No precedent exists	No precedent exists	Allowed. Successful bidders are at liberty to reconstitute the Board of Directors as per the provisions of the Companies Act, 2013 and the appropriate filings may be effected before the RoC concerned. (Refer Para 14(K) judgment)
16. A direction be issued that the brought forward tax losses and unabsorbed depreciation of the Corporate Debtor be permitted to be carried forward and setoff against future income as change of	The Corporate Debtor is entitled to get the benefits of brought forward losses, if any, subject to permission of the appropriate authority if so	No precedent exists	No precedent exists	Direct on and from the date of acquisition that the brought forward tax losses of the Corporate Debtor be permitted to be carried forward and setoff against future income as change of shareholding of the

<p>shareholding of the Corporate Debtor is pursuant to the bid submitted by the Petitioner under the E-Auction Process;</p>	<p>entitled under the relevant provisions of the Income Tax Act, 1961. (Refer para 34(q) of the judgment)</p>			<p>Corporate Debtor is pursuant to the bid submitted by the Respondent under the E-Auction process; Allowed to the extent that the Corporate Debtor shall be entitled to get the benefits of brought forward losses, if any, subject to permission of appropriate income authority if so entitled under the relevant provisions of the Income Tax Act, 1961. (Refer para 14(R) Judgment)</p>
<p>17. A direction be issued so that the bid submitted by the Petitioner should be considered to be a resolution plan under Section 79 of the Income Tax Act, 1961;</p>	<p>As far as the prayer for considering the bid submitted by the Applicant as Resolution Plan under Section 79 of Income Tax Act, 1961 is concerned, the Applicant may approach the authority concerned who would consider such request under the Income Tax Act.</p>	<p>As far as the prayer for considering the bid submitted by the successful bidder as Resolution Plan under Section 79 of the Income Tax Act, 1961 is concerned, the bidder may approach the authority concerned who would consider such request under the Income Tax Act. (Refer para 19 of</p>	<p>No precedent exists</p>	<p>The appropriate Authority may take a view (Refer Para 14(S) Judgment)</p>

	(Refer para 34(s) of the judgment)	the Judgment)		
18. A direction be issued to the Registrar of Companies to adopt the Memorandum and Articles of Association of the Corporate Debtor as revised with the consent of the Successful Bidder.	No precedent exists	No precedent exists	No precedent exists	On and from the date of acquisition direct the Registrar of Companies to adopt the Memorandum and Articles of Association of the Corporate Debtor as revised with consent of the Respondent; (Refer to para 14(T) of the Judgment)
19. A direction be issued to the Registrar of Companies to cooperate for any requirements for cancellation of share capital and allotment of shares to the Successful Bidder within 30 days from the date of order of this Learned Tribunal.	No precedent exists	No precedent exists	No precedent exists	This is a special request and it is felt that no order is essential in this regard. (Refer to Para 14(U) of the Judgment)
20. A direction be issued to the Creditors including bank and other financial creditors, to take necessary action to get the name of the Corporate Debtor removed from defaulter	No precedent exists	No precedent exists	No precedent exists	On and from the date of acquisition, permit the Corporate Debtor and the creditors including bank and other financial creditors to take necessary action to get the name of the Corporate Debtor removed from defaulter lists with Credit Information

lists with Credit Information Companies (e.g., CIBIL), RBI Information Utilities under the IBC Code, wilful defaulter list if any etc. and to treat the account of the Corporate Debtor as standard.				Companies (eg., CIBIL), RBI, Information Utilities under the IBC Code, wilful defaulter list if any etc. and to treat the account of the Corporate Debtor as standard; (Refer para 14(V) Judgment)
21. A direction be issued so that all regulatory approvals, licenses, contracts and claims are sustained in the manner required by the Successful Bidder for maintaining the Corporate Debtor as a going concern.	No precedent exists	No precedent exists	No precedent exists	Pass a direction that on and from the date of acquisition, all regulatory approvals, licenses and contracts are sustained in the manner required by the Respondent for maintaining the Corporate Debtor as a going concern; (Refer para 14(W) Judgment)
22. A direction be issued so that all the creditors are discharged, and the Corporate Debtor and its assets and receivables are free from any claims or encumbrances.	No precedent exists	No precedent exists	No precedent exists	On and from the date of acquisition, pass a direction that all the creditors are discharged, and the Corporate Debtor and its assets and receivables are free from any claims or encumbrances except to the extent as stipulated under LOI, until Part B is

				repaid fully; (Refer para 14(X) of the Judgment)
23. A direction be issued so that the Successful Bidder and the Corporate Debtor are not responsible for other claims, liabilities, or obligations	No precedent exists	No precedent exists	No precedent exists	As per the relevant provisions of law (Refer Para 14(Y) Judgment)
24. A direction be issued so that all legal or regulatory proceedings (irrespective of its stage or sanctity or whether initiated or not) against the Corporate Debtor shall stand cancelled.	No precedent exists	No precedent exists	No precedent exists	As per the relevant provisions of appropriate law (Refer Para 14(Z) of the Judgment)
25. A direction be issued that no statutory/compliance liability emanating from any subsidiary of the Corporate Debtor or by virtue of any guarantee or	No precedent exists	No precedent exists	No precedent exists	No precedent exists

<p>undertaking issued by the Corporate Debtor shall fall upon the Corporate Debtor or the Successful Bidder after the Successful Bidder takes over the Corporate Debtor on a going concern basis with a clean slate as per the order in this petition.</p>				
<p>26. A direction that any money recovered by the Corporate Debtor be passed to the Creditors subject to deduction of taxes as may be applicable as per provisions of the Income Tax Act.</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>
<p>27. A direction be issued that the Corporate Debtor and the Successful Bidder shall not be liable for any other liabilities/compliances, including statutory liabilities/compliances in the form</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>

<p>of tax, fees, cess, duties, such as rental dues, road taxes, toll taxes, penalties, electricity dues, property tax dues, water & sewage tax dues & vacant land taxes etc, in relation to any of the assets or affairs of the Corporate Debtor, for the period prior to the date of the order of the Hon'ble NCLT, granting these reliefs.</p>				
<p>28. A direction be issued that Liquidator shall continue for the period until completion of the process as contemplated in this petition and till the final report to be submitted to IBBI/NCLT.</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>
<p>29. Other or further orders or orders be passed and/or direction or directions be given as this</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>	<p>No precedent exists</p>

Learned Tribunal may deem fit and proper.				
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5. A perusal of the above referred judgments would show that similar reliefs were granted by the co-ordinate benches. Hence, this Application is allowed as prayed for.

In the result, the IA (IBC)/39/2022 in TCP(IB) No.33/7/AMR/2019 is disposed of.

Sd/-

JUSTICE TELAPROLU RAJANI
MEMBER JUDICIAL

Swamy Naidu