

**IN THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI
BENCH- I**

IA No. 7 of 2025 IN

CP(IB) No.4308 of 2018

Under Section 30(6) and 60(5) of the
Insolvency and Bankruptcy Code,
2016 read with Rule 11 of the NCLT
Rules, 2016

In the Application of

Mr. Mahesh Kumar Gupta

**RP of Bionext Pharma Private
Limited**

...Resolution
Professional/Applicant

In the matter of

M/s. V. Navin

...Petitioner/ Operational Creditor

v.

Bionext Pharma Private Limited

...Corporate Debtor

Order pronounced on 19.02.2025

Coram:

Hon'ble Member (Judicial) : Sh. Justice Virendrasingh G. Bisht
(Retd.)

Hon'ble Member (Technical) : Sh. Prabhat Kumar

Appearances:

For the Applicant:

Mr. Devarajan Raman a/w
Adv. Lahu Gholap

ORDER

Brief Facts:

1. The present Application is moved by Resolution Professional **Mr. Mahesh Kumar Gupta** (hereinafter referred to as the “Applicant/Resolution Professional”) under Section 30(6) and 60(5) of the Insolvency and Bankruptcy Code, 2016 (hereinafter referred to as the “Code/IBC”) read with Rule 11 of the NCLT Rules, 2016 for seeking approval of the Resolution Plan dated 03.12.2024, submitted by M/s Shreeji Pipes (hereinafter referred to as the “Successful Resolution Applicant/SRA”), which is approved by 100% of the voting share of the members of the Committee of Creditors (hereinafter referred to as “CoC”), for **Bionext Pharma Private Limited** (hereinafter referred to as the “Corporate Debtor/CD”) and for passing order/appropriate direction that this Tribunal may deem fit in the present matter.
2. The Corporate Debtor bearing CIN U24232MH2004PTC148628 having its registered address at Plot No C-373, MIDC, TTC Industrial Area Pawane, Village Turbhe, Navi Mumbai, Maharashtra, India - 400705 is incorporated on 16.09.2004 under Companies Act, 1956. Its authorised share capital is Rs. 60,00,000/- and its paid up capital is Rs.42,00,000/-. It is engaged in the business of manufacturing a wide range of Cough Syrups, Pharmaceutical Drugs, Tonics and Antacid Gels.
3. The CP(IB) No.4308 of 2019 was filed under Section 9 of IBC, 2016 by M/s V. Navin which was admitted into CIRP vide Order

dated 20.03.2024 passed by this Bench. Vide the said order, this bench appointed Mr. Mahesh Kumar Gupta (Registration No.: IBBI/IPA001/IP-P00478/2017-18/10866) as the interim resolution professional (“IRP” or “Interim Resolution Professional”). Subsequently, the CoC of the Corporate Debtor in their first meeting dated 25.04.2024 approved the appointment of Mr. Mahesh Kumar Gupta as the Resolution Professional of the Corporate Debtor.

4. That Pursuant to his appointment as the Interim Resolution Professional (**“IRP”**), a Public Announcement was made in Form A on 23.03.2024, which was published on 26.03.2024 in widely circulated newspapers namely Financial Express in English and Mumbai Lakshdeep in Marathi at Mumbai, in accordance with Section 15 of the Insolvency and Bankruptcy Code, 2016 read with Regulation 6 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulation, 2016.
5. The Applicant received the claims of various creditors of CD. In compliance with section 21 of the Insolvency and Bankruptcy Code, 2016 and the regulation 13(2)(d) of IBBI (Insolvency Regulation Process of Corporate Person) Regulation, 2016, the IRP filed the list of Creditors & report constituting the CoC with this Bench on 20.04.2024, which was taken on record vide Order dated 05.06.2024 in IA/2836/2024. The members of the CoC only consist of a sole secured financial creditor, viz. DMK Jaoli Sahkari Bank Ltd., with 100% voting shares.
6. The Applicant conducted 19 meetings of the CoC, summary of which is as follows:

Heads	Date of CoC Meetings	Important points of meeting
1 st CoC	25.04.2024	<p>The Applicant apprised the CoC about the list of Creditors as per Regulation 13 (2) (d) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, about the constitution of CoC and voting share of the Secured Financial Creditor (DMK Jaoli Sahkari Bank Ltd. being 100%)</p> <p>The Applicant proposed to the CoC to reduce the notice period from 5 days to such other period of not less than 24 hrs, as it deems fit. CoC decided to call subsequent meetings of the Committee at a shorter notice of not less than 72 hrs. The Applicant was confirmed as the Resolution Professional.</p>
2 nd CoC	21.05.2024	<p>The Applicant discussed the details of the claims received. The CoC approved the draft Form G so that the same can be published. The Applicant apprised the CoC that from 1st April 2020 till date the Suspended Directors have not yet filed the accounts. Mr. Manoj Desai (Suspended Director) informed that he will give all the papers in the next 10 days.</p>
3 rd CoC	27.05.2024	<p>The meeting recorded the Non – cooperation by the suspended Board of directors and the documents required. The Promoter expressed his inability due to the non-availability of employees handling the function. However, he assured to provide the details as early as possible.</p> <p>The EOI and the RFRP was approved. The status of various matters were discussed.</p>
4 th CoC	05.08.2024	<p>The Applicant apprised the CoC about the details and documents sought from the Suspended Directors which is yet to be received. The Applicant further apprised the CoC that he has filed a Section 19 (2) Application against the Suspended Directors of the CD. The Applicant further apprised that out of 11 persons who participated in the EOI process, only 3 persons have deposited the EMD amount. The Applicant requested the CoC to reduce the notice period from 5 days to 2 days for conducting a meeting of the CoC.</p>
5 th CoC	03.09.2024; 05.09.2024 (adjourned)	<p>The Applicant apprised the CoC that 11 aspirants EOI for Resolution Plan has been selected in the list of final list of PRAs. The last extended date for submission of the Resolution Plan was 27.08.2024. The Applicant received three Resolution Plans from (i) Megamet Steels Pvt. Ltd.; (ii) Mr. Keyur Mehta and (iii) Mr. Shriram Kharche.</p> <p>The Resolution Plans were opened with the permission of the CoC on 29.08.2024 and were verified by the RP. Thereafter, the Authorised Representative of the Resolution Applicants one by one explained their respective Resolution Plans.</p>
6 th CoC	16.09.2024; 19.09.2024;	<p>The Applicant apprised the CoC that he has received Revised Resolution Plans from two RA i.e. from (i) Megamet Steels Pvt. Ltd., and (ii) Mr. Keyur Mehta.</p>

	(adjourned) and 24.09.2024 (adjourned)	The Applicant prepared and tabled the summary of Revised Resolution Plans and briefed the critical points of the Resolution Plans to the CoC Members. The CoC by 100% votes rejected both the Resolution Plans and decided to publish fresh Form G for inviting EOI from PRAs.
7 th CoC	30.10.2024	The Applicant apprised the CoC that EPFO has submitted the claim of Rs.1,25,15,112/- vide e-mail dated 23.10.2024. Then, he requested Mr. Manoj Desai, Suspended Director to explain the said liability to which Mr. Manoj Said that the EPFO has passed an order dated 09.07.2021 and directed him to pay Rs. 19,68,929/- for the inquiry period April, 2011 to November, 2017. He further said that he has already paid Rs. 26,91,676/- against the said order and now the actual liability for the said inquiry period is Rs. 94,408/- only. Further, the factory is not operational since 2022 and hence the PF liability for that period should not arise. The Applicant further apprised that the final list of PRAs consisting of 14 PRAs was issued on 19.10.2024 and the last date for submission of Resolution Plan is 20.11.2024, against the fresh EOI that was issued.
8 th CoC	02.12.2024	The Applicant apprised the CoC that he has received four Resolution Plans from (i) Megamet Steels Pvt. Ltd., (ii) M/s. Shreeji Pipe, (iii) M/s. Silver Agro Foods and (iv) Mr. Shriram Kharche before the last date. The Applicant prepared and tabled the Summary of Resolution Plans and briefed the critical points of Resolution Plan. The Authorised Representatives of the Resolution Applicants explained their respective Resolution Plan in brief. The CoC asked the Resolution Applicants to increase the Resolution Plan amount to which all the Resolution Applicants replied that they need more time to discuss regarding the financial proposal of the Resolution Plan.
9 th CoC	09.12.2024	The Applicant informed the CoC that out of four PRAs, M/s. Shriram Kharche has not deposited the EMD and hence, the Resolution Plan submitted by them was not put for voting. The Other Resolution Plans were discussed and deliberated upon by the members of the CoC. The Resolution Plan of M/s. Shreeji Pipe was approved by CoC representing 100% of voting shares.

7. Pursuant to the regulation 27(1) of Insolvency Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the RP has appointed Four Valuers. The valuers carried out valuation and submitted their final valuation report as under:

LAND AND BUILDING

Sr. No.	Valuer	Fair Value Amount (In Rs.)	Liquidation Value (In Rs.)
1.	Ajit K. Navani	5,92,43,200.00	4,73,94,560.00
2.	Mihir A. Patel	6,92,36,545.00	5,53,89,236.00
	Average Value	6,42,39,872.50	5,13,91,898.00

PLANT & MACHINERY

Sr. No.	Valuer	Fair Value Amount (In Rs.)	Liquidation Value (In Rs.)
1.	Yogesh Rasal	1,06,30,135.00	85,04,108.00
2.	Chandrashekhar Shashikant Joshi	80,36,367.00	64,58,002.00
	Average Value	93,33,251.00	74,81,055.00

8. Summary of Valuation:

Fair Value of Bionext Pharma Private Limited			
Sr. No.	Assets	Valuer 1	Valuer2
1.	Land and Building	5,92,43,200	6,92,36,545
2.	Plant and Machinery	1,06,30,135	80,36,367
Total Fair Value		6,98,73,335	7,72,72,912
Average Fair Value		7,35,73,124	

Liquidation Value of Bionext Pharma Private Limited			
Sr.no.	Assets	Valuer 1	Valuer 2
1.	Land and Building	4,73,94,560	5,53,89,236
2.	Plant and Machinery	85,04,108	64,58,002
Total Liquidation Value		5,58,98,668	6,18,47,238
Average Liquidation Value		5,88,72,953	

9. There is no avoidance transaction Application filed or pending.
10. Pursuant to the Regulation 36A of Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for corporate person) Regulations, 2016, the Applicant has published brief particulars of the invitation of expression of interest in Form G on 22.05.2024 following its discussion in the 2nd CoC Meeting held on 21.05.2024.

Salient Features of the Resolution Plan

11. The summary of the payment proposed to be made under the Resolution Plan dated 03.12.2024 are as follows:

Category	Value of Claims Admitted (in Rs.)	Amount to be paid as per the Resolution Plan (in Rs.)	% Based on admitted claim
CIRP Costs		30,00,000	
Secured Financial Creditors	9,17,81,773	7,81,50,147	85.14%
Unsecured Financial Creditors	NA	NA	NA
Employees	NA	NA	NA
Operational Creditors (including Statutory Creditors)	41,67,175	2,00,000	4.79%
Statutory dues (EPFO)	81,49,853	81,49,853	100%
Other Creditors (other than FC and OC)	NA	NA	NA
Total	9,59,48,948	8,95,00,000	

12. The amount offered is payable within 60 days as per terms of the resolution plan after it is approved by the NCLT.

- a. **Employee and Workmen Dues:** There are no employee or workmen dues in the present case.
- b. **Operational Creditors:** The Resolution Applicant proposes to make a payment of Rs.2,00,000/- (Rupees Two Lacs only) to Operational Creditors of the Corporate Debtor as detailed below:

Category of Creditor	Amount claimed (Rs.)	Amount Admitted (Rs.)	Payment to be made (Rs.)	% offered based on amount claimed	% offered based on amount admitted
Operational dues	78,43,980	41,67,175	2,00,000	2.55	4.80

- c. **Secured Financial Creditors:** The Resolution Applicant proposes to make a payment of Rs.20,50,00,000/- (Rupees Twenty Crore Fifty lacs only) to Secured Financial Creditor of the Corporate Debtor as detailed below:

Sr.no.	Category of Creditor	Amount claimed (Rs.)	Amount Admitted (Rs.)	Payment to be made (Rs.)	% offered based on	% offered based on amount admitted
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					amount claimed	
1.	Secured Financial Creditors	9,17,81,773	9,17,81,773	7,81,50,147*	85.15	94.02%

*The amount provided for the secured financial creditors in the resolution plan is Rs. 8,63,00,000/-. However, this includes the liability Payable to the PF department of Rs. 81,49,853/- as the condition in the plan is that any liability other than the proposed in the plan shall be paid out of the resolution amount proposed to the secured financial creditors. Hence, the net amount payable to the Secured Financial creditors is reflected here.

d. Unsecured Financial Creditors: There are no Unsecured Financial Creditors in the case of the Corporate Debtor.

e. Other Creditors: There are no other Creditors in the case of the Corporate Debtor.

f. Statutory Dues (Employees Provident Fund Organisation): The Resolution Applicant proposes to make of Rs.81,49,853/- (Rupees Eighty-One Lacs Forty-Nine Thousand Eight Hundred and Fifty-Three only) towards Statutory Dues of EPFO which is detailed as follows:

Sr.no.	Category of Creditor	Amount claimed (Rs.)	Amount Admitted (Rs.)	Payment to be made (Rs.)	% offered based on amount claimed	% offered based on amount admitted
1.	Statutory Dues (EPFO)	81,49,853	81,49,853	81,49,853	100%	100%

13. Total estimated CIRP cost is Rs.30,00,000/-. However, the CIRP costs would be paid as per actuals. In case, the actual CIRP Costs exceeds Rs.30,00,000/- then such "Excess CIRP Cost" would be adjusted from the amount proposed to be paid to Secured Financial Creditor. In case, the actual CIRP Costs does not

exceed Rs.30,00,000/- then the balance amount would be distributed amongst the Secured Financial Creditors.

14. The Secured Financial Creditor shall be paid an amount of Rs.7,81,50,147/- (Rupees Seven Crore and Eighty-One Lacs Fifty Thousand One Hundred and Forty-seven only). The amount shall be paid to the financial creditor within period of 60 days from the date of approval of the resolution plan as under:

Particulars	Amount (In Rs.)
Within 30 days from the date of approval of the resolution plan.	2,00,00,000/-
Within 60 days from the date of approval of the resolution plan.	5,81,50,147/-

15. Any liabilities owed to Maharashtra Industrial Development Corporation (MIDC), Navi Mumbai Municipal Corporation (NMMC), or any other government department, shall be paid from the amount allocated to the Secured Financial Creditors.
16. There are no unsecured Financial Creditors of the Corporate Debtor and there are no other Creditors of the Corporate Debtor.
17. The provision for the payment to the Operational Creditors has to be made as per section 30(2)(b) of the Code read with regulation 38 of the IBBI (Insolvency Resolution for Corporate Persons) Regulations 2016. The RA shall pay to the OC, an amount which is higher than the LV available for their Claims in the event of a liquidation of the CD under Section 53 of the Code; and the amount that would have been distributed in accordance with the order of priority in sub-section (1) of Section 53 of the Code, priority to other Creditors of the CD, as an Upfront Payment. The said amount shall be distributed to the other OC in proportion to their admitted Claims. In this case the average LV of the assets is Rs. 5,88,72,953 and the admitted claim of the SFC is 9,17,81,773.

Hence, the LV of OC is NIL. However, the plan proposes to settle the OC at Rs. 2,00,000/-

18. There are no dissenting financial creditors in the present case.
19. An Implementation and Monitoring Committee ('**IMC**') shall be immediately constituted after the approval of the Resolution Plan by this bench. The affairs of the CD shall be managed by IMC to monitor the distribution of the amount as envisaged in the Plan and to cooperate for the successful implementation of the approved Resolution Plan.
20. On and from the NCLT approval date, the Resolution Professional and the CoC shall become functus officio. IMC shall be formed and chaired by the Insolvency Professional, to be appointed and recommended by the SRA on approval of the Resolution Plan. The IMC shall consist of an IP, representative of the FC, and one representative of the SRA. The IMC shall supervise the implementation of the Resolution Plan and shall be required and entitled to do all such acts, deeds, matter and things as may be necessary, desirable or expedient in order to supervise the implementation of the Resolution Plan.
21. The Board has prescribed the following in IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 in Regulation 38:
 - i. **Payment to the Operational Creditors**: As per the provisions the amount due to the operational creditors under the plan has to be paid in priority over financial creditors. The CoC comprise of a sole secured financial creditor. The Operational Creditors are being paid Rs.2,00,000/- (Rupees Two Lacs only) which is higher than the liquidation value available to them in the event of liquidation of the Corporate Debtor.

- ii. **Payment to dissenting Financial Creditors:** There are no Dissenting Financial Creditors.
- iii. **Statement regarding dealing with the interest of all the stakeholders:** This has been provided in clause 5.1.1 of the Resolution Plan.
- iv. **Statement of the past failure of the RA in respect of other plan:** no such past failures.
- v. **Term of the plan and implementation schedule as per regulation 38 (2) (a) of IBBI (Insolvency Resolution for Corporate Person) Regulation, 2016:** The plan provides for upfront payment of Rs.8.95 Crore within 60 days of the record date. Record date is the date of approval of the Resolution plan by the Adjudicating Authority. The implementation shall be completed on the effective date which is 60th day from the record date.
- vi. **Management and control of the business during its term:** The RA shall employ suitably qualified professional to manage the business and operation of the CD.
- vii. **Supervision & Implementation:** The monitoring committee shall supervise the implementation of plan until the closing date. The RA will work towards obtaining all approval necessary for implementing the plan with the prescribed time line.

Compliance as per Regulation 38 (3)

- a. Addresses the cause of default on para Clause 5.6 of the Resolution Plan.
- b. It is feasible and viable as indicated in Clause 5.7 of the Resolution Plan.
- c. Has provision for effective implementation mentioned Clause 5.8 of the Resolution Plan.

viii. **Undertaking by Resolution Applicant that all information and records provided are true and correct as per Reg 39 (1) (c)**

The undertaking is annexed as Exhibit – ‘F’ to the Application.

ix. **Meeting of Liquidation Cost as per Reg 39B:** As the CoC approved the Resolution Plan in the 9th CoC Meeting held on 09.12.2024 with 100% of voting rights. However, the CoC did not consider the estimation of the Liquidation cost along with the terms of the appointment of liquidator covering: (i) Reg. 39B: Estimated Liquidation cost; (ii) Reg. 39C: Assessment as going concern; and (iii) Reg. 39D: Fees to the Liquidator. Hence, these shall be taken up at the first SCC meeting to be held in the event of Liquidation of the CD, due to non-approval of the resolution plan by the Tribunal.

22. **COMPLIANCE CERTIFICATE BY RESOLUTION**

PROFESSIONAL: Compliance Certificate in form H provided by the Resolution Professional is attached with the Petition. The SRA has provided a financial bank guarantee of an amount not exceeding Rs.1,35,00,000/- The Applicant has placed on record a copy of the Letter of intent by the Applicant to the SRA performance Bank Guarantee dated 12.12.2024.

23. **PENDING LITIGATION IN RESPECT OF AVOIDANCE**

TRANSACTION: There are no avoidance transaction application pending by the Corporate Debtor.

24. **RELIEFS AND CONCESSIONS AS SOUGHT BY THE**

RESOLUTION APPLICANT AND APPROVED BY THE

COC: The SRA has sought various reliefs and concessions more particularly delineated in the Resolution Plan.

25. **PENDING IAs BEFORE THE ADJUDICATING**

AUTHORITY AND OTHER PROCEEDINGS: All the legal suits and proceedings that have been initiated against the

Company in relation to recovery of any debt shall be deemed to be withdrawn by the relevant party from the NCLT approval date.

Statutory Compliance

26. In compliance of Section 30(2) of IBC, 2016, the Resolution Professional has examined the Resolution plan of the Successful Resolution Applicant and confirms that this Resolution Plan:
- a) Provides for payment of Insolvency Resolution Process cost in a manner specified by the Board in the priority to the payment of other debts of the Corporate Debtor;
 - b) Provides for payment of debts of Operational Creditor in such manner as may be specified by the board which shall not be less than
 - (i) the amount to be paid to such creditors in the event of liquidation of the Corporate Debtor under Section 53;
 - or
 - (ii) the amount that would have been paid to such creditors, if the amount to be distributed under the Resolution Plan had been distributed in accordance with sub-section (1) of Section 53 in the event of liquidation of the Corporate Debtor.
 - c) Provides for management of the affairs of the Corporate Debtor after approval of Resolution Plan;
 - d) The implementation and supervision of Resolution Plan;
 - e) Does not prima facie contravene any of the provisions of the law for time being in force,
 - f) Confirms to such other requirements as may be specified by the Board.
 - g) As per the Affidavit, the Resolution Applicant is not covered under 29A.

27. In compliance of Regulation 38 of CIRP Regulations, the Resolution Professional confirms that the Resolution plan provides that
- a) The amount due to the Operational Creditors under Resolution Plan shall be given priority in payment over Financial Creditors.
 - b) It has dealt with the interest of all Stakeholders including Financial Creditors and Operational Creditors of the Corporate Debtor.
 - c) A statement that neither the Resolution Applicants nor any related parties have failed to implement nor have contributed to the failure of implementation of any other Resolution Plan approved by the Adjudicating Authority in the past.
 - d) The terms of the plan and its implementation schedule.
 - e) The management and control of the business of the Corporate Debtor during its term.
 - f) Adequate means of Supervising its implementation.
 - g) The Resolution Plan Demonstrate that it addresses
 - i. The cause of the Default
 - ii. It is feasible and viable
 - iii. Provision for effective implementation
 - iv. Provisions for approvals required and the time lines for the same.
 - v. Capability to Implement the Resolution Plan
28. The Resolution Professional has submitted Form-H under Regulation 39(4) of the CIRP Regulations to certify that the Resolution Plan as approved by the CoC meets all the requirements of the IBC and its Regulations, the relevant parts of which are reproduced below:

FORM H
COMPLIANCE CERTIFICATE

*(Under Regulation 39(4) of the Insolvency and Bankruptcy Board of India
(Insolvency Resolution Process for Corporate Persons) Regulations, 2016*

I, Mahesh Kumar Gupta, an Insolvency Professional enrolled with Indian Institute of Insolvency Professionals of ICAI and registered with the Board with registration number IBBI/IPA-001/IP-P00478/2017-18/10866, am the Resolution Professional for the Corporate Insolvency Resolution Process (CIRP) of Bionext Pharma Private Limited (“Corporate Debtor”).

2. The details of the CIRP are as under:

Sr. No.	Particulars	Description
1	<i>Name of the CD</i>	<i>Bionext Pharma Private Limited</i>
2	<i>Date of Initiation of CIRP</i>	<i>20th March, 2024</i>
3	<i>Date of Appointment of IRP</i>	<i>20th March, 2024</i>
4	<i>Date of Publication of Public Announcement</i>	<i>23rd March, 2024</i>
5	<i>Date of Constitution of CoC</i>	<i>20th April, 2024</i>
6	<i>Date of First Meeting of CoC</i>	<i>22nd April, 2024 and adjourned to 25th April, 2024</i>
7	<i>Date of Appointment of RP</i>	<i>25th April, 2024</i>
8	<i>Date of Appointment of Registered Valuers</i>	<i>30th April, 2024</i>
9	<i>Date of Issue of Invitation for EoI</i>	<i>01st Form – G:- 22nd May, 2024 02nd Form – G:- 25th September, 2024</i>
10	<i>Date of Final List of Eligible Prospective Resolution Applicants</i>	<i>01st Form – G:- 16th July, 2024 02nd Form – G:- 19th October, 2024</i>
11	<i>Date of Invitation of Resolution Plan</i>	<i>01st Form – G:- 21st July, 2024 02nd Form – G:- 21st October, 2024</i>
12	<i>Last Date of Submission of Resolution Plan</i>	<i>01st Form – G:- 20th August, 2024 which was further extended to 27th August, 2024 02nd Form – G:- 20th November, 2024 which was further extended to 22nd November, 2024 due to election on 20th November, 2024</i>

13	<i>Date of Filing of Resolution Plan with Adjudicating Authority</i>	<i>Proposed to be filed on 24th December, 2024</i>
14	<i>Date of Expiry of 180 days of CIRP</i>	<i>16th September, 2024</i>
15	<i>Date of Order extending the period of CIRP</i>	<i>Order for extension of 90 days beyond 180 days of CIRP period was passed on 24th October, 2024 vide IA 5074/2024 in CP (IB) 4308(MB) 2019. Another IA has been filed for an extension up to 3012.2024 and order for the same is awaited.</i>
16	<i>Date of Expiry of Extended Period of CIRP</i>	<i>16th December, 2024</i>
17	<i>Fair Value</i>	<i>Rs. 7,35,73,124/-</i>
18	<i>Liquidation value</i>	<i>Rs. 5,88,72,953/-</i>
19	<i>Number of Meetings of CoC held</i>	<i>10 (Ten)</i>

3. I have examined the Resolution Plan received from Resolution Applicant “M/s Shreeji Pipe” and it was approved by Committee of Creditors (CoC) of Bionext Pharma Private Limited.

4. I hereby certify that –

- i. the said Resolution Plan complies with all the provisions of the Insolvency and Bankruptcy Code 2016 (Code), the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 (CIRP Regulations) and does not contravene any of the provisions of the law for the time being in force.
- ii. the Resolution Applicant M/s Shreeji Pipe has submitted an affidavit pursuant to section 30(1) of the Code confirming its eligibility under section 29A of the Code to submit resolution plan. The contents of the said affidavit are in order.
- iii. the said Resolution Plan has been approved by the CoC in accordance with the provisions of the Code and the CIRP Regulations made thereunder. The Resolution Plan has been approved by 100% of voting share of financial creditors after considering its feasibility and viability and other requirements specified by the CIRP Regulations.
- iv. I sought vote of members of the CoC during the CoC meeting by show of hands.

5. The list of financial creditors of the CD Bionext Pharma Private Limited being members of the CoC and distribution of voting share among them is as under:

Sr. No.	Name of Creditor	Voting Share (%)	Voting for Resolution Plan (Voted for / Dissented / Abstained)
1	DMK Jaoli Sahakari Bank Limited	100 %	Voted for

6. The Resolution Plan includes a statement under regulation 38(1A) of the CIRP Regulations as to how it has dealt with the interests of all stakeholders in compliance with the Code and regulations made thereunder.

7. The amounts provided for the stakeholders under the Resolution Plan is as under:

(Amount in Rs. lakh)

Sr. 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	--	--	--	--
		(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	917.82/-	917.82/-	781/-	85.09%
		Total[(a) + (b)]	917.82/-	917.82/-	781/-	85.09%
2	Unsecured Financial Creditors	(a) Creditors not having a right to vote under sub-section (2) of section 21	--	--	--	--
		(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	--	--	--	--
		Total[(a) + (b)]	--	--	--	--
3	Operational Creditors	(a) Related Party of Corporate Debtor	--	--	--	--
		(b) Other than (a) above:				
		(i) Workmen	--	--	--	--
		(ii) Employees	--	--	--	--
		(iii) Government	81.49/-	81.49/-	81.49/-	100%
		(iv) Other Operational Creditors	78.44/-	41.67/-	2/-	2.55%
			Total[(a) + (b)]	159.93/-	123.16/-	83.49/-
4	Other debts and dues	--	--	--	--	--
Grand Total			1077.75/-	1040.98/-	864.49/-	80.21%

**If there are sub-categories in a category, please add rows for each sub-category.*

Amount provided over time under the Resolution Plan and includes estimated value of non-cash components. It is not NPV.]

8. The interests of existing shareholders have been altered by the Resolution plan as under: Not Applicable

Sr. No	Category of Share Holder	No. of Shares held before CIRP	No. of Shares held after the CIRP	Voting Share (%) held before CIRP	Voting Share (%) held after CIRP
1	Equity	4,20,000	NIL	100%	NIL
2	Preference	NIL	NIL	NIL	NIL

9. The compliance of the Resolution Plan is as under:

Section of the	Requirement with respect to Resolution Plan	Clause of Resolution Plan	Compliance
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IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH- I

IA (IBC) (PLAN)/7/2025
IN CP (IB)/4308 (MB)/2018

Code / Regulation No.			ce (Yes / No)
25(2)(h)	<i>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?</i>	<i>The Resolution Applicant has provided Net Worth Certificate.</i>	Yes
Section 29A	<i>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?</i>	<i>Resolution Applicant has provided the Affidavit of eligibility u/s 29A.</i>	Yes
Section 30(1)	<i>Whether the Resolution Applicant has submitted an affidavit stating that it is eligible?</i>	Yes	Yes
Section 30(2)	<i>Whether the Resolution Plan-</i> <i>(a) provides for the payment of insolvency resolution process costs?</i> <i>(b) provides for the payment to the operational creditors?</i> <i>(c) provides for the payment to the financial creditors who did not vote in favour of the resolution plan?</i> <i>(d) provides for the management of the affairs of the corporate debtor?</i> <i>(e) provides for the implementation and supervision of the resolution plan?</i> <i>(f) contravenes any of the provisions of the law for the time being in force?</i>	<i>Clause No. 6.2 on Page No. 21</i> <i>Clause No. 6.4 on Page No. 25</i> <i>Clause No. 6.3.2 on Page No. 23</i> <i>Clause No. 5.4 on Page No. 14-15</i> <i>Clause No. 5.5 on Page No. 15-17</i>	Yes Yes Yes Yes Yes No
Section 30(4)	<i>Whether the Resolution Plan</i> <i>(a) is feasible and viable, according to the CoC?</i> <i>(b) has been approved by the CoC with 66% voting share?</i>	Yes Yes	Yes Yes
Section 31(1)	<i>Whether the Resolution Plan has provisions for its effective implementation plan, according to the CoC?</i>	Yes	Yes
Regulation 38 (1)	<i>Whether the amount due to the operational creditors under the resolution plan has been given priority in payment over financial creditors?</i>	<i>Clause No. 6.4.2 on Page No. 25</i>	Yes
Regulation 38(1A)	<i>Whether the resolution plan includes a statement as to how it has dealt with the interests of all stakeholders?</i>	<i>Clause No. 5.1 on Page No. 13</i>	Yes
Regulation 38(1B)	<i>(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.</i> <i>(ii) If so, whether the Resolution Applicant has submitted the statement giving details of such non-implementation?</i>	<i>Clause No. 5.2 on Page No. 14</i> N.A.	Yes Yes
Regulation 38(2)	<i>Whether the Resolution Plan provides:</i> <i>(a) the term of the plan and its implementation schedule?</i> <i>(b) for the management and control of the business of the corporate debtor during its term?</i> <i>(c) adequate means for supervising its implementation?</i>	<i>Clause No. 5.3 on Page No. 14</i> <i>Clause No. 5.4 on Page No. 14</i> <i>Clause No. 5.4 on Page No. 14-15</i>	Yes Yes Yes
38(3)	<i>Whether the resolution plan demonstrates that –</i>	<i>Clause No. 5.6, 5.7, 5.8, 5.9 and 5.10 on Page No. 17-18</i>	Yes

	<p>(a) it addresses the cause of default? (b) it is feasible and viable? (c) it has provisions for its effective implementation? (d) it has provisions for approvals required and the timeline for the same? (e) the resolution applicant has the capability to implement the resolution plan?</p>		
39(2)	Whether the RP has filed applications in respect of transactions observed, found or determined by him?	--	No such transactions were observed.
Regulation 39(4)	Provide details of performance security received, as referred to in sub-regulation (4A) of regulation 36B.	--	The undersigned has sent the Letter of Intent to the Resolution Applicant on 12 th December, 2024 and the Performance Bank Guarantee was received on 13 th December, 2024.

29. On perusal of the Resolution Plan, we find that the Resolution Plan provides for the following:

- a) Payment of CIRP Cost as specified u/s 30(2)(a) of the Code.
- b) Repayment of Debts of Operational Creditors as specified u/s 30(2)(b) of the Code.
- c) For management of the affairs of the Corporate Debtor, after the approval of Resolution Plan, as specified U/s 30(2)(c) of the Code.
- d) The implementation and supervision of Resolution Plan by the RP and the CoC as specified u/s 30(2)(d) of the Code.

30. The RP has complied with the requirement of the Code in terms of Section 30(2)(a) to 30(2)(f) and Regulations 38(1), 38(1)(a), 38(2)(a), 38(2)(b), 38(2)(c) & 38(3) of the Regulations.

31. The RP has filed Compliance Certificate in Form-H along with the Plan. On perusal the same is found to be in order. The Resolution Plan has been approved by the CoC by majority of 100%.
32. The Applicant had filed IA(IBC)/5074/MB/2024 for seeking extension of 90 days in the CIRP period from 17.09.2024 to 15.12.2024. The said Application was allowed vide Order dated 24.10.2024. The Applicant had further filed an IA 864/2025 for extension of 15 days in the CIRP period and the same was allowed on 18.02.2025.
33. In *K Sashidhar v. Indian Overseas Bank & Others* (in Civil Appeal No.10673/2018 decided on 05.02.2019) the Hon'ble Apex Court held that if the CoC had approved the Resolution Plan by requisite percent of voting share, then as per section 30(6) of the Code, it is imperative for the Resolution Professional to submit the same to the Adjudicating Authority (NCLT). On receipt of such a proposal, the Adjudicating Authority is required to satisfy itself that the Resolution Plan as approved by CoC meets the requirements specified in Section 30(2). The Hon'ble Apex Court further observed that the role of the NCLT is 'no more and no less'. The Hon'ble Apex Court further held that the discretion of the Adjudicating Authority is circumscribed by Section 31 and is limited to scrutiny of the Resolution Plan "as approved" by the requisite percent of voting share of financial creditors. Even in that enquiry, the grounds on which the Adjudicating Authority can reject the Resolution Plan is in reference to matters specified in Section 30(2) when the Resolution Plan does not conform to the stated requirements.
34. In view of the discussions and the law thus settled, the instant Resolution Plan meets the requirements of Section 30(2) of the

Code and Regulations 37, 38, 38 (1A) and 39 (4) of the Regulations. The Resolution Plan is not in contravention of any of the provisions of Section 29A of the Code and is in accordance with law. The same needs to be approved. Hence, ordered.

35. The Resolution Plan is hereby **approved**. It shall become effective from this date and shall form part of this order with the following directions:

i. It shall be binding on the Corporate Debtor, its employees, members, creditors, including the Central Government, any State Government or any local authority to whom a debt in respect of the payment of dues arising under any law for the time being in force is due, guarantors and other stakeholders involved in the Resolution Plan.

ii. The approval of the Resolution Plan shall not be construed as waiver of any statutory obligations/liabilities of the Corporate Debtor and shall be dealt by the appropriate Authorities in accordance with law. Any waiver sought in the Resolution Plan, shall be subject to approval by the Authorities concerned in light of the Judgment of Supreme Court in *Ghanshyam Mishra and Sons Private Limited v/s. Edelweiss Asset Reconstruction Company Limited*, the relevant paragraphs of which are extracted herein below:

“95. (i) Once a resolution plan is duly approved by the adjudicating authority under sub-section (1) of Section 31, the claims as provided in the resolution plan shall stand frozen and will be binding on the Corporate Debtor and its employees, members, creditors, including the Central Government, any State Government or any local authority, guarantors and other stakeholders. On the date of approval of resolution plan by the adjudicating authority, all such claims, which are not a part of

the resolution plan shall stand extinguished and no person will be entitled to initiate or continue any proceedings in respect to a claim, which is not part of the resolution plan;

(ii) 2019 Amendment to Section 31 of the I&B Code is clarificatory and declaratory in nature and therefore will be effective from the date on which the Code has come into effect;

(iii) consequently, all the dues including the statutory dues owed to the Central Government, any State Government or any local authority, if not part of the resolution plan, shall stand extinguished and no proceedings in respect of such dues for the period prior to the date on which the adjudicating authority grants its approval under Section 31 could be continued.”

- iii. The Memorandum of Association (MoA) and Articles of Association (AoA) shall accordingly be amended and filed with the Registrar of Companies (RoC), Mumbai, Maharashtra for information and record.
- iv. The Resolution Applicant, for effective implementation of the Plan, shall obtain all necessary approvals, under any law for the time being in force, within such period and subject to following of procedure as may be prescribed. It is clarified that the authorities shall not withhold the approval/consent/extension for the reason of insolvency of the Corporate Debtor or extinguishment of their dues upto approval of Resolution plan in terms of the approved plan. Any relief or concession as sought on the plan shall be subject to the provisions of the relevant Act.
- v. The moratorium under Section 14 of the Code shall cease to have effect from this date.

- vi. The Applicant shall supervise the implementation of the Resolution Plan and file status of its implementation before this Authority from time to time, preferably every quarter.
- vii. The Applicant shall forward all records relating to the conduct of the CIRP and the Resolution Plan to the IBBI along with copy of this Order for information.
- viii. The Applicant shall forthwith send a certified copy of this Order to the CoC and the Resolution Applicant, respectively for necessary compliance.

Sd/-

Prabhat Kumar
Member (Technical)

MK

Sd/-

Justice V.G. Bisht
Member (Judicial)