IN THE NATIONAL COMPANY LAW TRIBUNAL

DIVISION BENCH (COURT.-II)

KOLKATA

I.A. (IB) NO. 488/KB/2025

And

I.A (IB) (PLAN) NO. 10/KB/2024

And

I.A. (IB) NO. 1968/KB/2023

In

CP (IB) NO. 52/KB/2022

An Application under section 30(6) and 31 of the Insolvency and Bankruptcy Code, 2016.

<u>IN THE MATTER OF:</u>

TATANAGAR FINANCIAL SERVICESLIMITED

……Operational Creditor

Versus

SIS MOHAN REAL ESTATEPRIVATE LIMITED

……Corporate Debtor

<u>IN THE MATTER OF:</u>

MR. ABHISHEK KHEMKA, Resolution Professional of SIS Mohan Real Estate Private Limited.

……Applicant

Date of Pronouncement: 06.08.2026

Coram:

Shri. Labh Singh, Hon'ble Member (Judicial)

Ms. Rekha Kantilal Shah, Hon'ble Member (Technical)

APPEARANCES (Physically Or Virtually):

For the Operational Creditor:

Ms. Alisha Kar, Adv.

For the Resolution Professional:

Mr. Swarnendu Chatterjee, Adv.

Ms. Nimisha Agarwal, Adv.

Ms. Aishwarya Agarwal, Adv.

O R D E R

Per: Rekha Kantilal Shah, Member (Technical)

1. This Interlocutory Application being no. **I.A. (IB)(Plan) No.10/KB/2024** has been preferred by the Resolution Professional (hereinafter referred to as 'RP') of the Corporate Debtor, SIS Mohan Real Estate Private Limited,Mr. Abhishek Khemkaunder section 30(6) and 31 of the Insolvency and Bankruptcy Code, 2016 ("IBC") seeking direction for final approval of Resolution Plan submitted by Secure Infratech Finserv and Securities Limited.

PROLOGUE

2. The CoC at its 8th Meeting convened on 21.06.2024 has approved the Resolution Plan submitted by Secure Infratech Finserv and Securities Limited('Successful Resolution Applicant /SRA') by 100% voting share.

INITIATION OF CORPORATE INSOLVENCY RESOLUTION PROCESS

3. The Company Petition being C.P (IBC) No 68/KB/2022 was filed by the Tatanagar Financial Services Limited, Operational Creditorto initiate Corporate Insolvency Resolution Process ("CIRP") under section 9 of the IBC 2016, which was admitted vide order dated 31.08.2023.

PAPER PUBLICATION

4. The Applicant made public announcement in Form- A on 02.09.2023 in Business Standard (English Edition) and Aajkal (Bengali Edition) newspaper in accordance with section 15 of IBC read with Regulation 6 of the CIRP Regulations, regarding initiation of CIRP and for inviting all the creditors of SIS Mohan Real Estate Private Limited to submit their claim to the Applicant. The last date for submission of proof of claim was 14.09.2023.

CONSTITUTION OF COC

5. The Applicant duly constituted the Committee of Creditors ("CoC") of the Corporate Debtor under Section 21 of the IBC, 2016 on 30.09.2023 inaccordance with Regulation l7(1) of the Insolvency and Bankruptcy Board ofIndia (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.The composition of the CoC is furnished herein below:

SL. NO	NAME OF CREDITORS	VOTING PERCENTAGE
1	Tatanagar Financial Services Limited (Operational Creditor & Sole CoC Member)	100%

COLLATION OF CLAIMS

6. The Total amount claimed and admitted are summarized as under

a) Claims by Creditors (Secured, Unsecured & Operational):

SL. NO	SECURED CREDITOR	AMOUNT CLAIMED	AMOUNT ADMITTED
1.	NIL	NIL	NIL
SL. NO	**UNSECURED CREDITOR**	**AMOUNT CLAIMED**	**AMOUNT ADMITTED**
1.	NIL	NIL	NIL
SL. NO	**OPERATIONAL CREDITOR**	**AMOUNT CLAIMED**	**AMOUNT ADMITTED**
1.	Tatanagar Financial Services	10,45,63,676	10,45,63,676

	Limited		
TOTAL		**10,45,63,676**	**10,45,63,676**

APPOINTMENT OF REGISTERED VALUERS

7. In compliance with Regulation 27 of the IBBI Regulations, 2016, two valuers were appointed for the valuation of the Corporate Debtor's properties with the consent of the CoC in the 3rd CoC held on 16.01.2024 for valuation of the registered office of the Corporate Debtor located at Vill- Chackraju Mollapo Pailan, Kolkata-700104, and G+4 storied building under the name of the Corporate Debtor situated at Premises No. 2, Sahid Dinesh Gupta Road (Jadu Colony), Kolkata-700034.The details of the valuation report is extracted below:

VALUER	FAIR VALUE (RS)	LIQUIDATION VALUE (RS)
DRR Associates	3,08,00,000	2,46,40,000
Shree Jee Consultancy Services	3,52,00,000	2,81,60,000
Average	**3,30,00,000**	**2,64,00,000**

CIR PROCESS AND ITS COMPLIANCES

8. The Applicant submits that in terms of the provisions of section 25(2)(h) of the code read with Regulation 36A(1) of the Insolvency and Bankruptcy of India (Insolvency Resolution

Process for Corporate Persons) Regulation, 2016, invitations in Form G for Expression of Interest ("EOI") from potential Resolution Applicant was published in Business Standard (English Edition) and Aajkal (Bengali Edition) on 26.01.2024 and last date of receipt Expression of Interest was on 10.02.2024. The date of issue of PRAs was on 13.02.2024. However, with respect to the same no EoI was received.

9. Subsequently, in the 5th CoC meeting held on 22.03.2024, the CoC member approved publication of 2nd Form-G. Thereafter, the same was published in Business Standard (English Edition) and Aajkal (Bengali Edition) on 29.03.2024 and last date of receipt Expression of Interest was on 15.04.2024. The date of issue of PRAs was on 17.04.2024.

10. Pursuant to the publication of Form-G on 29.03.2024, initially 4 nos. of Prospective Resolution Applicant ('PRA') have submitted their EoI. On due verification the RP on 17.04.2024 issued the provisional list of eligible PRA as per Regulation 36A (10) of CIRP Regulation, to the CoC and to all PRA. A copy of the list is extracted below:

SL.NO	NAME
1.	TurnRise Ventures Pvt Ltd (Jagpreet Singh Kohli)
2.	Kundan Group (Amit Gupta)
3.	M/s SPSS Infrastructure Private Limited
4.	Resurgent Group (Adv Rohan Saluja)

11. Thereafter, a fifth Resolution Applicant submitted its EOI. After consideration of the same, the RP accepted the EOI. As there was no objection received from provisional list of PRAs issued by the RP, the RP issued the final list of PRAs on 29.04.2024 as per Regulation 36A (12) of the CIRP Regulation, to the CoC and to all PRA. A copy of the Final list of PRAs is extracted below:

SL.NO	NAME
1.	TurnRise Ventures Pvt Ltd (Jagpreet Singh Kohli)
2.	Kundan Group (Amit Gupta)
3.	M/s SPSS Infrastructure Private Limited
4.	Resurgent Group (Adv Rohan Saluja)
5.	Secure Infratech Finserv and Securities Limited

12. Further, it is submitted that in accordance with Regulation 36B of the CIRP Regulations, the RP issued Request for Resolution Plan ("RFRP"), Evaluation Matrix ("EM")and Information Memorandum ("IM") with all the 5 (five) PRAs on 17.04.2024 and last date for the submission of the Resolution Plan was 28.05.2024.

13. Pursuant to the publication of the Request for Resolution Plans in accordance with Insolvency and Bankruptcy Code, 2016 and the corresponding provisions of the CIRP Regulations, a total of one (1) Resolution Plan was received on 28.05.2024 from eligible Resolution Applicant along with a Earnest Money

Deposit ('EMD') of Rs. 10,00,000/-. The details are hereunder below:

RESOLUTION APPLICANT	TOTAL PLAN AMOUNT (RS)
Secure Infratech Finserv and Securities Limited	1,55,00,000/-

EVALUATION AND VOTING

14. In the 7th meeting of the CoC held on 12.06.2024 the RP informed the CoC member that total of five (5) number of EOI was received but only one Resolution Plan was received till the last date for the submission of Resolution Plan i.e. 28.05.2024.

15. Further, in the 7th CoC meeting held on 12.06.2024 where the committee member discussed on the feasibility and viability of the Resolution Plan wherein the Resolution Applicant presented the plan and explained: i) the source of fund ii) implementation mechanism iii) proposed payments to stakeholders iv) revival strategy of the Corporate Debtor v) timeline for implementation vi) future management of the affairs of the Corporate Debtor. After considering the explanations furnished by the Resolution Applicant, the committee was satisfied that the Resolution Plan was commercially feasible and financially viable.

16. In 8th CoC Meeting held on 22.06.2024, the Resolution plan of the Resolution Applicantwas placed before CoC and voting was conducted through raising of hand. The Resolution Plan of Secure Infratech Finserv and Securities Limitedwas approved with 100% Voting Share. The relevant extract of the approval is extracted below:

> *"It is resolved that the Resolution Plan received from Resolution Applicant Secure Infratech Finserv and Securities Limited has been approved by the* ***CoC Member by 100% voting by hands in the meeting held physically****."*

COMPLIANCE OF THE RESOLUTION PLAN SUBMITTED BY THE SRA WITH VARIOUS PROVISIONS UNDER THE I&B CODE AND CIRP REGULATIONS

17. The Applicant has filed the instant Application which includes the provisions with respect to the compliances in prescribed form, i.e., Form 'H' of regulation 39(4) of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.
18. It is submitted that the Successful Resolution Applicant has met the criteria approved by the CoC.
19. Further, it is submitted that the Successful Resolution Applicant is eligible to submit a resolution plan in terms of Section 29A of the I&B Code and accordingly, a declaration has

also been furnished by the SRA at page no 130-132 to the application.

20. Learned Counsel for the Resolution Professional would submit the details of various compliances as envisaged within the I&B Code and the CIRP Regulations to which a Resolution Plan has been adhered to. Further, it is submitted that the Resolution Applicant has submitted its eligibility in terms of Section 30(1) of the I&B Code, 2016.

21. It is submitted that the resolution plan does not contravene any of the provisions of law for time being force.

22. The Applicant/RP has submitted details of various compliances in Form-"H" as envisaged within the Code and the CIRP Regulations which a Resolution Plan should adhere to, which is reproduced hereinunder:

SECTION OF THE CODE / REGULATION NO.	REQUIREMENT WITH RESPECT TO RESOLUTION PLAN	CLAUSE OF RESOLUTION PLANAND PAGE NUMBER	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?		There is no operational business at present

Section 29A	An affidavit stating that the Resolution Applicant is eligible under Section 29A to submit Resolution Plan.	Chapter VI Clause 5	YES
Section 30(1)	Whether the Resolution Applicant has submitted an affidavit stating that it is eligible?	Chapter VI Clause 5	YES
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 management of the affairs of the corporate debtor?	Chapter- V, VII, IX and Chapter-IX (Clause 1 & 2)	Yes
Section 30(4)	Whether the Resolution Plan-		YES

	(a) is feasible and viable, according to the Coc (b) has been approved by the CoC with 66% voting share		YES
Section 31(1)	Whether the Resolution Plan has provision for its effective implementation plan according to CoC?	Chapter-IX.	YES
Regulation 35 (A)	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?		No determination could be made by the RP
Regulation 38 (1)	Whether the Resolution Plan identifies specific	Chapter V Clause H & Chapter VII	Yes

	sources of funds that will be used to pay the- (a)insolvency resolution process costs? (b)liquidation value due to operational creditors? (c)liquidation value due to dissenting financial creditors?		
Regulation 38(1A)	Whether the Resolution Plan includes a statement as to how it has dealt with the interests of all stakeholders?	Chapter-V Clause-G	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	Chapter-XI Clause-2	NO

	Code. (ii) If so, whether the Resolution Applicant has submitted the statement giving details of such non-implementation?		
Regulation 38(2)	Whether the Resolution Plan provides: (a) the term of the plan and its implementation schedule? (b) for the management and control of the business of the corporate debtor during its term? (c) adequate means for supervising its implementation?	Chapter-VIII and IX	Yes

38(3)	Whether the Resolution Plan demonstrates that- 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?	Chapter-III and V	Yes
39(2)	Whether the RP has filed application in respect of transaction observed, found or determine by him?		No transactions could be found

			by RP
Regulation 39(4)	Provide details of Performance Security received, as referred to in sub-regulation (4A) of regulation 36B		Yes, performance security has been received on 28.05.2024.

ABOUT THE SRA

23. The Successful Resolution Applicant, Secure Infratech Finserv and Securities Limited (CIN: U74999WB2012PLC183377), is a company incorporated under the Companies Act, 1956 on 02.07.2012, with its registered office at 170, C.R Avenue, Metro Tower, 5TH Floor, Room No. 5E, Kolkata, West Bengal-700007.The Company is involved in diverse range of services in the field of Telecom, Digital Highway (Job – Portable, Talent Acquisition, Payroll Management), and FMS & BMS. The company have experience in coal mining industry for execution of work of coal transportation, water sprinkle, soil excavation, civil work, electric work, etc. Further, the company is engaged in government institutional companies (For ex. IRCTC, Jal Kal

Bibagh Nagar Nigam – Kanpur, Eastern Coalfields Limited and etc.)

DETAILS OF RESOLUTION PLAN/ PAYMENT SCHEDULE

24. The Resolution Plan dated 28.05.2024 (refer page 59-117), as originally submitted by the Successful Resolution Applicant, proposed a total amount of **Rs. 1,55,00,000/-**, to be paid over a period of **60 (Sixty) days** from the date of approval of the Resolution Plan.

25. The Resolution Plan submitted by the SRA contemplates a Total Resolution Plan Amount to the tune of **Rs. 1,55,00,000/-** against the total amount admitted by the RP to the tune of **Rs. 10,45,63,676/-** and against the total amount claimed to the RP of an amount of **Rs. 10,45,63,676/-** leading to haircut of **87.07%** in respect of claim admitted by the RP.

26. Resolution Applicant has proposed pay-outs as per provisions of Insolvency and Bankruptcy Code, reflecting at page no.88-89 of this application, is as under:

SL. NO	PARTICULARS	AMOUNT (RS)	TIMELINE FOR PAYMENT
1.	CIRP Cost	20,00,000.	To be paid as Actuals upfront within 30 daysof the approval of

			Resolution Plan. However, if the actual CIRP cost is more than the aforesaid amount, the Resolution Applicant shall bring in more funds to pay such amount exceeding Rs. 20,00,000.
2.	Secured Financial Creditors	No Secured Financial Creditor	NIL
3.	Unsecured Financial Creditors	No Unsecured Financial Creditors	NIL
4.	Dues to Workman and Employees	No dues	NIL
5.	Operational Creditor	1,35,00,000	Within 60 days of the approval of Resolution Plan.
TOTAL		**1,55,00,000**	

IMPLEMENTATION OF THE RESOLUTION PLAN

27. The Resolution Applicant proposes to implement within 60 (Sixty) days from the date of the approval of resolution plan (refer page- 95) and supervise the resolution plan as reflected in page no. 96 of the application.

28. The details of implementation of the resolution plan as provided in the Resolution Plan (page no. 95) is extracted below:

SL.NO	ACTIVITY	ESTIMATED TIMELINE
1.	Submission of proposed Resolution Plan by the Resolution Applicant	28.05.2024
2.	NCLT Approval Date	X (Effective date)
3.	1st Tranche fund in fusion	Within X+30 days
4.	Payment of CIRP Cost	Within X+30 days
5.	Payment of the Creditor	Within X+60 days

ON PUFE TRANSACTION

29. It is submitted that in terms of Regulation 35A read with Regulation 39(2) of the CIRP Regulation, theRP has not found or determine any avoidance transactions (PUFE transactions) under Section 43, 45, 50 and 66 of the Code on the ground that no documents were available to conduct the audit and persistent non-cooperation from the suspended board of directors.

FINDINGS:

30. Heard Learned Counsels for the Operational Creditor and Resolution Professional in the matter and perused the documents on records.

31. The RP has filed Compliance Certificate in Form-H (pages 133-141) along with the Plan (pages 59-117). On perusal, the same is found to be in order.

32. The Bench also observes that, Resolution Plan of the SRA, provides for the following:

    a) Payment of CIRP Cost as specified u/s 30(2)(a) of the Code. (Page No: 80 & 88)

    b) Repayment of Debts of Operational Creditors as specified u/s 30(2)(b) of the Code. (Page No: 80 & 89)

    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. (Page No: 93)

    d) The implementation and supervision of Resolution Plan by the RP and the CoC as specified u/s 30(2)(d) of the Code. (Page No: 94-96)

33. This Adjudicating Authority observes in the present application that the CoC with requisite majority has approved to the Resolution Plan in the 8th CoC meeting held on 21.06.2024 with 100% voting share respectively, hence as per the CoC, the plan meets the requirements of being viable and

feasible for the reviving the Corporate Debtor. The Resolution Plan provides for a detailed implementation schedule with specific timelines and the manner in which the management, control and supervision of the Corporate debtor would lie.

34. In the matter of ***K Sashidhar v. Indian Overseas Bank & Others*** reported at **(2019) 12 SCC 150**, the Hon'ble Supreme 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"). The excerpt from the judgement is reproduced herein below:

*"55. ……**Whereas, the discretion of the adjudicating authority (NCLT) is circumscribed by Section 31 limited to scrutiny of the resolution plan "as approved" by the requisite per cent 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. Reverting to Section 30(2), the enquiry to be done is in respect of whether the resolution plan provides: (i) the payment of insolvency resolution process costs in a specified manner in priority to the repayment of other debts of the corporate debtor, (ii) the repayment of the debts of operational creditors in prescribed manner, (iii) the management of the affairs of the corporate debtor, (iv) the implementation and supervision of the resolution plan, (v) does not contravene any of the provisions of the law for the time being in force, (vi) conforms to such*

other requirements as may be specified by the Board. The Board referred to is established under Section 188 of the I&B Code. The powers and functions of the Board have been delineated in Section 196 of the I&B Code. None of the specified functions of the Board, directly or indirectly, pertain to regulating the manner in which the financial creditors ought to or ought not to exercise their commercial wisdom during the voting on the resolution plan under Section 30(4) of the I&B Code……"

(Emphasis Added)

35. We further rely on the Hon'ble Supreme Court's decision in the matter of ***Vallal RCK vs. M/s. Siva Industries and Holdings Limited and Others***, Civil Appeal Nos. 1811-1812 of 2022, whereby the Hon'ble Apex Court has answered the question as to whether 'the adjudicating authority (NCLT) or the appellate authority (NCLAT) can sit in an appeal over the commercial wisdom of the Committee of Creditors ("CoC") or not'. We rely upon the following paragraphs:

"21. ***This Court has consistently held that the commercial wisdom of the CoC has been given paramount status without any judicial intervention for ensuring the completion of the stated processes within the timelines prescribed by the IBC.*** *It has been held that there is an intrinsic assumption that Financial Creditors are fully informed about the viability of the Corporate Debtor and the feasibility of the proposed resolution plan. They act on the basis of thorough examination of the proposed Resolution Plan and assessment made by their team of experts.A reference in this respect could be made to the judgment of this court in the case of* ***K. Sashidhar Vs.***

Indian Overseas Bank and others, Committee of Creditors of Essar Steel Indian Limited through Authorised Signatory Vs. Satish Kumar Gupta and others, Maharashtra Seamless Limited Vs. Padmanabhan Venkatesh and others, Kalpraj Dharamshi and Another Vs. Kotak Investment Advisors Limited and Another and Jaypee Kensington Boulevard Apartments Welfare Association and Others Vs. NBCC (India) Limited and Others.

(Emphasis Added)

36. In light of the above-quoted judgements, it is clear that the **"COMMERCIAL WISDOM OF COC"** is given paramount status. This Adjudicating Authority is not endowed with the powers of jurisdiction or authority to analyse or evaluate the commercial decision of the CoC. The Resolution Plan was submitted by the Successful Resolution Applicant namely **Secure Infratech Finserv and Securities Limited**. The voting for the approval of the Resolution Plan was conducted on 21.06.2024 by raising of hands under section 30(4) of the IBC by **100%** voting share, this Adjudicating Authority cannot interfere in the same.

37. The Applicant has complied with the requirement of the Code in terms of Section 30(1), 30(2)(a) to 30(2)(e) and Regulations 38(1), 38(1A), 38(2)(a), 38(2)(b), 38(2)(c), 38(2)(d) & 38(3)(a) to 38(3)(e), 38(1B) and 39(1), 39(1) (a), 39(1)(c), 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.

38. Lastly, it is noted that there are two proceedings or applications are pending before this Adjudicating Authority being **IA (IB) No.488/KB/2025** filed by the RP seeking discharge from the duty and seeking release of CIRP costs and **IA (IB) No.1968/KB/2023** filed by the RP under section 19(2) of the code seeking cooperation from the suspended board of directors.

ON THE STATUTORY OBLIGATIONS OR SEEKING APPROVALS FROM THE AUTHORITIES:

39. As far as the question of granting time to comply with the statutory obligations or seeking approvals from authorities is concerned, the Resolution Applicant is directed to do so within one year from the date of this order, as prescribed under section 31(4) of the I&B Code.

ON THE RELIEFS, WAIVERS AND CONCESSIONS:

40. We have perused the reliefs, waivers and concessions as sought and as provided in the Resolution Plan (Pages 97-101). It is evident that some of the reliefs, waivers and concessions sought by the Resolution Applicant come within the ambit of the I&B Code and the Companies Act 2013, while many others fall under the power and jurisdiction of different government authorities/departments. This Adjudicating

Authority has the power to grant reliefs, waivers and concessions only concerning the reliefs, waivers and concessions that are directly with the I&B Code and the Companies Act (within the powers of the NCLT). The reliefs, waivers and concessions that pertain to other governmental authorities/departments may be dealt with by the respective competent authorities/forums/offices, Government or Semi-Government of the State or Central Government concerning the respective reliefs, waivers and concession, whenever sought for. The competent authorities including the Appellate authorities may consider granting such reliefs, waivers and concessions keeping in view the spirit of the I&B Code, 2016 and the Companies Act, 2013.

41. It is almost trite and fairly well-settled that the Resolution Plan must be consistent with the extant law. The Resolution Applicant shall make necessary applications to the concerned regulatory or statutory authorities for the renewal of business permits and supply of essential services, if required, and all necessary forms along with filing fees etc. and such authority shall also consider the same keeping in mind the objectives of the Code, which is essentially the resolving the insolvency of the Corporate Debtor.

42. The reliefs and concessions as prayed in the Resolution Plan shall be available in accordance with the principle laid down

by Hon'ble Supreme Court in case of ***Ghanshyam Mishra and Sons Private Limited Vs. Edelweiss Asset Reconstruction Company Limited*** reported at **(2021) 13 S.C.R. 737** and subject to the observations or limitations in the following paras and judicial precedents in case of ***Municipal Corporation of Greater Mumbai Vs. Abhilash Lal and Ors***. reported at **(2019) ibclaw.in 480 NCLAT** and ***Embassy Property Developments Pvt. Ltd. Vs. State of Karnataka*** reported at **MANU/SC/1661/2019: (2020) 13 SCC 308.**

ON THE EXTINGUISHMENT OF CLAIMS:

43. Concerning the waivers with regard to the extinguishmentof claims which arose prior to the initiation of the CIR Processand which have not been claimed are granted in terms of the lawlaid down by the Hon'ble Apex Court in ***Ghanashyam Mishra and Sons Private Limited Vs. Edelweiss Asset Reconstruction Company Limited*** reported at**(2021) 13 S.C.R. 737**, the relevant paras 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."

44. Thus, on the date of approval of the resolution plan by the Adjudicating Authority, all such claims, that 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.The Hon'ble Supreme Court of India further laid down that all the dues including the statutory dues owed to the Central Govt, any State Govt 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 before the date on which the Adjudicating Authority grants its approval under Section 31 of the I&B Code could be continued.

ON GUARANTORS:

45. Concerning the waivers sought in relation to guarantors, the Hon'ble Apex Court held in ***Lalit Kumar Jain v. Union of India*** reported at **(2021) ibclaw.in 61 SC** held that the sanction of a resolution plan and finality imparted to it by Section 31 does not per se operate as a discharge of the guarantor's liability. As to the nature and extent of the liability, much would depend on the terms of the guarantee itself.

46. Further, we would rely upon the judgment rendered by the Hon'ble NCLAT in ***Roshan Lal Mittal Vs. Rishabh Jain*** reported at **(2023) ibclaw.in 803 NCLAT** that:

> *"The Resolution Plan does not absolve the personal guarantors from their guarantee. The law well settled by the Hon'ble Supreme Court in the matter of "**Lalit Kumar Jain vs. Union of India & Ors**. – (2021) 9 SCC 321), that by approval of resolution planthe guarantees are not ipso facto discharged."*

47. Hence, we would infer that if there are any personal guarantors of the corporate debtor, the personal guarantees shall be invoked and an appropriate action against them, in accordance with law, be taken.

OUR ORDER:

48. Therefore, subject to the compliance of our observations as above, we hereby **APPROVE** the **Total Resolution Plan** of **Rs. 1,55,00,000/-** submitted by **SECURE INFRATECH FINSERV AND SECURITIES LIMITED** ('SRA') along with annexure, schedules forming part of the Resolution Plan annexed to the Application subject to above direction and order as under:

I. The Resolution Plan along with annexures and schedules forming part of the plan 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. All crystallized liabilities and unclaimed liabilities of the Corporate Debtor as on the date of this order shall stand extinguished on the approval of this Resolution Plan.

III. 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 with by the appropriate Authorities in accordance with law.

IV. The Memorandum of Association ("MoA") and Articles of Association ("AoA") shall accordingly be amended and filed with the Registrar of Companies ("RoC") West Bengal, Kolkata for information and record. 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 as may be prescribed.

V. Henceforth, no creditors of the erstwhile Corporate Debtor can claim anything other than the liabilities referred to supra.

VI. The moratorium under Section 14 of the Code shall cease to have effect from the date of this order.

VII. The Resolution Professional shall submit the records collected during the commencement of the proceedings to the Insolvency & Bankruptcy Board of India for their record and also return them to the Resolution Applicant or New Promoters.

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

IX. A copy of this Order is to be submitted to the RoC to whom the company is registered, by the RP.

X. All the past dues of the Resolution Professional shall be paid, if any, by the CoC within 7 (seven) days from the date of this order.

XI. The Resolution Professional shall stand discharged from his duties with effect from the date of this Order.

XII. The Resolution Professional is further directed to hand over all records, premises/ office/ documents to the Resolution Applicant to finalise the further line of action required for starting the operation. The Successful Resolution Applicant shall have access to all the records/ premises/ office/ documents through the Resolution Professional to finalise the further line of action required for starting the operation.

XIII. In case of non-compliance of this order or withdrawal of the Resolution Plan within the stipulated time, in addition to other consequences which follow under law, the CoC shall forfeit the EMD already paid by the SRA.

XIV. The Registry is directed to furnish free copy to the parties as per Rule 50 of the NCLT Rules, 2016.

49. Since through this order we approved the Resolution Plan submitted by Secure Infratech Finserv and Securities Limited the two pending application being **IA (IB) No. 488/KB/2025** and **IA (IB) No. 1968/KB/2023** which was reserved for order are rendered **infructuous** and the same are **disposed of** accordingly.

50. In terms of the view above, the interlocutory application being **I.A. (IB) (Plan) No. 10/KB/2024** along with the main **C.P (IB) 52/KB/2022** shall stand **disposed of** accordingly.

51. Certified copy of the orders, if applied for with the registry of this Adjudicating Authority, be supplied to the parties upon compliance with all requisite formalities.

Rekha Kantilal Shah
Member (Technical)

Labh Singh
Member (Judicial)

Order signed on the 6th day of August, 2026.

S.T (L.R.A)