NATIONAL COMPANY LAW APPELLATE TRIBUNAL
PRINCIPAL BENCH, NEW DELHI

Comp. App. (AT) (Ins) No. 1149 – 1151 of 2025

IN THE MATTER OF:

Dr. Vijay Kant Dixit & Anr. **...Appellant(s)**

Versus

Amrapali Fincap Ltd. & Ors. **...Respondent(s)**

Present:

For Appellants : Mr. Krishnendu Datta and Mr. Abhijeet Sinha, Sr. Advocate with Ms. Prachi Johri, Ms. Kamal Naini Sharma and Ms. Mrigangi Parul, Advocates.

For Respondents : Mr. Kunal Godhwani and Ms. Kinjal Chadha, Advocates for R3.

Mr. Sumant Batra, Ms. Neeha Nagpal, Mr. Malak Bhatt, Mr. Ajatshatru Singh Rawat, Mr. Sarthak Bhandari and Ms. Riya Kaur Arora, Advocates.

Mr. Milan Singh Negi, Mr. Nikhil Kumar Jha and Mr. Gautam Goel, Advocates for R1/RP.

With
Comp. App. (AT) (Ins) No. 1172 of 2025

IN THE MATTER OF:

Amrapali Fincap Ltd. **...Appellant(s)**

Versus

Krit Narayan Mishra, RP, **...Respondent(s)**
JC World Hospitality (P) Ltd. & Ors
Present:

For Appellant : Mr. Sumant Batra, Ms. Neeha Nagpal, Mr. Malak Bhatt, Mr. Ajatshatru Singh Rawat, Mr. Sarthak Bhandari and Ms. Riya Kaur Arora, Advocates.

For Respondents : Mr. Krishnendu Datta and Mr. Abhijeet Sinha, Sr. Advocate with Ms. Prachi Johri, Ms. Kamal Naini Sharma, Ms. Kamal Naini Sharma and Ms. Mrigangi Parul, Advocates for R2 and R3.

Mr. Kunal Godhwani and Ms. Kinjal Chadha, Advocates for R2.

Mr. Milan Singh Negi, Mr. Nikhil Kumar Jha, Advocates for R1/RP.

With
Comp. App. (AT) (Ins) No. 1200 of 2025

IN THE MATTER OF:

Krit Narayan Mishra, RP, **...Appellant(s)**
JC World Hospitality Pvt. Ltd.
Versus

Amrapali Fincap Ltd. & Ors. **...Respondent(s)**

Present:

For Appellant : Mr. Milan Singh Negi, Mr. Nikhil Kumar Jha and Mr. Gautam Goel, Advocates.

Mr. Krishnendu Datta and Mr. Abhijeet Sinha, Sr. Advocate with Ms. Prachi Johri, Ms. Kamal Naini Sharma, Ms. Kamal Naini Sharma and Ms. Mrigangi Parul, Advocates.

For Respondents : Mr. Kunal Godhwani, Mr. Gautam Goel and Ms. Kinjal Chadha, Advocates for R2.

Mr. Sumant Batra, Ms. Neeha Nagpal, Mr. Malak Bhatt, Mr. Ajatshatru Singh Rawat, Mr. Sarthak Bhandari and Ms. Riya Kaur Arora, Advocates for R1.

With
Comp. App. (AT) (Ins) No. 1552 of 2025

IN THE MATTER OF:

Abishek Nath Sarvaria **...Appellant(s)**

Versus

JC World Hospitality Pvt. Ltd. & Ors. **...Respondent(s)**

Present:

For Appellant : Mr. Krishnendu Datta and Mr. Abhijeet Sinha, Sr. Advocate with Ms. Prachi Johri, Ms. Kamal Naini Sharma, Ms. Kamal Naini Sharma and Ms. Mrigangi Parul, Advocates.

For Respondents : Mr. Sumant Batra, Ms. Neeha Nagpal, Mr. Malak Bhatt, Mr. Ajatshatru Singh Rawat, Mr. Sarthak Bhandari, Ms. Riya Kaur Arora, Advocates for R2.

Mr. Milan Singh Negi, Mr. Gautam Goel and Mr. Nikhil Kumar Jha, Advocates for R1.

J U D G M E N T

(7th November, 2025)

Ashok Bhushan, J.

All these Appeals arises out of order dated 22.07.2025 passed by the Adjudicating Authority (National Company Law Tribunal) New Delhi, Court-IV in IA No.6035 of 2024, IA No.1301 of 2025, IA No.850 of 2022 in CP (IB) No.256/ND/2019.

2. Brief facts necessary to be noticed for deciding these Appeals are:-

2.1. The Corporate Debtor- M/s. J.C. World Hospitality Pvt. Ltd. is an MSME engaged in developing Real Estate. By order dated 13.12.2019, the Corporate Debtor has been admitted to Corporate Insolvency Resolution Process (CIRP) on application filed by the Financial Creditors in Class under Section 7. Resolution Professional invited claims in the CIRP of the Corporate Debtor only creditors are Financial Creditors in Class i.e. Homebuyers who constitute 100% CoC. There are no other creditor of the Corporate Debtor other than allottees. The Resolution Plan was also submitted by Appellant- Dr. Vijay Kant Dixit & Anr., promoters of the Corporate Debtor as well as Respondent No.1- Amrapali Fincap Limited. Revised Plans were submitted by Resolution

Applicants. Five Resolution Plans were put to vote on 21.10.2021 but none of the resolution plans received the requisite vote for approval of the plan. The Resolution Professional put only the plan of Amrapali Fincap Limited to re-voting. The promoters of Corporate Debtor Dr. Vijay Kant Dixit & Anr. filed an IA No.4938 of 2021 challenging the action of Resolution Professional in putting only one plan of re-voting i.e. of Amrapali Fincap Limited. The application filed by promoters i.e. IA No.4938 of 2021 came to be allowed by order dated 28.10.2021 of the Adjudicating Authority. Adjudicating Authority recorded the agreement of the Respondent that Resolution Professional be directed to put all the plans to re-voting by CoC under Regulation 39 (3B) of the CIRP Regulations 2016. In pursuance of the order dated 28.10.2021, all the Resolution Plans were put for voting in the 17th meeting of the CoC held on 05.11.2021. E-voting took place on 10th and 11th November 2021. In the 18th CoC meeting held on 13.11.2021, result of re-voting was placed before the CoC. E-voting result noted that the Resolution Plan of Respondent No.1-Amrapali Fincap Ltd. received 43.27% 'yes' votes and 42.60% as 'no' votes whereas the Resolution Plan of the promoters received 44.01% 'yes' votes and 44.31% 'no' votes. The Resolution Professional in the minutes of 18th CoC meeting opined that the plan of both the promoters as well as Amrapali Fincap Limited received 100% assent votes and on the basis of 'tie break-up formula' the plan of promoters was approved. Amrapali Fincap Limited had filed the Appeal challenging the order dated 28.10.2021 passed by the Adjudicating Authority directing all the Resolution Plans to put for voting by Company Appeal (AT) (Insolvency) No.948 of 2021 which Appeal came to be dismissed

on 25.11.2021. IA No.5752 of 2021 was filed by the Resolution Professional for approval of the Resolution Plan. IA No.850 of 2022 was filed by Amrapali Fincap Limited raising objection to the Resolution Plan of the promoters. Amrapali Fincap Limited also filed an appeal challenging the order dated 25.11.2022 dismissing the Company Appeal (AT) (Insolvency) No.948 of 2021 filed by Amrapali Fincap Limited in which Appeal an interim order was passed by the Hon'ble Supreme Court on 20.04.2022 staying further proceedings before the NCLT. Hon'ble Supreme Court on 24.07.2024 disposed of Civil Appeal No.1077 of 2021 requesting the Adjudicating Authority to take up the matter expeditiously. It was observed by the Hon'ble Supreme Court that contentions including reliance on Section 29A can be raised before the Adjudicating Authority. Amrapali Fincap Limited filed additional document without supporting any application on 29.10.2024. On 06.12.2024, Adjudicating Authority observed that documents were filed without permission from this Tribunal as pleadings was completed in the year 2022. In December 2024, IA No.6035 of 2024 was filed by Amrapali Fincap Limited praying for accepting additional documents. Reply to IA No.6035 of 2024 was also filed. IA No.1301 of 2025 was also filed by promoters praying to take on record an e-mail dated 07.03.2025 received by Counsel for the Applicant from MCA. Adjudicating Authority heard the arguments of the parties and reserved the order on 26.05.2025. On 22.07.2025, Adjudicating Authority passed the impugned order allowing IA No.850 of 2022 partly. The promoters were declared ineligible under Section 29A. The Resolution Plan submitted by SRA and approved by the CoC was quashed and set aside. IA No.5752 of 2021

praying for approval of the Resolution Plan was dismissed. The Adjudicating Authority further directed the Resolution Professional to place the order before the CoC for further consideration in accordance with law for considering the Resolution Plan submitted by M/s. Amrapali Fincap Limited. The directions issued by the Adjudicating Authority are in paragraph 60 of the impugned order which are as follows:-

> *"60. IA No. 850 of 2022 stands partly allowed with the following directions:*
>
> *a. The SRAs namely Ms. Rita Dixit, Mr.Vijay Kant Dixit and Ms. Vasudha Gaur Dixit are hereby declared ineligible under Section 29A of IBC and their plan is held to be non-est in the eyes of law.*
>
> *b. The Resolution plan submitted by SRA and approved by the COC and presented for approval in IA No. 5752 of 2021 is quashed and set aside. Accordingly, IA No. 5752 of 2021 is hereby dismissed.*
>
> *c. With regard to prayer b and c made in IA No. 850 of 2022 is concerned, we hereby direct the Resolution Professional to place this Order before the COC for further consideration in accordance with law for considering the Resolution plan submitted by the Applicant and such consideration shall be strictly in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and the applicable CIRP regulations and the COC is also at liberty to issue fresh Form G, if upon consideration, it deems fit to invite a more competitive compliant Resolution Plan.*

d. A copy of this judgment be forwarded to the Insolvency and Bankruptcy Board of India (IBBI) for necessary action.

In light to the foregoing, the Application No. 850 of 2022 in CP/IB/256/ND/2019 is partly allowed and disposed of.

Summary:

1) IA 6035/2024: Filed by Amrapali to take additional documents on record is hereby allowed.

2) IA 1301/2025: Filed by Mr. Vijay Kant Dixit to take additional documents on record is hereby dismissed.

3) IA 850/2022: Filed by Amrapali as an objection to the Resolution Plan is hereby partly allowed with directions.

4) IA 5752/2021: Filed for the approval of Resolution Plan is quashed and set aside."

2.2. Aggrieved by the aforesaid order these Appeals have been filed.

3. In Company Appeal filed by the Promoter Dr. Vijay Kant Dixit & Anr., Appellants pray for setting aside the order dated 22.07.2025. The reliefs are quoted in para XXI which are as follows:-

"a. Allow the present appeal and set aside the impugned order dated 22.07.2025 passed by the Hon'ble National Company Law Tribunal, New Delhi Bench, in IA No. 6035/2024, IA No. 1301/2025 and IA No. 850/2022 in CP(IB) NO. 256/ND/2019; Pass such further orders or directions as this Hon'ble Appellate Tribunal may deem fit and proper in the facts and circumstances of the present case."

4. In Company Appeal (AT) (Insolvency) No. 1172 of 2025 filed by Amrapali Fincap Limited, Appellant has prayed for setting aside directions in paragraph 60(c). Appellants' prayer is that Appellant's resolution plan being only approved resolution plan ought to have been approved by the Adjudicating Authority. Reliefs prayed in Company Appeal (AT) (Insolvency) No. 1172 of 2025 are as follows:-

> *"A. Set aside the direction contained in Paragraph 60(c) of the impugned order dated 22.07.2025 passed by the Hon'ble NCLT, New Delhi Bench-IV in IA/850/2022 in CP (IB) No. 256/ND/2019, to the extent that it directs the Respondent No. 1 (Resolution Professional) to place the resolution plan of the Appellant for (re)consideration before the CoC and further, granting liberty to issue fresh Form G for more competitive plans; AND*
>
> *B. Direct the Resolution Professional to submit the Appellant's resolution plan for approval under Section 31(1) of the Code, in light of the prior approval by the Committee of Creditors and the disqualification of the ex-promoters of the Corporate Debtor; AND/OR*
>
> *C. Pass such other order(s) as this Hon'ble Tribunal may deem fit and proper in the facts and circumstances of the present case."*

5. In Company Appeal (AT) (Insolvency) No. 1200 of 2025 filed by the Resolution Professional, the Resolution Professional is aggrieved by the limited direction where direction is issued to refer the matter to the IBBI with regard to Resolution Professional. Prayers made in Company Appeal (AT) (Insolvency) No. 1200 of 2025 are as follows:-

"a) Allow the present appeal;

b) Set aside the direction contained in the impugned order in so far as the respondent no.4 / Insolvency & Bankruptcy Board of India has been directed to take necessary action; or

c) Direct respondent no.4 / Insolvency & Bankruptcy Board not to take any action against the appellant;

d) pass any other order/direction in the facts and circumstances of the present appeal and in the interest of the Justice."

6. Company Appeal (AT) (Insolvency) No. 1552 of 2025 has been filed by Abhishek Nath Sarvaria who claims to be Financial Creditors in Class. Prayers made in this Appeal are as follows:-

"a. Set aside the first part of direction in para 60(c) of the Order dated 22.07.2025 to the extent it directs the Resolution Professional to place the order before the CoC for further consideration of the applicant's old plan;

b. Direct issuance of only a fresh Form G for inviting new, updated, and competitive resolution plans, in line with the present market value and the maximisation of asset value;

c. pass such other order(s) as this Hon'ble Appellate Tribunal deems fit and proper in the interest of justice considering the facts of the case."

7. We have heard Shri Krishnendu Datta and Shri Abhijeet Sinha, learned Senior Counsel appearing the Appellant(s) in Company Appeal (AT) (Ins.) Nos.1149-1151 of 2025 (Successful Resolution Applicant); Shri Sumant

Batra, Learned Counsel appearing for the Appellant in Company Appeal (AT) (Ins.) No.1172 of 2025 and for Respondent/ M/s Amrapali Fincap Ltd.in other Appeal(s); Shri Kunal Godhwani, learned Counsel appearing CoC; Shri Milan Singh, learned Counsel appearing for RP (Krit Narayan Mishra); and the Appellant in Company Appeal (AT) (Ins.) No.1552 of 2025.

8. We shall be referring to the submissions made on behalf of the Promoters of the CD as submission of Successful Resolution Applicant ("**SRA**"); submissions advanced on behalf of unsuccessful Resolution Applicant as submissions of M/s Amrapali Fincap Ltd. ("**Amrapali**"); submission made on behalf of the Appellant in Company Appeal (AT) (Ins.) No.1552 of 2025 as submissions of the Appellant/ Financial Creditor; and submissions made on behalf of the CoC and RP as the submissions of CoC and RP.

9. Learned Counsel for the Promoters (SRA) challenging order dated 22.07.2025 submits that the Adjudicating Authority committed error in allowing IA No.6035 of 2024 filed by Amrapali as well as IA No.850 of 2022 filed by the Amrapali objecting to the Resolution Plan of the SRA. It is submitted that the application for approval of Resolution Plan being IA No.5752 of 2021 was filed in November 2021 itself, and pleadings were completed in the year 2022 in the application. Amrapali without obtaining the leave of the Adjudicating Authority filed several additional documents on 29.10.2024. The Adjudicating Authority noted in its order dated 06.12.2024 that documents were filed without permission of the Tribunal as pleadings

already completed long back, i.e. in the year 2022. Amrapali thereafter filed an IA No.6035 of 2024 for taking the documents filed on 29.10.2024 on the record. The SRA has filed objection to IA No.6035 of 2024. The SRA also filed IA No.1301 of 2025 for placing on record an email dated 07.03.2025 received from MCA. The Adjudicating Authority proceeded to hear arguments on IA Nos.6035 of 2024, 850 of 2022 and IA No.1301 of 2025 and reserved the orders on 26.05.2025. It is submitted that the Adjudicating Authority allowed IA No.6035 of 2024 observing that IA contained judicial precedents rendered by Adjudicating Authority, NCLAT and the Hon'ble Supreme Court, whereas the documents which were filed were not confined to orders, rather new documents were sought to be introduced by the Amrapali, who alleged new grounds of ineligibility of SRA under Section 29A (e), without even adverting to the question as to whether the new documents at this stage, after completion of pleadings, can be admitted, the Adjudicating Authority allowed the application, ignoring the fact that additional documents contained several new documents, which were not orders of the Court. It is submitted that the Adjudicating Authority on the one hand admitted documents of Amrapali alleging new grounds of ineligibility, on the other hand rejected IA No.1301 of 2025 filed by the Appellant to place on record only email dated 07.03.2025 received from the MCA, which clearly contained the answer to the alleged ineligibility sought to be contended by the Amrapali in new documents. The Adjudicating Authority firstly did not decide the objections in IA No.6035 of 2024, nor gave any opportunity to rebut the new documents introduced by Amrapali and has erroneously rejected IA No.1301 of 2025. Learned Counsel

for the SRA submits that objections raised by Amrapali in IA No.850 of 2022 praying for rejection of Resolution Plan/ submitted by SRA were only with the intent to delay the completion of the CIRP. It is submitted that CIRP commenced on 13.12.2019, where revised Resolution Plans were submitted on 13.10.2021 and Plan submitted by SRA, came to be finally approved in November 2021 and Letter of Intent was issued on 13.11.2021. It was the Amrapali, who has filed an Appeal challenging order dated 28.10.2021 by which Adjudicating Authority directed that all the Plans to put for re-voting, which Appeal was dismissed on 25.11.2021 and thereafter the Amrapali filed a Civil Appeal No.1077 of 2022 in the Hon'ble Supreme Court and obtained an interim order on 20.04.2022, staying the further proceedings, which Civil Appeal could be dismissed on 24.07.2024 by the Hon'ble Supreme Court. The entire CIRP proceedings were held up for more than two years and three months on account of the Appeal filed by the Amrapali. The project which was being developed by the CD was a projected relating to commercial space and claims of 286 commercial space buyers were admitted in the CIRP, who are waiting for possession to be handed over and CIRP has been prolonged by Amrapali. In the CIRP, the SRA has submitted all relevant certificates, affidavits and undertakings to satisfy that it does not suffer from any ineligibility under Section 29A, which was examined and considered by the RP and the CoC. List of final PRAs were issued, which included the name of the Promoters, but at no point of time any objection was raised by the Amrapali regarding ineligibility and it was only when Plan of the Promoters was approved, objection has been sought to be raised by filing IA No.850 of

2022. It is submitted that the Adjudicating Authority committed error in holding the Promoters ineligible under Section 29A (e), (g), (i) and (j). The RP and the CoC have brought all relevant facts and pleadings before the Adjudicating Authority in reply to IA No.850 of 2022 to satisfy that SRA does not suffer from any eligibility. The Adjudicating Authority brushed aside the said pleadings without adverting to reasons and grounds therein. The CD having registered MSME prior to initiation of CIRP by virtue of Section 240A, no eligibility under Section 29A(c) and 29A(h) can been alleged. The SRA, however, never pleaded that by virtue of Section 240A other ineligibility also shall stand removed. Learned Counsel for the Appellant referring to eligibility under Section 29A submitted that preferential and other transactions are alleged only in the CIRP of Jaiprakash Infratech Limited ("**JIL**"). The SRA has not been the Promoter or in the management or control of JIL, hence, there was no question of applicability of Section 29A(g) to disqualify the SRA. With respect to the allegation of Amrapali that Rita Dixit has 0.01% shareholding in JAL and she is the Promoter of JAL, there is neither any facts nor any finding that the Appellant is Promoter or in the management and control of JIL, so as to attract Section 29A(g). There is no consideration or finding as to how Section 29A(g) was applied on Rita Dixit and the order of Adjudicating Authority is unfounded. There is no finding with respect to Section 29A(i) in the impugned order. Section 29A(i) has no applicability since it deals with subject to any disability, corresponding to clauses (a) to (h), under any law in a jurisdiction outside India. Now coming to alleged disqualification under Section 29A(j), there is no connected person, who is ineligible under Clause

(a) to (i). Referring to definition of connected person in Explanation-1, it is submitted that there is no finding or reason given, who is connected person, so as to attract Section 29A(j). There is no sufficient reason or finding for attracting the aforesaid disqualification. Coming to the disqualification as found under Section 29A(e), it is submitted that the said disqualification which arose under Section 164 of the Companies Act, 2013, was no longer continued. Reliance has been placed on the order of the Delhi High Court dated 25.04.2018. The Din of Promoters has continuously been active and all necessary filings were made by Directors. The email dated 07.03.2025 sent by MCA itself clearly communicated that Promoters disqualification stood removed with effect from 13.08.2018 and 29.05.2018 respectively with respect to both the Din. The Adjudicating Authority has rejected the IA filed for taking email dated 07.03.2025 on record on flimsy ground has ignored the email of MCA, which was the only competent authority to communicate as to whether disqualification of the Directors continued or not. The Din of both Promoters, Rita Dixit and Dr. Vijay Kant Dixit being active, they had met necessary compliance. The benefit of government scheme was taken by all compliances and the view of the Adjudicating Authority that disqualification was acquired under Section 29A(e) is unfounded and is contrary to the record. The Adjudicating Authority also committed error in entering into issue as to whether Plan is viable and legally implementable. The CoC in its commercial wisdom has found the Plan viable and there are ample provisions in the Resolution Plan for its implementation. Rishikesh Hire Purchase and Leasing Pvt. Ltd. ("**Rishikesh**") was referred to in the Plan as Investor and as

Co-Developer. The Performance Bank Guarantee ("**PBG**") of Rs.5 crores was given to RP on behalf of the SRA by the Investor, in which no illegality can be found. An observation has been made by the Adjudicating Authority that there is lack of financial and operational capability of the SRA which is without any basis. The Plan in detail referred to the MoU with Rishikesh and clearly delineated the responsibility of the Investor and Developer. The CoC taking into consideration all relevant clauses of the Plan and having approved the same in its commercial wisdom, it is not open for Adjudicating Authority to make observations regarding viability and implementability of the Plan, which observations are factually incorrect and unsupported from any relevant materials. Approval of Resolution Plan by the CoC is in commercial wisdom and can be interfered with by the Adjudicating Authority when it is not compliant to Section 30, sub-section (2) of the IBC. The Adjudicating Authority also made observation that there has been suppression of material facts by the SRA, since details of FIR has not been disclosed. The Adjudicating Authority has referred to Regulation 38(3) of the CIRP Regulations. Regulation 38(3), to which reference has been made by the Adjudicating Authority was not on the statute book, when Resolution Plan was submitted by the SRA. Ineligibility under Section 29A is only upon conviction for an offence. It is not a case that there is any conviction of the Promoters. The Adjudicating Authority further held that in view of the ineligibility of SRA under Section 29A(c), (e), (g), (i) and (j), the commercial wisdom of the CoC cannot come into aid of the Appellant. The reasons given in paragraph 55 of

the impugned order of the Adjudicating Authority for holding the Plan non-compliant are all unfounded.

10. It is submitted that by learned Counsel for the Promoters that the reasons given by the Adjudicating Authority for rejection of the Resolution Plan of the SRA is all fallacious and unfounded. IA No.850 of 2022 filed by the Amrapali deserved to be rejected and Resolution Plan of the Appellant needed to be approved. The Adjudicating Authority committed error in passing the impugned order.

11. Shri Sumant Batra, learned Counsel appearing for Amrapali opposing the submissions of learned Counsel for the SRA submits that Amrapali was entitled to raise all objections regarding ineligibility under Section 29A. It is submitted by Shri Sumant Batra that Hon'ble Supreme Court while dismissing the Civil Appeal No.1077 of 2022 on 24.07.2024 filed by the Amrapali has clarified that issue, pleas and submissions can be raised before the Adjudicating Authority. It is submitted that Amrapali with a view to support the said plea, filed IA No.6035 of 2024 for placing additional documents on record. The Amrapali could have very well brought additional documents on record to satisfy that SRA is ineligible under Section 29A and Adjudicating Authority did not commit any error in allowing IA No.6305 of 2024 and taking on record the additional documents submitted by Amrapali. It is submitted that there is no error in order of Adjudicating Authority rejecting IA No.1301 of 2025, which was filed to bring on record email dated 07.03.2025 of MCA. There was no relevant document filed by the SRA to

prove that the SRA is not disqualified under Section 29A(e). Supporting the order of Adjudicating Authority regarding ineligibility under Section 29A(g), it is submitted that the Appellant is Promoter of JAL. Annual Return of JAL, treat Rita Dixit as Promoter and details of shareholding of JAL indicates that Rita Dixit has 0.01% shareholding. Relying on judgment of the Hon'ble Supreme Court in ***Chitra Sharma & Ors. v. Union of India & Ors., (2018) 18 SCC 575*** submits that in the said judgment the Hon'ble Supreme Court has held that Promoters of JAL/ JIL are prohibited to participate in the resolution process due to Clauses of 29A (c) and (g). Shri Batra referred to paragraph 39 of the judgment of the Hon'ble Supreme Court in **Chitra Sharma**. Shri Batra further submits that the Promoters had taken loan from HDFC Bank and HDFC Bank had initiated SARFAESI proceedings against the Rita Dixit and the account of Promoters were declared NPA, much before submission of Resolution Plan. When the account of Promoters itself is NPA, the Promoters are not eligible to submit Resolution Plan under Section 29A(c). It is submitted that in a case where Promoters account itself is NPA, the benefit of Section 240A cannot be extended to the Promoter. Shri Batra has referred to the reply given to the queries by the RP where Promoters themselves have referred that their account is NPA. It is submitted that Promoters under the eligibility criteria finalized by the CoC were entitled to submit a Resolution Plan if they have net worth of Rs.50 crores. The SRA has relied on the net worth of Rishikesh for proving the eligibility criteria, whereas Rishikesh is not the Co-Resolution Applicant and its net worth could not have been relied. It is submitted that net worth of Rita Dixit is Rs.36.59 crores and

Dr. Vijay Kant Dixit is Rs.10.74 crore, which is less than Rs.50 crores, hence the SRA did not comply the requirement of net worth. It is submitted that the MoU dated 22.09.2021 between the SRA and Rishikesh, indicate that MoU is a sale purchase agreement and it is Rishikesh, who is undertaking all obligations as a Resolution Applicant. The SRA has no responsibility under the Plan and the undertaking has been given by the Rishikesh. There is no clarity as to who is the Resolution Applicant. The Rishikesh has paid the PBG, whereas it is the SRA, who was required to pay the PBG.

12. Shri Sumant Batra in support of his Company Appeal (AT) (Ins.) No.1172 of 2025 submits that Amrapali is aggrieved by the direction issued by the Adjudicating Authority in paragraph 60(c). It is submitted that the Resolution Plan of the SRA having held to be ineligible, the Amrapali is the only Resolution Applicant, whose Plan has received approval of the CoC, hence, the Adjudicating Authority ought to have directed the RP to submit application for approval of Resolution Plan of Amrapali, whereas in paragraph 60, sub-para (c), direction has been issued to place the order before the CoC for further consideration. It is submitted that direction issued in paragraph 60(c) needs to be quashed and RP be directed to submit an application for approval of Resolution Plan of the Amrapali.

13. Learned Counsel appearing for the Appellant (Financial Creditor) in Company Appeal (AT) (Ins.) No.1552 of 2025 submits that according to the re-voting conducted in November 2021, none of the Plan could receive 66% of vote share. It is submitted that the Plan of the Amrapali received only 43.27%

(Yes) votes and 42.60% (No) votes, whereas the Plan of the Promoters received 44.01% (Yes) votes and 41.34% (No) votes. Hence, none of the Plan either by Amrapali or SRA, could receive 66% votes. It is submitted that RP erroneously declared the Resolution Plans submitted by the SRA and Amrapali as approved by the CoC. It is submitted that both the Plans having not able to achieve 66% votes, directions in paragraph 60(c) issued by the Adjudicating Authority in the impugned order, needs to be set aside. The Appellant prays that directions be issued to issue fresh Form-G.

14. Replying to the submissions made by the Appellant in Company Appeal (AT) (Ins.) No.1552 of 2025, Shri Sumant Batra as well as learned Counsel appearing for SRA submit that the Resolution Plan of SRA as well as Amrapali was approved by 100% vote of the CoC. Learned Counsel referred to Section 25A(3A) of the IBC. It is submitted that in the CIRP of the CD, the members of the CoC consist of 100% commercial space buyers, i.e. Financial Creditors in class and when Plan is approved by majority of votes of the creditors in class (more than 50% of votes), the Plan has to be treated to be approved with 100% votes, since the Authorised Representative has to vote in accordance with the majority of votes. Hence, the Authorised Representative voted for approval of both the Plans. Shri Sumant Batra has referred to the judgment of Hon'ble Supreme Court in ***Jaypee Kensington Boulevard Apartments Welfare Association and Ors. Vs. NBCC (India) Ltd. And Ors. – (2022) 1 SCC 401*** and submits that this issue has already been settled by the Hon'ble

Supreme Court in the above case, where votes of financial creditors in class of more than 50% has been treated as approval.

15. Learned Counsel for the CoC adopted the submissions of the SRA and submitted that SRA did not suffer from any ineligibility under Section 29A. The CoC has examined all relevant documents and certificates brought by the SRA and was satisfied that the SRA was fully eligible to submit the Resolution Plan. It is submitted that CoC has approved the Resolution Plan of SRA with 100% vote shares and it is due to the acts of Amrapali that CIRP is not been able to complete due to one or the other objections. The Resolution Plan submitted by the SRA needs to be approved, so as to complete the object and purpose of the IBC and handover the units to commercial space buyers.

16. Learned Counsel for the RP submits that SRA was fully eligible to submit the Resolution Plan. It is submitted that SRA is fully eligible under Section 29A and no ineligibility is attached in any of the clauses of Section 29A and the contentions and submissions raised by Amrapali are baseless and are without any substance. Learned Counsel for the RP further submits that Resolution Plan approved with majority of votes of the financial creditors in class, thus, Plan was approved with 100% votes. The submission made by the Appellant (Financial Creditor) in Company Appeal (AT) (Ins.) No.1552 of 2025 are meritless. The Plan was approved with 100% votes of the commercial space buyers. The voting was conducted in accordance with Section 25A(3A) of the IBC and the Authorised Representative has voted on the basis of majority of votes of the Financial Creditors in class.

17. Learned Counsel for the parties in support of their submissions have relied on various judgments of this Tribunal and the Hon'ble Supreme Court, which we shall refer to while considering submissions in detail.

18. From the submissions of the parties and materials on record, following questions arise for consideration in this group of Appeal(s):

(I) Whether the Resolution Plan of the SRA/ Amrapali Fincap Ltd. did not receive requisite vote shares of 66% and cannot be said to be approved by requisite number of votes, as pleaded in Company Appeal (AT) (Ins.) No.1552 of 2025?

(II) Whether order passed by Adjudicating Authority in IA No.6305 of 2024 filed by Amrapali Fincap Ltd. to take additional documents on the record and the order passed by Adjudicating Authority in IA No.1301 of 2025 filed by SRA to take on record email dated 07.03.2025 received from MCA, are sustainable?

(III) Whether the findings returned by Adjudicating Authority in the impugned order that SRA is ineligible to submit the Resolution Plan under various sub-clauses of Section 29A are sustainable and that the SRA is not eligible to submit the Resolution Plan?

(IV) Whether deposit of Performance Bank Guarantee by Rishikesh Hire Purchase and Leasing Pvt. Ltd. (Investor) violates Regulation 36B(4A) of CIRP Regulations?

(V) Whether failure of disclosure of criminal proceedings as required under Regulation 38(3) of the CIRP Regulations, makes the Resolution Plan non-compliant?

(VI) Whether on the basis of net worth of Rita Dixit, Dr. Vijay Kant Dixit and Vasudha Dixit, the net worth falls significantly short of the minimum requirement under the RFRP, which makes the Consortium (Promoters) ineligible under the express terms of RFRP?

Question No.(I)

19. The first question which needs to be considered is as to whether the Resolution Plan of the SRA/ Amrapali could muster the requisite vote shares of 66% for approval of Plan and whether the decision of the CoC/ RP to treat the approval of Plan with 100% vote shares of CoC in class, is accordance with law.

20. The submission as noted above of learned Counsel for the Appellant in Company Appeal (AT) (Ins.) No.1552 of 2025, a single Financial Creditor in a class is that the Plan of the SRA/ Amrapali could not muster 66% of vote shares, hence, none of the Plan could have been approved. Learned Counsel for single Financial Creditor submits that SRA could receive 44.01% (Yes) votes and 41.34% (No) votes and Amrapali received 43.27% (Yes) votes and 42.60% (No) votes. Hence, 66% votes were not received. Hence, the Plans cannot be held to be approved. We need to notice the provisions of Section

30, sub-section (4), which requires approval of the Resolution Plan by vote share of not less than 66% of the Financial Creditors. Section 30, sub-section (4) is as follows:

> *"**30(4)** The committee of creditors may approve a resolution plan by a vote of not less than sixty-six per cent. of voting share of the financial creditors, after considering its feasibility and viability, the manner of distribution proposed, which may take into account the order of priority amongst creditors as laid down in sub-section (1) of section 53, including the priority and value of the security interest of a secured creditor] and such other requirements as may be specified by the Board:*
>
> *Provided that the committee of creditors shall not approve a resolution plan, submitted before the commencement of the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2017 (Ord. 7 of 2017), where the resolution applicant is ineligible under section 29A and may require the resolution professional to invite a fresh resolution plan where no other resolution plan is available with it:*
>
> *Provided further that where the resolution applicant referred to in the first proviso is ineligible under clause (c) of section 29A, the resolution applicant shall be allowed by the committee of creditors such period, not exceeding thirty days, to make payment of overdue amounts in accordance with the proviso to clause (c) of section 29A:*
>
> *Provided also that nothing in the second proviso shall be construed as extension of period for the purposes of the proviso to sub-section (3) of section 12, and the corporate*

insolvency resolution process shall be completed within the period specified in that subsection:

Provided also that the eligibility criteria in section 29A as amended by the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2018 shall apply to the resolution applicant who has not submitted resolution plan as on the date of commencement of the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2018."

21. The Minutes of the 18th CoC Meeting held on 05.11.2021 is part of the record of IA No.5752/ND/2021, which was filed by the RP for approval of the Plan. Agenda Item No.6, deals with the e-voting result on 17th CoC Meeting. In Company Appeal (AT) (Ins.) No.1552 of 2025, the Appellant in paragraph 7.6 has quoted the relevant portion of the Minutes of the Meeting, referring to vote result. It is useful to notice paragraph 7.6, which is as follows:

"7.6. The relevant portion of the Minutes of meeting reflecting voting results is reproduced herein below:

Agenda Item No.	Resolution	YES	NO	% of YES	AR Voted (% if yes)
8.	To discuss, deliberate and consider the revised resolution plan submitted by "Amrapali Fincap Ltd." and vote thereon in accordance with the extant provisions of the IBC, 2016 while taking note of the compliance report prepared by the RP and to further evaluate the	43.27	42.60	50.39	100%

	compliant resolution plan as per the evaluation matrix in terms of Reg. 39(3)(a) of the CIRP Regulations.				
…	…	…	….	…	..
11.	To discuss, deliberate and consider the revised resolution plan submitted by "Promoters of M/s JC World Hospitality Pvt. Ltd." and vote thereon in accordance with the extant provisions of the IBC, 2016 while taking note of the compliance report prepared by the RP and to further evaluate the compliant resolution plan as per the evaluation matrix in terms of Reg. 39(3)(a) of the CIRP Regulations.	44.01	41.34	51.56%	100%

Further based on the voting by the Authorized Representative of Financial Creditors in a class-Allottees in a Real Estate Project in the CoC, following two Resolution Plan secured requisite vote.

1. Promoters of JC World Hospitality Pvt. Ltd. : 100%

2. Amrapali Fincap Ltd. : 100%

…"

22. It is contended that neither SRA nor Amrapali could receive 66% 'Yes' votes, hence, both the Plans, cannot be treated to have been approved as per Section 30, sub-section (4). The above submission has been refuted by learned Counsel for the SRA and Amrapali. As noted above, the CoC of the

CD consisted of 100% of Financial Creditor in class, i.e. 286 commercial space buyers. The voting with respect to CoC (Financial Creditor in a class) is conducted as per Section 25A(3A) of the IBC. Section 25A(3A) is as follows:

> ***"25A(3A)*** *Notwithstanding anything to the contrary contained in sub-section (3), the authorised representative under sub-section (6A) of section 21 shall cast his vote on behalf of all the financial creditors he represents in accordance with the decision taken by a vote of more than fifty per cent. of the voting share of the financial creditors he represents, who have cast their vote:*
>
> *Provided that for a vote to be cast in respect of an application under section 12A, the authorised representative shall cast his vote in accordance with the provisions of subsection (3)"*

23. Sub-section (3A) of Section 25A as noted above provides that Authorised Representative on behalf of the Financial Creditor, he represents, who have cast their vote in accordance with the decision taken by a vote of more than fifty percent of the Financial Creditor in a class, which was received by SRA and the Amrapali. It is clear that SRA received 51.56% vote share of Financial Creditor in a class and Amrapali has received 50.39% vote share. Authorised Representative on the basis of majority decision of the Financial Creditors in class has voted. Hence, the Plan stood approved with 100% vote share. We, thus, do not find any infirmity in decision of the RP holding that Resolution Plan of the SRA approved with 100% vote share. The above issue is no more *res-integra*. The judgment in ***Pioneer Urban Land and Infrastructure Ltd. and Anr. vs. Union of India and Ors – (2019) 8 SCC***

416 confirming the provisions of Section 25A(3A), had laid down following in paragraph 63:

> *"**63.** Given the fact that allottees may not be a homogeneous group, yet there are only two ways in which they can vote on the Committee of Creditors—either to approve or to disapprove of a proposed resolution plan. Sub-section (3-A) goes a long way to ironing out any creases that may have been felt in the working of Section 25-A in that the authorised representative now casts his vote on behalf of all financial creditors that he represents. If a decision taken by a vote of more than 50% of the voting share of the financial creditors that he represents is that a particular plan be either accepted or rejected, it is clear that the minority of those who vote, and all others, will now be bound by this decision. As has been stated by us in Swiss Ribbons [Swiss Ribbons (P) Ltd. v. Union of India, (2019) 4 SCC 17] , the legislature must be given free play in the joints to experiment. Minor hiccups that may arise in implementation can always be sorted out later. Thus, any challenge to the machinery provisions contained in Sections 21(6-A) and 25-A of the Code must be repelled."*

24. The Hon'ble Supreme Court in the above judgment has clearly held that if a decision taken by a vote of more than 50% of the voting share of the Financial Creditor, then the Plan shall be treated to have been approved.

25. To the same effect is the judgment of the Hon'ble Supreme Court in ***Jaypee Kensington Boulevard Apartments Welfare Association and Ors. Vs. NBCC (India) Ltd. And Ors. – (2022) 1 SCC 401***. In the above case also

the Hon'ble Supreme Court came to consider provisions of Section 25A(3A). The Hon'ble Supreme Court in the above case held that Authorised Representative is required to vote on the Resolution Plan in accordance with the decision taken by a vote of more than 50% vote of the homebuyers. In paragraph 210.6 and 212, following was laid down:

> *"**210.6.** To put it in more clear terms qua the homebuyers, the operation of sub-section (3-A) of Section 25-A of the Code is that their authorised representative is required to vote on the resolution plan in accordance with the decision taken by a vote of more than 50% of the voting share of the homebuyers; and this 50% is counted with reference to the voting share of such homebuyers who choose to cast their vote for arriving at the particular decision. Once this process is carried out and the authorised representative has been handed down a particular decision by the requisite majority of voting share, he shall vote accordingly and his vote shall bind all the homebuyers, being of the single class he represents.*
>
> ***212.** A rather overambitious attempt has been made by the homebuyers who have filed separate appeal (TC No. 242 of 2020) to refer to the percentage of voting share of homebuyers and it has been suggested that out of the total voting share of homebuyers i.e. 57.66%, the assenting voting share was only 34.10%, whereas 22.51% abstained and 1.05% dissented. It is submitted that roughly, for every 3 homebuyers who voted for NBCC, 2 had dissented/abstained. Even assuming the percentage as stated by these appellants to be correct, we are at a loss to find any logic in the submissions so made. A re-look at sub-*

section (3-A) of Section 25-A would make it clear that "50%" for the purpose of the said provision is of those homebuyers who cast their vote. On the percentage figures as given before us, out of the total voting share of homebuyers at 57.66%, the persons carrying 22.51% voting share simply abstained and of the persons casting their votes, ayes were having the voting share of 34.10% whereas nays were having the voting share of 1.05%. Obviously, 50% would be counted only of the persons who chose to vote where, much higher than 50% of the homebuyers who cast their vote, stood for approval of the resolution plan of NBCC [The IRP has given the details of voting by the allottees in the following terms (in Para 4 of its written submissions under the heading — "Issues raised by homebuyers"):"…. In the present case, out of 21,781 allottees forming the class of allottees, 12,147 cast their vote on the resolution plan. (It is pertinent to mention that through the resolution plan process of JIL, around 9000 allottees have always remained non-responsive and abstained from voting at any time.) Out of 12,147 allottees who cast their vote (present and voting), 11,699 allottees voted in favour of the resolution plan while 448 voted against the resolution plan. Thus, the number of allottees who voted in favour of the resolution plan, this 11,699, comprise 96.31% of the total number of allottees present and voting…."] . Such a voting cannot be set at naught for the purported dissatisfaction of a miniscule minority, which was about 3.69% in terms of the number of persons voting; and about 1.05% in terms of the voting share. They have to sail along with the overwhelming majority. That is the purport and effect of "drag along" or "sail along" provisions in the scheme of the Code."

26. In the above case also, it was held that majority of homebuyers has voted for approval of the Plan. The submissions raised contrary to the above was rejected. We, thus, are of the view that the CoC and RP has rightly came to the conclusion that on the basis of re-voting result on Resolution Plan, the same was approved with 100% vote shares, since more than 50% of vote shares of the CoC ware cast by Financial Creditor in a class.

27. At this juncture, we may also notice that Plan of SRA and Amrapali stood approved with 100% vote share on the basis of the re-voting by the Authorised Representative and further on the basis of Tie Breaker Formula, which is already approved by the CoC, the Plan, which had received higher votes will be treated to be approved. The SRA received the actual vote of 44.01% whereas Amrapali has received 43.27% votes. Hence, by applying Tie Breaker Formula, the SRA (Promoters) Plan was approved and they were declared SRA.

28. Thus, we answer Question No.(I) by holding that the Resolution Plan of the SRA has been approved in accordance with Section 30, sub-section (4), it having received number of votes required for approval of Resolution Plan.

Question No.(II)

29. IA No.6035 of 2024 was filed by Amrapali for taking additional documents on record, filed by the Applicant under Index dated 29.10.2024. In paragraph 10 of the application, four documents have been referred, which was prayed to be accepted. Paragraph 10 of the application is as follows:

*"**10.** That the Applicant has filed following five additional documents separately under index dated 29.10.2024 vide Diary No. 07101020126820 22/7 and scrutiny cleared on 05.11.2024, with advance service on all the respondents on 29.10.2024 itself: -*

a) Annexure A-1: A copy of extracts from the List of Directors disqualified u/s 164(2)(a) of Companies Act, 2013 for F.Y. 2014 to 2016 issued by the Office of the Registrar of Companies, NCT of Delhi Haryana.

b) Annexure A-2: Extracts of Annual Report of Jaiprakash Associates Limited (JAL) for the year 2022.

c) Annexure A-3: A copy of the Chargesheet sans annexures filed in FIR No. 27/2020 (EOW) before the Ld. CMM, Patiala House Court, New Delhi.

d) Annexure A-4: A copy of the statement showing shareholding pattern of Jaiprakash Associates Limited (JAL) in Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements). Regulations, 2015.

e) Annexure A-5: A copy of the order dated 14.05.2024 passed by the Hon'ble Delhi High Court in the case titled as 'Dr. Vijaykant Dixit & Anr. vs. Government of NCT of Delhi & Ors.', CRL. MC 2597/2022."

30. While allowing the above application, the only reason given by the Adjudicating Authority is in paragraph 2 of the order. It is useful to extract paragraph 2, which is as follows:

*"**2.** Upon careful examination of the pleadings and documents placed on record, it is observed that the documents sought to be taken on record comprise judicial*

pronouncements rendered by this ***Adjudicating Authority****, the* ***Hon'ble National Company Law Appellate Tribunal (NCLAT)****, and the* ***Hon'ble Supreme Court of India*** *in relation to the same matter. These documents appear relevant for the effective adjudication of* ***I.A. No. 850 of 2022****.*

31. The observation of the Adjudicating Authority that documents sought to be taken on record comprise judicial pronouncements rendered by Adjudicating Authority, NCLAT and Hon'ble Supreme Court, is clearly erroneous. The documents as detailed in paragraph 10 of the application were documents i.e. Annexure A-1 – Extracts from the List of Directors disqualified; Annexure A-2 – Extracts of Annual Report; Annexure A-3 – Copy of the Chargesheet; Annexure A-4 – Copy of the Statement; and Annexure A-5 – Copy of the order dated 14.05.2024 passed by the Delhi High Court. Thus, none of the documents were orders of Adjudicating Authority, NCLAT or Hon'ble Supreme Court. The Adjudicating Authority has not event adverted to the documents and allowed the application. Learned Counsel for the SRA has submitted that they have also filed reply to IA No.6035 of 2024 and in the reply has also relied on various materials to refute the case of the Amrapali that Directors have not acquired any disqualification under Section 164 of the Companies Act. The Adjudicating Authority in the impugned order has not event referred to the reply filed by the SRA and by the impugned order allowed the application after accepting the said documents on record filed by the Amrapali. No opportunity shown to have been given to the SRA to submit documents in rebuttal. The least Adjudicating Authority was required to do

while accepting additional documents on behalf of Amrapali is to take on record the documents filed in reply by the SRA to IA No.6035 of 2024. We, however, are not inclined to interfere with the order of Adjudicating Authority, accepting the additional documents on record, since the said documents have found consideration in the impugned order, but we are constrained to observe that Adjudicating Authority while accepting the additional documents on record filed by Amrapali (Unsuccessful Resolution Applicant), have not given an opportunity to SRA to submit documents in rebuttal, nor taken the documents on refiled filed along with the reply. We, thus, are of the view that documents filed by the SRA in reply to IA No.6035 of 2024 were required to be taken on record.

32. Now we come to the order of Adjudicating Authority passed in IA No.1301 of 2025, which was filed by the SRA to take one documents on record, i.e. email dated 07.03.2025 issued by MCA regarding the disqualification of Directors – Rita Dixit and Dr. Vijay Kant Dixit, which was sought to be raised by the Amrapali (Unsuccessful Resolution Applicant) in its Application IA No.6035 of 2024. The prayer made in IA No.1301 of 2025 has been quoted in paragraph 5 of the impugned order, which is as follows:

> *"a. Take on record the email dated 07.03.2025 received by the Counsel for the Applicant from the MCA clarifying the date of removal of disqualification under Section 164(2) of the Companies Act, 2013;*

b. Pass such other further order or orders as this Hon'ble Adjudicating Authority may deem fit and proper in the facts and circumstances of the case."

33. By the impugned order, the Adjudicating Authority rejected IA No.1301 of 2025 and refused to take on record email, which was filed along with the application. In IA No.1301 of 2025, the SRA has given background fact of issuance of email dated 07.03.2025 by the MCA. It is useful to notice paragraph 4, 5 and 6 of the application, which are as follows:

"4. The non-applicant being the unsuccessful resolution applicant has filed objections to IA No. 5727/2021 by way of IA No. 850/2022. Thereafter, the non-applicant had filed IA No. 6035/2024. At time of filing its reply to IA 6035/2024, the Applicant could not trace Form eCODS-2018. The Applicant duly approached the ROC through several visits and otherwise but the Form eCODS could not be located.

5. Ultimately, the Counsel for the Applicant raised an official query/ticket via the MCA service desk and was issued a ticket number being "FO_ 202503042373025". The Counsel for the Applicant received an email dated 07.03.2025 in which she was informed that the with regards to "DIN 00020720" being that of Vijay Kant Dixit/Applicant the disqualification was removed on 13.08.2018 and with regards to "DIN 0022014" being that of Mrs. Rita Dixit the disqualification was removed on 29.05.2018. A copy of the said email dated 07.03.2025 received

by the counsel for the Applicant is annexed and marked herewith as Annexure A.

6. *Therefore the present application is necessitated to place on record the document/email so received on 07.03.2025 which puts the entire issue to rest. This document is crucial for complete adjudication of the dispute regarding director disqualification as raised by the Objector. The Applicant will be severely prejudiced if the present application is not allowed."*

34. The email, which has been issued by the MCA is to the following effect:

Regarding Ticket Number FO_202503042373025 created at MCA Service Desk

central central.servicedesk@mca.gov.in Fri, 7 Mar at 6:20PM

To: <kamalnaini@gmail.com>

Dear Stakeholder,

Your Service Request FO_202503042373025 has been resolved by MCA Service Desk.

Solution - Dear SH, for DIN 00020720 - Removal of disqualification happened on 13.08.2018 through SCCD ticket SR835827 and for DIN 00022014 - Removal of disqualification happened on 29.05.2018 through SCCD ticket SR777756. Thanks, MCA Support team.

Please click on the link https://www.mca.gov.in/ mcafoportal/ trackStatus.do to exercise the following actions:

1. My Issue is Resolved - If the reported issue has been resolved.

2. My Issue is Not Resolved - Reopen the Ticket, if the reported issue is not resolved.

Note: Please note that the ticket will be auto closed in Five days, if no action is taken.

This is a system generated email. Kindly do not reply to it.

Notice: The information contained in this e-mail message and/or attachments to it may contain confidential or privileged information. If you are not the intended recipient, any dissemination, use, review, distribution, printing or copying of the information contained in this e-mail message and/or attachments to it are strictly prohibited. If you have received this communication in error, please notify us by reply e-mail or telephone and immediately and permanently delete the message and any attachments."

35. The order of the Adjudicating Authority rejecting IA No.1301 of 2025 is clearly unsustainable, since the Adjudicating Authority has allowed IA No.6305 of 2024 filed by the Amrapali to submit five additional documents and the email dated 07.03.2025 was sought to be filed by the SRA to rebut the allegation of disqualification raised by the Amrapali, which document was relevant documents and was issued by MCA, who is the competent authority to clarify regarding any disqualification. Rejection of said application is wholly unsustainable and is to be disapproved.

36. We, thus, are of the view that rejection of IA No.1301 of 2025 is unsustainable and the order of Adjudicating Authority rejecting the said application is set aside. Application - IA No.1301 of 2025 is allowed and the email dated 07.03.2025 is taken on record.

Question No.(III)

37. The Adjudicating Authority in the impugned order has held SRA disqualified under clauses (c), (e), (g), (i) and (j) which conclusion have been recorded in paragraph 59 in following words:-

> "***59.*** *Having regard to the factual matrix and statutory framework, we find compelling reasons to hold that the Resolution Plan approved by the CoC cannot withstand judicial scrutiny. The SRA is ineligible under multiple provisions of Section 29A - including clauses (c), (e), (g), (i), and (j) — by virtue of her past disqualification as a director, her association with connected persons implicated in avoidable transactions, and her reliance on a third-party entity for implementation of the plan. Further, the PBG, a mandatory safeguard, was furnished not by the SRA but by Rishikesh, a non-applicant NBFC whose MoA does not authorize construction or real estate marketing. This arrangement not only violates Regulation 36B(4A) but also renders the plan unimplementable and legally defective. Compounding these defects is the suppression of criminal proceedings by the SRA, which directly conflicts with the statutory obligations under Regulation 38(3) to disclose material information. Although the CoC's decision enjoys deference under the doctrine of commercial wisdom, reliance on that doctrine is untenable when the plan is marred by legal infirmities and procedural violations. As aptly observed in paragraph 73 of Kalyani Transco, approval by the CoC that disregards mandatory legal requirements cannot*

be validated on grounds of commercial wisdom. Therefore, keeping in view of the above stated facts and circumstances, we are of the considered opinion that the SRAs namely Ms. Rita Dixit, Mr. Vijay Kant Dixit and Ms. Vasudha Gaur Dixit are ineligible under Section 29A of the IBC and their plan is held to be non-est in the eyes of law."

38. We first need to notice the provisions of Section 29A which provides various disqualification for a person to submit a Resolution Plan. Sub-clauses (c), (e), (g), (i) and (j) of Section 29A are as follows:-

*"**29A**. A person shall not be eligible to submit a resolution plan, if such person, or any other person acting jointly or in concert with such person—*

(c) [at the time of submission of the resolution plan has an account,] or an account of a corporate debtor under the management or control of such person or of whom such person is a promoter, classified as non-performing asset in accordance with the guidelines of the Reserve Bank of India issued under the Banking Regulation Act, 1949 [or the guidelines of a financial sector regulator issued under any other law for the time being in force,] and at least a period of one year has lapsed from the date of such classification till the date of commencement of the corporate insolvency resolution process of the corporate debtor:

Provided that the person shall be eligible to submit a resolution plan if such person makes payment of all overdue amounts with interest thereon and charges

relating to non-performing asset accounts before submission of resolution plan;

[Provided further that nothing in this clause shall apply to a resolution applicant where such applicant is a financial entity and is not a related party to the corporate debtor.

Explanation I– For the purposes of this proviso, the expression "related party" shall not include a financial entity, regulated by a financial sector regulator, if it is a financial creditor of the corporate debtor and is a related party of the corporate debtor solely on account of conversion or substitution of debt into equity shares or instruments convertible into equity shares [or completion of such transactions as may be prescribed], prior to the insolvency commencement date

Explanation II.— For the purposes of this clause, where a resolution applicant has an account, or an account of a corporate debtor under the management or control of such person or of whom such person is a promoter, classified as non-performing asset and such account was acquired pursuant to a prior resolution plan approved under this Code, then, the provisions of this clause shall not apply to such resolution applicant for a period of three years from the date of approval of such resolution plan by the Adjudicating Authority under this Code;]

(e) is disqualified to act as a director under the Companies Act, 2013;

[Provided that this clause shall not apply in relation to a connected person referred to in clause (iii) of Explanation I;]

(g) has been a promoter or in the management or control of a corporate debtor in which a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place and in respect of which an order has been made by the Adjudicating Authority under this Code;

[Provided that this clause shall not apply if a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place prior to the acquisition of the corporate debtor by the resolution applicant pursuant to a resolution plan approved under this Code or pursuant to a scheme or plan approved by a financial sector regulator or a court, and such resolution applicant has not otherwise contributed to the preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction;]

(i) [is] subject to any disability, corresponding to clauses (a) to (h), under any law in a jurisdiction outside India; or

(j) has a connected person not eligible under clauses (a) to (i).

Explanation [I].— For the purposes of this clause, the expression "connected person" means—

(i) any person who is the promoter or in the management or control of the resolution applicant; or

(ii) any person who shall be the promoter or in management or control of the business of the corporate debtor during the implementation of the resolution plan; or

(iii) the holding company, subsidiary company, associate company or related party of a person referred to in clauses (i) and (ii):

[Provided that nothing in clause (iii) of Explanation I shall apply to a resolution applicant where such applicant is a financial entity and is not a related party of the corporate debtor:

Provided further that the expression "related party" shall not include a financial entity, regulated by a financial sector regulator, if it is a financial creditor of the corporate debtor and is a related party of the corporate debtor solely on account of conversion or substitution of debt into equity shares or instruments convertible into equity shares [4][or completion of such transactions as may be prescribed], prior to the insolvency commencement date;]

[Explanation II—For the purposes of this section, "financial entity" shall mean the following entities which meet such criteria or conditions as the Central Government may, in consultation with the financial sector regulator, notify in this behalf, namely:—

(a) a scheduled bank;

(b) any entity regulated by a foreign central bank or a securities market regulator or other financial sector regulator of a jurisdiction outside India which jurisdiction is compliant with the Financial Action Task Force Standards and is a signatory to the International Organisation of Securities Commissions Multilateral Memorandum of Understanding;

(c) any investment vehicle, registered foreign institutional investor, registered foreign portfolio investor or a foreign

venture capital investor, where the terms shall have the meaning assigned to them in regulation 2 of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 made under the Foreign Exchange Management Act, 1999 (42 of 1999);

(d) an asset reconstruction company register with the Reserve Bank of India under section 3 of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (54 of 2002);

(e) an Alternate Investment Fund registered with Securities and Exchange Board of India;

(f) such categories of persons as may be notified by the Central Government.]]"

39. Now we proceed to consider the claim of ineligibility of the SRA under different sub-clauses in seriatim.

Section 29-A (c)

40. The Adjudicating Authority after noticing the provisions of Section 29A (c) and Section 240-A (1) has held that Section 240-A (1) removes the direct bar of Clause (c) where the Corporate Debtor is MSME. Corporate Debtor is an MSME since before initiation of CIRP which is an undisputed fact. Section 240-A was inserted in the Code w.e.f. 06.06.2018 providing that notwithstanding anything to the contrary contained in this Code, the provisions of clauses (c) and (h) of Section 29-A shall not apply to the

resolution applicant in respect of corporate insolvency resolution process of any micro, small and medium enterprises. Section 240-A (1) is as follows:-

> "***240A***. *(1) Notwithstanding anything to the contrary contained in this Code, the provisions of clauses (c) and (h) of section 29A shall not apply to the resolution applicant in respect of corporate insolvency resolution process [or pre-packaged insolvency resolution process] of any micro, small and medium enterprises."*

41. Even after noticing the removal of disqualification under clause (c) of Section 29-A by virtue of Section 240-A(1) without any basis Adjudicating Authority in its concluding paragraph 59 has held the SRA disqualified under clause (c). When disqualification under clause (c) is given exemption with regard to MSME, we fail to see any basis for conclusion recorded by the Adjudicating Authority in paragraph 59 that SRA is disqualified under clause (c). Thus, the above finding of the SRA is disqualified under sub-clause (c) of Section 29-A is unfounded and cannot be sustained.

Section 29-A (e)

42. Sub-clause (e) provides for disqualification to act as a director under the Companies Act, 2013. In the application IA No.850 of 2022 which was filed by Amrapali Fincap Limited raising objection to the Resolution Plan. Amrapali Fincap Limited has raised objection on the basis of Section 29-A (g) & (j). Paragraph 1 (i) of the application pleaded the disqualification which is as follows:-

> *"1. That the present Application has been filed to seek rejection of the Resolution Plan proposed by the Ex-Promoters of the Corporate Debtor and subject matter of consideration in I.A. 5752/ND/ 2021 before this Hon'ble Adjudicating Authority, succinctly and interalia, on following six grounds:-*
> *i. Resolution Applicants are ineligible u/s 29A(g) and (j) of the I&B Code, 2016;"*

43. Amrapali Fincap Limited, however, subsequently filed additional document and filed IA No.6035 of 2024 raising another ground alleging disqualification of Ms. Rita Dixit and Mr. Vijay Kant Dixit under Section 164(2)(a) of the Companies Act, 2013 for a period of five years from 01.11.2016 to 31.10.2021 in relation to default in filing which is claimed evident from the List of Disqualified Directors for F.Y. 2014 to 2016. In paragraph 11 of IA No.6035 of 2024, the above has been pleaded:-

> ""*11. It is submitted that Respondent no.3 & no.4 namely Rita Dixit and Vijay Kant Dixit were disqualified u/s 164(2)(a) of Companies Act, 2013 for a period of five years from 01.11.2016 till 31.10.2021 in relation to default in filing which is evident from the List of Disqualified Directors for F.Y. 2014 to 2016 issued by the Office of Registrar of Companies, Delhi dated 15.09.2017 (Additional Document filed separately as Annexure A-1 vide Diary No. 07101020126820 22/7)."*

44. The reply was filed by SRA to the IA No.6035 of 2024 in which reply the allegation of disqualification of Ms. Rita Dixit and Mr. Vijay Kant Dixit was

denied. Detailed reply was given in paragraphs 11 to 14 of the reply. It was pleaded that disqualification placed on record by Amrapali Fincap Limited relate to two entities Librans Real Estate Pvt. Ltd. and Librans Ventures Pvt. Ltd. With regard to Librans Real Estate Pvt. Ltd., in paragraph 11-14 sub-clause (a), following has been pleaded:-

> "*11-14 ……. (a) Librans Real Estate Pvt. Ltd. – The SRAs viz., Mrs. Rita Dixit and Dr. Vijay Dixit approached the Hon'ble Delhi High Court vide WP(C) No. 4091/2018 wherein the Hon'ble High Court was pleased to pass an order in respect of Librans Real Estate Pvt. Ltd. that the DIN and DSC of the Petitioners therein was to stand activated. A copy of order dated 25.04.2018 passed by Hon'ble Delhi High Court in WP(C) no. 4091/2018 is annexed herewith as Annexure R-1."*

45. Judgment of Delhi High Court dated 25.04.2018 was relied which was annexed along with the reply. With regard to another entity namely— Librans Ventures Pvt. Ltd., the Hon'ble High Court vide its order dated 25.04.2018 stated that the directors were to avail benefit of the Condonation of Delay Scheme, 2018, promulgated by the Ministry of Corporate Affairs after revival of the company's status as active. The NCLT, New Delhi Bench vide order dated 29.05.2018 allowed the petition being Appeal no. 372/252/ND/2018 and revived the company's status as active alongwith all its consequential effects. The order dated 29.05.2018 passed by the NCLT, New Delhi Bench in Appeal no. 372/252/ND/2018 was filed as Annexure R-2 to reply. It is pleaded that Mrs. Rita Dixit and Dr. Vijay Dixit approached the ROC under

the Condonation of Delay Scheme and on the strength of the aforesaid orders, got their DIN activated and companies revived. In June 2018, due forms were filed by the SRAs with the ROC. In paragraph 11-14 sub-clause (b) & (c), detailed pleadings have been made:-

> "*11-14 …….(b) Librans Ventures Pvt. Ltd. – With respect to this Company, the Hon'ble High Court vide order dated 25.04.2018 stated that the directors were to avail benefit of the Condonation of Delay Scheme, 2018, promulgated by the Ministry of Corporate Affairs after revival of the company's status as active. The Hon'ble NCLT, New Delhi Bench vide order dated 29.05.2018 allowed the petition being Appeal no. 372/252/ND/2018 and revived the company's status as active alongwith all its consequential effects. A copy of order dated 29.05.2018 passed by Hon'ble NCLT, New Delhi Bench in Appeal no. 372/252/ND/2018 is annexed herewith as Annexure R-2. The SRAs viz., Mrs. Rita Dixit and Dr. Vijay Dixit duly approached the ROC under the Condonation of Delay Scheme and inter alia on the strength of the aforesaid orders, got their DIN activated and companies revived. In June 2018, due forms were filed by the SRAs with the ROC. A copy of Challans showing proof of filing relevant forms to the ROC is annexed herewith as Annexure R3. It is also pertinent that the Condonation of delay Scheme was framed such that if the DIN stood revided and the compliance under the Scheme was made, the DIN would become active. This was the reason the Hon'ble Delhi High Court referred the SRAs to the said scheme in relation to the subject matter of the writ petition i.e.,*

disqualification as directors. A copy of circular dated 29.12.2017 issued by the Ministry of Corporate Affairs regarding the Condonation of Delay Scheme, 2018, is annexed herewith as Annexure R-4.

(c) In addition to the aforesaid in respect of both the companies Librans Real Estate Pvt. Ltd. and Librans Ventures Pvt. Ltd., the DINs became active upon appropriate orders from Hon'ble Courts and this Hon'ble Tribunal and all filings were done to change the status of the companies to active. The DINS remained active throughout since 2018. A copy of challans for filing of Form MGT-7 for Librans Ventures Pvt. Ltd. is annexed herewith as Annexure R-5. A copy of challans for filing of Form AOC-4 for Librans Ventures Pvt. Ltd. is annexed herewith as Annexure R-6. These companies have only two directors i.e., Mrs. Rita Dixit and Dr. Vijay Dixit. As such, the forms were filed using their DIN and DSC which was active all through the years. A copy of sample Form AOC -4 filed with DSC of Mrs. Rita Dixit is annexed herewith as Annexure R-7. A copy of master data of Librans Real Estate Pvt. Ltd. is annexed herewith as Annexure R-8. A copy of master data of Librans Venture Pvt. Ltd. and Librans Real Estate Pvt. Ltd. from 2019 is annexed herewith as Annexure R-9. A copy of master data of Librans Venture Pvt. Ltd. of present time is annexed herewith as Annexure R-10. It is submitted that the documents filed conclusively establish that the DIN of both the SRAs were active since 2018 and therefore there was no wrongful declaration made. The DINs continue to remain active till date. On the date of the

submission of the Resolution Plan in 2021, the DINs were active and SRAs were not disqualified to act as directors under Section 164 of the Companies Act. As such, there is no doubt cast on the eligibility of the SRAs on this ground. As per the proviso to Section 29A(e), this disqualification does not extend to connected person referred to in clause iii in Explanation 1."

46. The pleadings given in the reply with regard to claim of disqualification under Section 162 sub-section (2) of the Companies Act was replied with supporting documents to clearly proved that disqualification in the above two companies stood removed and Mrs. Rita Dixit and Dr. Vijay Dixit were not disqualified. The copy of the order passed by the High Court of Delhi in W.P. (C) 4091 of 2018- ***"Rita Dixit & Ors. Vs. Union of India"*** has been filed along with the reply where High Court directed as follows:-

"***ORDER***
25.04.2018

C.M. APPL. No.16111/2018

1. Allowed, subject to all just exceptions.

W.P. (C) No.4091/2018 & C.M. APPL. No.16110/2018

2. The record shows that there are three petitioners and essentially two companies qua which relief is sought in the matter. Petitioner nos. 1 and 2, it appears were appointed as Directors on the Board of Company by the name Librans Venture Pvt. Ltd. (in short "LVPL"), while all three petitioners were appointed as Directors on the Board of another company by the name of

Librans Real Estate Pvt. Ltd. (in short "LREPL"). It is also the case of the petitioner that since financial statements and statutory returns were not filed vis-a-vis LVPI, and LREPL their names were struck off from the register of companies. Resultantly, the names of the petitioners were included in the list of disqualified Directors for financial year 2014-16.

3. The petitioners, however, seek to revive LVPL and, therefore, qua the said company I am told that they filed an appeal before the NCLT, which is, numbered as CP/ CA No.372/252/ND/2018. In so far as LREPL is concerned, the petitioners' seek to voluntarily strike off its name from the register of companies. Therefore, this petition, in line with other orders passed by this Court, is disposed of in terms of the following directions: -

LREPL

(i) The operation of list of disqualified directors in so far as the inclusion of the name(s) of the writ petitioner(s) is concerned, shall remain stayed.

(ii) The DIN and DSC of the writ petitioner(s) will stand activated.

(iii) The writ petitioner(s) will have liberty to apply under the Condonation of Delay Scheme, 2018 (hereafter "Scheme"). Permission is granted to make the requisite filings in the form of hard copies.

v) The writ petitioner(s) will deposit, if not deposited already, a sum of Rs.30,000/- qua each such company vis-a-vis whom steps for voluntary striking off are required to be taken. The said amount will be deposited in the form of Fixed Deposit Receipt (FDR)

with the Registry of this court on or before 15.05.2018. The FDR will be created in favour of the ROC.

(v) The amount deposited by way of FDR, as adverted to in clause

(iv), will be in addition to other charges that would be payable under the Scheme. These sums will be deposited in the form of FDR as well. The writ petitioner(s) will also furnish their calculations in that behalf.

LVPL

(i) As and when the NCLT passes an order of revival, the petitioners will have liberty to avail off the benefits of Condonation of Delay Scheme, 2018.

4. Dasti under the signatures of the Court Master."

47. NCLT New Delhi Bench in Appeal No.372/252/ND/2018 has passed an order on 29.05.2018 under Section 252 of the Companies Act for restoration of the name of Appellant's company in the register maintained by the RoC which petition was allowed. In paragraphs 9 and 10, following was held:-

"9. Accordingly, the petition is allowed subject to payment of costs of Rs. 25,000/- to the Prime Minister Relief Fund. The restoration of the petitioner company's name in the Register will be subject to their filing all outstanding documents for the defaulting years as required by law and completion of all formalities, including payment of any late fee or other charges which are leviable by the respondent for the late filing of statutory returns. The name of the petitioner company shall then stand restored in the

Register of the Registrar of Companies (RoC), as if its name of the company had not been struck off.

10. The direction for freezing the Bank Account(s) of the appellant company, if on this ground, shall consequently be also set aside immediately to enable the company carry out its business operation. Compliance of this order for restoration shall be made by the respondent with all its consequential effects within one week of compliance by the appellant."

48. It is relevant to notice that although reply to IA No.6035 of 2024 was filed by the SRA refuting the contention of disqualification under Section 164(2) of the Companies Act and all relevant materials were brought on the record in the reply but Adjudicating Authority did not advert to any of the materials referred to by the SRA in the reply and relying on allegation of Amrapali Fincap held that Mrs. Rita Dixit and Dr. Vijay Dixit are disqualified. The consideration on the disqualification under Section 29-A(e) is from paragraphs 28 to 37 of the impugned order. In none of the paragraphs 28 to 37 order of Delhi High Court, Order of NCLT New Delhi and other materials brought on the record by SRA in reply to IA No.6035 of 2024 has been adverted to. Without considering the relevant materials on the record, the Adjudicating Authority has concluded that Mrs. Rita Dixit and Dr. Vijay Dixit are disqualified. It is further relevant to notice that the Appellant by IA No.1301 of 2025 has prayed for taking on record the e-mail dated 07.03.2025 which was issued from the Ministry of Corporate Affairs where Ministry of Corporate Affairs informed that disqualification of both the DIN has removed

w.e.f. 13.08.2018 and 29.05.2018. It is useful for notice the extract the entire e-mail dated 07.03.2025 which is as follows:-

> "***Regarding Ticket Number FO_2025030 42373025 created at MCA Service Desk***
> *Central<central.servicedesk@mca.gov.in>*
> *Fri, 7 Mar at 6:20 PM*
> *To: <kamalnaini@gmail.com>*
>
> *Dear Stakeholder,*
>
> *Your Service Request FO_202503042373025 has been resolved by MCA Service Desk.*
> *Solution - Dear SH, for DIN 00020720 - Removal of disqualification happened on 13.08.2018 through SCCD ticket SR835827 and for DIN 00022014 - Removal of disqualification happened on 29.05.2018 through SCCD ticket SR777756. Thanks, MCA Support team.*
>
> *Please click on the link https://www.mca.gov.in/mcafoportal/trackStatus.do to exercise the following actions:*
> *1. My Issue is Resolved - If the reported issue has been resolved.*
> *2. My Issue is Not Resolved - Reopen the Ticket, if the reported issue is not resolved.*
>
> *Note: Please note that the ticket will be auto closed in Five days, if no action is taken.*
>
> *This is a system generated email. Kindly do not reply to it."*

49. The background facts pertaining to sending of the e-mail dated 07.03.2025 has been stated in paragraphs 4, 5 and 6 of the application which are as follows:-

> "*4. The non-applicant being the unsuccessful resolution applicant has filed objections to IA No. 5727/2021 by way of IA No. 850/2022. Thereafter, the non-applicant had filed IA No. 6035/2024. At time of filing its reply to IA 6035/2024, the Applicant could not trace Form eCODS-2018. The Applicant duly approached the ROC through several visits and otherwise but the Form eCODS could not be located.*
> *5. Ultimately, the Counsel for the Applicant raised an official query/ticket via the MCA service desk and was issued a ticket number being "FO 202503042373025". The Counsel for the Applicant received an email dated 07.03.2025 in which she was informed that the with regards to "DIN 00020720" being that of Vijay Kant Dixit/Applicant the disqualification was removed on 13.08.2018 and with regards to "DIN 0022014" being that of Mrs. Rita Dixit the disqualification was removed on 29.05.2018. A copy of the said email dated 07.03.2025 received by the counsel for the Applicant is annexed and marked herewith as Annexure A.*
> *6. Therefore the present application is necessitated to place on record the document/email so received on 07.03.2025 which puts the entire issue to rest. This document is crucial for complete adjudication of the dispute regarding director disqualification as raised by the Objector. The Applicant will be severely prejudiced if the present application is not allowed."*

50. The e-mail dated 07.03.2025 which was sent by the Ministry of Corporate Affairs in reply to official query raised to service desk has not been accepted on record by the Adjudicating Authority without any valid reason. The e-mail issued from MCA clearly communicated by Competent Authority that disqualification stood removed w.e.f. 13.08.2018 and 29.05.2018 with regard to Mrs. Rita Dixit and Dr. Vijay Dixit. The above communication by MCA was sufficient to reject the objection of disqualification under Section 29-A (e) but Adjudicating Authority erred in firstly rejecting the said e-mail to be taken on the record and secondly, not even adverted to relevant materials brought by SRA to prove that said disqualification stood removed under the orders of the Delhi High Court and subsequent steps taken by Mrs. Rita Dixit and Dr. Vijay Dixit with regard to which detail pleadings are made. We, thus, are of the view that the Adjudicating Authority in a callous manner without looking into materials on record have come to conclusion that Mrs. Rita Dixit and Dr. Vijay Dixit are disqualified under Section 164(2) resulting into disqualification under Section 29-A (e) which reason and finding is perverse and unsustainable.

51. It is also relevant to notice that the Adjudicating Authority while considering disqualification under Section 29A (e) has noted that DIN of the Directors were active which is noticed in paragraph 34 of the judgment:-

> "***34.*** *Therefore, despite the MCA portal showing the DIN as "active," such technical activation does not and cannot nullify the statutory ineligibility under Section*

164(2), which must be judged as on the date of submission of the plan."

52. Adjudicating Authority itself having found that in MCA Portal, DIN being active but despite that disqualification under Section 164(2) was upheld. We may refer to the judgment of the Hon'ble Supreme Court in "***M.K. Rajagopalan v. Dr. Periasamy Palani Gounder & Anr.*, (2024) 1 SCC 42"** where Hon'ble Supreme Court reversed the findings of NCLT where directors were held to be disqualified under Section 164(2). The Hon'ble Supreme Court held that when the DIN status of the Appellant was active, he could not have been treated as ineligible. In paragraph 144 of the judgment, following was held:-

"***144.*** *Even if there had been any possibility of the resolution applicant incurring such a disqualification in terms of Section 164(2)(b) of the Companies Act, because of alleged default of another company, in which he is a Director, to refund the share application money, the same would essentially be a matter of consideration of the Registrar of Companies. Unless a categorical finding was recorded in the competent forum as regards any such default and unless specific order disqualifying the resolution applicant as Director because of such default came into existence, it could not have been taken by way of any process of assumption that the appellant-resolution applicant was disqualified to act as a Director and thereby, was ineligible to submit a resolution plan. It has rightly been pointed out that when DIN status of the appellant*

was "active compliant", he could not have been treated as ineligible."

Section 29-A (g)

53. Allegation made in IA No.850 of 2022 by Amrapali Fincap is that in the CIRP of the JIL, fraudulent preferential and undervalued transactions have been found by NCLT vide order dated 16.05.2018 and Hon'ble Supreme Court in ***"Axis Bank Ltd. vs. Anuj Jain, Interim Resolution Professional, Jaypee Infratech Limited- Civil Appeal Nos.8512-8517 of 2019"*** has upheld six out of seven transactions in question as preferential within the meaning of Section 43, hence, disqualification under Section 29-A (g) arises. Averment is that Section 29-A (g) squarely applies to Mrs. Rita Dixit who has been in the management and control of JIL. IA No.850 of 2022 was replied by the Resolution Professional which reply is on the record where it was pleaded that Mrs. Rita Dixit has never been in the management or control of JIL and is not the promoter of JIL. Mrs. Rita Dixit was Director in the JIL only till 15.06.2011. Mrs. Rita Dixit has shareholding of 0.01% in JAL. There is no material on the record to prove that Mrs. Rita Dixit was promoter or in the management or control of the JIL in whose CIRP preferential undervalued transactions were found. It is not even the case of Amrapali Fincap that Mrs. Rita Dixit is promoter of JIL. What is pleaded that Mrs. Rita Dixit is promoter of JAL. Mrs. Rita Dixit has never been in the management or control of JIL. The disqualification under Section 29-A (g) is not attracted. It is not the case of Amrapali Fincap that Mrs. Rita Dixit is promoter of JIL. Mrs. Rita Dixit is

not even promoter of JAL but found part of promoters group by virtue of her familiar relationship she holding 0.01% shareholding. In JAL, there is no allegation of any preferential transaction or undervalued transaction and applicability of sub-clause (g) is founded on transaction undervalued and preferential transaction in JIL. Thus, the disqualification under Section 29-A (g) cannot be upheld.

54. Shri Sumant Batra, learned Counsel made one more submission to contend that Rita Dixit is disqualified by virtue of judgment of the Hon'ble Supreme Court delivered in ***Chitra Sharma and Ors. vs. Union of India and Ors. – (2018) 18 SCC 575***. Shri Batra relied on paragraph 38 and 39 of the judgment, which are as follows:

> *"**38.** Parliament has introduced Section 29-A into IBC with a specific purpose. The provisions of Section 29-A are intended to ensure that among others, persons responsible for insolvency of the corporate debtor do not participate in the resolution process. The Statement of Objects and Reasons appended to the Insolvency and Bankruptcy Code (Amendment) Bill, 2017, which was ultimately enacted as Act 8 of 2018, states thus:*
>
> > *"2. The provisions for insolvency resolution and liquidation of a corporate person in the Code did not restrict or bar any person from submitting a resolution plan or participating in the acquisition process of the assets of a company at the time of liquidation. Concerns have been raised that persons who, with their misconduct contributed to defaults of companies or are otherwise undesirable, may misuse this situation due to lack of prohibition or restrictions to participate in the resolution or liquidation process, and gain or regain control of the corporate debtor. This may undermine the processes laid down in the Code as the unscrupulous person would be seen to be rewarded at the expense of creditors. In addition, in order to check that the*

undesirable persons who may have submitted their resolution plans in the absence of such a provision, responsibility is also being entrusted on the committee of creditors to give a reasonable period to repay overdue amounts and become eligible."

(emphasis supplied)

Parliament was evidently concerned over the fact that persons whose misconduct has contributed to defaults on the part of bidder companies misuse the absence of a bar on their participation in the resolution process to gain an entry. Parliament was of the view that to allow such persons to participate in the resolution process would undermine the salutary object and purpose of the Act. It was in this background that Section 29-A has now specified a list of persons who are not eligible to be resolution applicants.

39. *Clauses (c) and (g) of Section 29-A would operate as a bar to the promoters of JAL/JIL participating in the resolution process. Under clause (c), a person who at the time of the submission of the resolution plan has an account which has been classified a non-performing asset under the guidelines of RBI or of a financial regulator is subject to a bar on participation for a stipulated period. Under clause (g), a person who has been a promoter or in the management or control of a corporate debtor in which a preferential transaction, undervalued transaction, extortionate credit transaction or fraudulent transaction has taken place and in respect of which an order has been made by the adjudicating authority under the IBC is prohibited from participating. The Court must bear in mind that Section 29-A has been enacted in the larger public interest and to facilitate effective corporate governance. Parliament rectified a loophole in the Act which allowed a backdoor entry to erstwhile managements in the CIRP. Section 30 IBC, as amended, also clarifies that a resolution plan of a person who is ineligible under Section 29-A will not be considered by the CoC:*

*"**30. Submission of resolution plan**.—(1)- (3) * * **

(4) The committee of creditors may approve a resolution plan by a vote of not less than sixty-six per cent of voting share of the

financial creditors, after considering its feasibility and viability, and such other requirements as may be specified by the Board:

Provided that the committee of creditors shall not approve a resolution plan, submitted before the commencement of the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2017 (7 of 2017), where the resolution applicant is ineligible under Section 29-A and may require the resolution professional to invite a fresh resolution plan where no other resolution plan is available with it:

Provided further that where the resolution applicant referred to in the first proviso is ineligible under clause (c) of Section 29-A, the resolution applicant shall be allowed by the committee of creditors such period, not exceeding thirty days, to make payment of overdue amounts in accordance with the proviso to clause (c) of Section 29-A:

Provided also that nothing in the second proviso shall be construed as extension of period for the purposes of the proviso to sub-section (3) of Section 12, and the corporate insolvency resolution process shall be completed within the period specified in that sub-section:

Provided also that the eligibility criteria in Section 29-A as amended by the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2018 shall apply to the resolution applicant who has not submitted resolution plan as on the date of commencement of the Insolvency and Bankruptcy Code (Amendment) Ordinance, 2018."

55. The above observations were made by the Hon'ble Supreme Court in Writ Petition filed against insolvency of JIL (Jaiprakash Infrastructure Ltd.). In paragraph 2 of the judgment, the Hon'ble Supreme Court has noticed the facts of the case, which paragraph-2 is as follows:

> *"**2.** IDBI Bank Ltd. instituted a petition under Section 7 of the Insolvency and Bankruptcy Code, 2016 [IBC] against JIL [CP (IB) 77/ALB/2017] before the National Company Law Tribunal [NCLT] at its Bench at Allahabad. The Bank sought the initiation of a Corporate Insolvency Resolution Process [CIRP] against JIL. JIL filed its objections opposing admission of the petition. However, according to the petitioners, JIL withdrew its objections and furnished its consent for a resolution plan under the provisions of IBC. IDBI Bank claimed that JIL had committed a default of Rs 526.11 crores in the repayment of its dues. On 9-8-2017 [IDBI Bank Ltd. v. Jaypee Infratech Ltd., 2017 SCC OnLine NCLT 12613] , NCLT initiated the CIRP in respect of JIL. An order of moratorium was issued under Section 14 by which the institution of suits and the continuation of pending proceedings, including execution proceedings was prohibited. An Interim Resolution Professional [IRP] was appointed under the provisions of the IBC. On 14-8-2017, JIL, in pursuance of the order [IDBI Bank Ltd. v. Jaypee Infratech Ltd., 2017 SCC OnLine NCLT 12613] of NCLT called for submissions of claims by creditors : financial creditors in Form C, operational creditors in Form B, workmen and employees in Form E and other creditors in Form F. On 16-8-2017, the Insolvency and Bankruptcy Board of India made an amendment to its regulations and Regulation 9(a) was inserted to include claims by other creditors. On 18-8-2017, the Board released a press note clarifying that homebuyers could fill in Form F as they could not be treated on a par with financial and operational creditors."*

56. The observation in paragraph 39 of the judgment that Promoters of JIL and JAL are disqualified, was made in reference to CIRP of JIL, the said observation are not to be applied with respect to the CD, i.e. JC World Hospitality (P) Ltd., which CD is involved in the present proceedings. We, thus, do not find any substance in the submission of Shri Batra relying on paragraph 39 of the judgment above. Further, Rita Dixit was never the

promoter of JIL and in JAL she has shareholding of only 0.01 percent and in Annual Return of JAL never shown as promoter.

Section 29-A (i)

57. Sub-clause (i) is as follows:-

> "*(i) [is] subject to any disability, corresponding to clauses (a) to (h), under any law in a jurisdiction outside India;"*

58. There is no case of the objector that the Resolution Applicant is under any disability, corresponding to clauses (a) to (h) under any law in a jurisdiction outside India. Neither there is any pleading nor any basis of holding SRA eligibility under clause (i). The findings returned by the Adjudicating Authority are without any basis and reasoning and is clearly unsupportable. When there is no pleading under Section 29-A (i), we fail to see that how Adjudicating Authority jumped on the conclusion that SRA is eligible under sub-clause (i).

Section 29-A (j)

59. Section 29-A (j) for ready reference is as follows:-

> *"(j) has a connected person not eligible under clauses (a) to (i)."*

60. Section 29-A (j) applies when Resolution Applicant has a connected person who is not eligible under clauses (a) to (i). 'Connected person' is defined in *explanation* (I) which is as follows:-

"*Explanation [I].— For the purposes of this clause, the expression "connected person" means—*

(i) any person who is the promoter or in the management or control of the resolution applicant; or

(ii) any person who shall be the promoter or in management or control of the business of the corporate debtor during the implementation of the resolution plan; or

(iii) the holding company, subsidiary company, associate company or related party of a person referred to in clauses (i) and (ii):

[Provided that nothing in clause (iii) of Explanation I shall apply to a resolution applicant where such applicant is a financial entity and is not a related party of the corporate debtor:

Provided further that the expression "related party" shall not include a financial entity, regulated by a financial sector regulator, if it is a financial creditor of the corporate debtor and is a related party of the corporate debtor solely on account of conversion or substitution of debt into equity shares or instruments convertible into equity shares [4][or completion of such transactions as may be prescribed], prior to the insolvency commencement date;]"

61. Sub-clause (i) of *explanation* is not attracted, hence, Resolution Applicants themselves are promoters and there is no other person who are promoters or management or control of the Resolution Applicants who has

disqualified under (a) to (i). Coming to sub-clause (ii) of *explanation*, the said clause is also not applicable since under the Resolution Plan, there is no such person who shall be the promoter or in management or control of the business of the corporate debtor disqualified under clauses (a) to (i). Present is not a case that it is claimed that holding company, subsidiary company or associate company is connected person. The expression which is relied in "or related party of a person referred to in clauses (i) and (ii)". There is not even pleaded that who is the related party of a person referred to in clauses (i) and (ii) who suffers any disability under clauses (a) to (i). SRA cannot be their own connected person. The Adjudicating Authority also has not given any reason for holding the SRA disqualified under clause 29-A (g). A sweeping observation has been made holding SRA ineligible under Section 29-A (g). From the above, we reach to the conclusion that finding of disqualification returned by the Adjudicating Authority of SRA under various clauses of Section 29-A are all unfounded and baseless. Resolution Professional himself has filed reply and answered all allegations. The SRA has also filed reply to IA No.850 of 2022 and another IA No.6035 of 2025 filed by Amrapali Fincap where all relevant materials were pleaded and placed on record. The Adjudicating Authority has not adverted to the pleas and materials brought on record by SRA. We, thus, are of the view that reasoning given by the Adjudicating Authority holding the SRA disqualified are not sustainable. We, thus, hold that SRA was fully eligible. Resolution Professional has done his due-diligence and has submitted reports finding the SRA qualified. CoC has also examined the eligibility of the SRA. It is Unsuccessful Resolution Applicant- Amrapali

Fincap which has been raising objection one after another and CIRP process has been not permitted to proceed at the instance of Amrapali Fincap. The Resolution Plan was approved on re-voting held on 10th and 11th November. A letter of intent was issued on 13.11.2021 to the SRA and about four years have elapsed but CIRP has not yet been concluded. There is one more aspect of the matter which need to be noticed. The order dated 22.07.2025 indicate that the order was passed in IA No. 6035/2024, IA No. 1301/2025 and IA No. 850/2022. First two IAs for taking additional documents on record and IA No.850 of 2022 is objection to the Resolution Plan in which ineligibility of SRA was pleaded. The Resolution Plan application which was filed by Resolution Applicant being IA No.5752 of 2021 was not heard and nor it is mentioned that the said application is heard. The Adjudicating Authority without looking into the Resolution Plan approval application and materials brought on the record made various adverse observations regarding Resolution Plan. We are satisfied that the objections raised by the Amrapali Fincap to the Resolution Plan were without merit and Adjudicating Authority committed error by partly allowing the said objection. IA No.5752 of 2021 was quashed and set aside by the Adjudicating Authority.

62. Our answer to Question No.3 is that SRA is not ineligible under Section 29-A (c), (e), (g), (i) and (j). The finding given by the Adjudicating Authority that SRA is ineligible under clauses (c), (e), (g), (i) and (j) of Section 29-A are unsustainable.

Question No.(IV)

63. Learned Counsel for the Amrapali has submitted that deposit of PBG was to be made by SRA and not by Rishikesh (Investor), due to which the Adjudicating Authority has come to the conclusion that the deposit of PBG by Rishikesh is in violation of Regulation 36B(4A). Regulation 36B(4A) of the CIRP Regulations, is as follows:

> *"**36B(4A)** The request for resolution plans shall require the resolution applicant, in case its resolution plan is approved under sub-section (4) of section 30, to provide a performance security within the time specified therein and such performance security shall stand forfeited if the resolution applicant of such plan, after its approval by the Adjudicating Authority, fails to implement or contributes to the failure of implementation of that plan in accordance with the terms of the plan and its 136[implementation schedule:*
>
> *Provided that where the corporate debtor has any real estate project, the committee may relax the requirement to provide for performance security for an association or group of allottees in such real estate project, representing not less than ten per cent. or one hundred creditors out of the total number of creditors in a class, whichever is lower.*
>
> *Explanation I.– For the purposes of this sub-regulation, "performance security" shall mean security of such nature, value, duration and source, as may be specified in the request for resolution plans with the approval of the committee, having regard to the nature of resolution plan and business of the corporate debtor.*
>
> *Explanation II. – A performance security may be specified in absolute terms such as guarantee from a bank for Rs. X for Y years*

or in relation to one or more variables such as the term of the resolution plan, amount payable to creditors under the resolution plan, etc."

64. There can be no dispute to the requirement of providing 'performance security' by the Resolution Applicant after Plan is approved. After Plan of the SRA approved, Letter of Intent dated 13.11.2021 was issued by the RP to the SRA, which required PBG/ security amounting to Rs.5 crores from scheduled commercial bank in terms of clause of RFRP to be submitted. In the letter of acceptance dated 13.11.2021, the Promoters clearly informed that they will deposit the PBG. It is true that Rishikesh has deposited the PBG, but has clearly mentioned itself as Investor-cum-Developer with the SRA. The email sent by Rishikesh clearly mentions in the last line that deposit "is on behalf of the Successful Resolution Applicant". The present is a case where in the Resolution Plan, which was submitted by Promoters, the Plan itself clearly referred to Rishikesh as Investor and Co-Developer. In the Plan, profile of the Resolution Applicant is mentioned. The Plan contemplates that funds shall be brought by the Investor and Co-Developer – M/s Rishikesh Hire Purchase and Leasing Pvt. Ltd. as per terms and conditions of the Agreement, which was attached with the Resolution Plan. The Plan clearly mentioned that Promoters net worth is Rs.51.02 crores and the commitment of Investor finds clearly mentioned in the Resolution Plan. The Resolution Plan itself clearly mentions that Investor in addition to PBG to the tune of Rs.5 crores, is bringing an amount of Rs.23 crores by way of Equity and Funds Infusion. It is useful to extract paragraph 5 of the Resolution Plan, which is part of the

application filed by the RP for approval of Resolution Plan, where following have been mentioned (page 439 to 441 paper book of the Company Appeal (AT) (Ins.) No.1149 of 2025):

> *"**5.** MSME Promoters are the Resolution Applicant herein, as such the Eligibility Criterion as per the RFRP is not applicable to the MSME Promoters.*
>
> *However, Promoters have a Net-Worth of~ 51.02 Crores. Certificates in this regard are enclosed herewith Annexure-20.*
>
> *Promoters are submitting this Resolution Plan with the financial support of M/s Rishikesh Hire Purchase and Leasing Company Pvt Ltd, the Investor cum Developer. The net worth of our investor is ~54 crores as per the Net Worth certificate and their Balance Sheet enclosed herewith as Annexure-13 to this Plan. Further, AUM ,. certificate in respect of our Investor is enclosed herewith as Annexure14:*
>
> *Our Investor M/S RHPLCPL has sound financial resources as per the eligibility criteria fixed by you and able to invest funds as required in the Resolution Plan.*
>
> *Further our investor M/s RHPLCPL has committed funds only for the Universal Greens Project of Universal Greens Buyers Association under the Resolution Plan submitted by the consortium of Universal Greens Buyers Association, Universal Aura Welfare association and Universal Business Park Owners' Association. M/S RHLPCL is not investing any funds in the other Projects under the said Resolution Plan. The referred Resolution Plan as approved by COC has been submitted for adjudication by Hon'ble NCLT. Being the matter subjudice and confidentiality attached to said Resolution Plan, details of the same cannot be shared at this stage.*
>
> *The agreement between the Promoters and the Investor has not been got registered because Indian Laws do not compulsorily mandate that every agreement executed within the Indian territory has to be registered to have a legal binding. The Unregistered Agreements are equally*

enforceable under the Law. However, the copy of the agreement annexed herewith as Annexure-! has been notarised.

Further, the Agreement specifies the obligations and reward etc. of the investor, accordingly the terms of the agreement arc binding on · the investor in terms of the Indian Contract Act'1872.

Further, the commitment of the ·investor in the Resolution Plan is evident from the fact that in addition to the Performance Bank Guarantee to the tune of Rs.'5 crores; the investors bringing an amount of Rs.23 crores by way of Equity and Funds Infusion within 30 days of the Effective date. Further another if Rs.7 crores is being brought in the next 60 days. The financial exposure of the investor to the Project is to the extent of Rs.l35 crores within 90 days of the Effective Date which is more than 54% of the total commitment. The commitment of the investor is obvious from fact that it is investing a huge fund in the initial stages itself."

65. The above Resolution Plan clearly provides that Investor shall in additional to the PBG to the tune of Rs.5 crores, bring further amounts as noted therein. The Resolution Plan has been approved by the CoC with 100% vote share. When the Resolution Plan itself provided that PBG shall be given by the Investor, we fail to sustain the observation of the Adjudicating Authority in the impugned order that there is violation of Regulation 36B(4A) of the CIRP Regulations when the PBG is submitted by third party. The said findings have been returned by the Adjudicating Authority in paragraphs 40 and 41. The Adjudicating Authority has not even adverted to the clauses of Resolution Plan, which specifically provides the PBG to be deposited by the Investor. Thus, the said ground taken by Adjudicating Authority to find fault with the Plan is wholly erroneous and unsustainable. Question No.(IV) is answered accordingly.

Question No.(V)

66. The Adjudicating Authority has also made adverse observations against SRA that SRA has failed to disclose the material information pertaining to pending criminal proceedings, including First Information Report and allegations involving financial irregularities. The said observations have been made by the Adjudicating Authority in paragraph 42, which is to the following effect:

> *"**42.** Another grave issue that arises for our consideration is the failure to of the Successful Resolution Applicant (SRA) to disclose material information, specifically pertaining pending criminal proceedings, including First Information Reports (FIRs) and allegations involving financial irregularities. This omission, we find, strikes at the very root of the transparency and fairness expected in the corporate insolvency resolution process under the IBC. Regulation 38(3) of the Insolvency Resolution Process for Corporate Persons Regulations, 2016, mandates the following:*
>
> > *"The resolution applicant shall disclose to the committee of creditors, the resolution professional and the Adjudicating Authority, if the resolution applicant or any of its connected persons has been subject to any criminal proceedings, investigations, or complaints filed or pending, during the preceding three years.""*

67. The Adjudicating Authority in the above observation has relied on Regulation 38, sub-regulation (3) of the CIRP Regulations, which has been quoted in the order. The said Regulation, which is referred to and relied by Adjudicating Authority is no longer in the statute book, since Regulation 38,

sub-regulation (3) has been substituted on 03.07.2018. The substituted Regulation 38, sub-regulation (3), as substituted on 04.07.2028 is as follows:

> "**38(3)** A resolution plan shall demonstrate 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; and
>
> (e) the resolution applicant has the capability to implement the resolution plan."

68. Thus, the above observation that SRA has failed to disclose regarding criminal proceedings, is wholly unsustainable and has been made on relying on the Regulation, which no longer existed on the date when Resolution Plan is submitted.

69. Section 29A and some of its sub-sections has been amended with effect from 06.06.2018, by which conviction for offences punishable mentioned therein is a disqualification. Further, the SRA has before the Adjudicating Authority has given all relevant details regarding the FIR and chargesheets and has submitted that chargesheets were submitted much subsequent to filing of the Resolution Plan and further there is interim order passed by the Hon'ble Supreme Court, with regard to criminal proceedings. Be that as it may, the very basis of the observation in paragraph 42 being unfounded, we do not find any fault on the SRA with regard to non-compliance of Regulation 38(3) of the CIRP Regulations. It is not the case that there is non-compliance of Regulation 38(3) as it existed on the date when Resolution Plan was submitted. Question No.(V) is answered accordingly.

Question No.(VI)

70. It is admitted case of the parties that under the eligibility criteria as per RFRP net worth of Rs.50 crores is required for Resolution Applicant. Shri Sumant Batra submitted that net worth certificate given by Rita Dixit was for Rs.36.59 crores and Dr. Vijay Kant Dixit was for Rs.10.74 crores, which is less than Rs.50 crores. In the above context, we need to notice the counter affidavit of the RP filed in IA No.850 of 2022. In IA No.850 of 2022, the Amrapali has raised objection to the net worth of the Promoters. RP filed counter affidavit and in respect of the net worth certificates has stated following in paragraph 17:

> "***17.*** *I say that the Net Worth Certificate of the SRA states that it has a total networth of Rs. 51.02 Crores as on 08.10.2021 and was based upon perusal of their records. The relevant extract of the said certificate is being reproduced hereinunder for ready reference:*
>
> > *"This is to certify that Ms. Rita Dixit, D/o Mr. Jai Prakash Gaur, R/o E-2/3 Poorvi Marg, Vasant Vihar, New Delhi - 110 057 having PAN AAJPD9199G has a net worth of Rs. 36.59 Crores (Rupees Thirty Six Crores Fifty Nine Lakhs) as on 8th October 2021.*
> >
> > *The Above certificate is issued on the specific request of Ms. Rita Dixit and is based on the latest Bank Statements, Self-Declaration, other relevant documents and information produced before us."*
> >
> > *"This is to certify that Ms. Vasudha Gaur Dixit, D/o Dr. Vijay Kant Dixit, R/o E-2/3 Poorvi Marg, Vasant Vihar, New Delhi having PAN CFLPD5848D has a net worth of Rs. 3.69*

Crores (Rupees Three one Crores Sixty Nine Lakhs) as on 30th September 2021."

"This is to certify that Dr. Vijay Kant Dixit, S/o Late Mr. Krishna Kant Dixit, R/o E-2/3 Poorvi Marg, Vasant Vihar, New Delhi 110 057 having PAN AEKPD8597H has a net worth of Rs. 10.74 Crores (Rupees Ten Crores Seventy Four Lakhs) as on 8th October 2021."

Copy of the Networth certificates are annexed herewith and marked as Annexure R-1 (Colly)."

71. The Promoters did not include only Rita Dixit, Dr. Vijay Kant Dixit, but also included Ms. Vasudha Gaur Dixit, daughter of Dr. Vijay Kant Dixit, who was also Promoter and whose net worth was Rs.3.69 crores. When we add the net worth of all the Promoters, it is Rs.51.02 crores. The fact that the Promoters included all the above, is an admitted fact, which is even pleaded by Amrapali in its Application – IA No.850 of 2022. In application – IA No.850 of 2022 Amrapali in paragraph 4 has referred to four Resolution Applicants and stated as follows:

"**4.** It is submitted that all four Resolution Applicants i.e. Mrs. Rita Dixit, Mr. Vijay Kant Dixit, Mr. Rishi Kant Dixit and Mrs. Vasudha Gaur Dixit, acting jointly and in concert with each other are part of one nuclear family and Mrs. Rita Dixit and are connected persons / related parties for each other and as such disqualification of even one Resolution Applicant will bar all other three Resolution Applicants u/s 29A(j) of the Code."

72. When the Amrapali itself pleading that Resolution Applicants are Mrs. Rita Dixit; Mr. Vijay Kant Dixit; Mr. Rishi Kant Dixit and Mrs. Vasudha Gaur

Dixit, there is no occasion for not including the net worth of Vasudha Gaur Dixit, by adding of which, the net worth is more than Rs.50 crores.

73. We, thus, are of the view that submission of the Amrapali that net worth of the Resolution Applicant is less than Rs.50 crores is without any basis. The observation of the Adjudicating Authority in the impugned order that there is no fulfilment of eligibility criteria, is wholly erroneous as the requirement of Resolution Applicant of net worth of Rs.50 crores was fully fulfilled. The observation of Adjudicating Authority that Promoters are ineligible under the RFRP, is without any basis.

74. We, thus answer Question No.(VI) holding that Successful Resolution Applicant fulfils the criteria of net worth as required in the eligibility criteria and observations and findings of the Adjudicating Authority are to the contrary and are unsustainable.

75. In view of our foregoing discussions and conclusion, we are of the view that the impugned order passed by the Adjudicating Authority dated 22.07.2025 is unsustainable. Adjudicating Authority committed error in holding SRA ineligible and quashing and setting aside IA No.5752 of 2021. In result, all the Appeals are decided in following manner:-

(i) Company Appeal (AT) (Insolvency) Nos. 1149 – 1151 of 2025 are allowed. The order dated 22.07.2025 is set aside. IA No.850 of 2022 filed by Amrapali Fincap is rejected.

(ii) IA No.5752 of 2021 filed by the Resolution Professional for approval of the Resolution Plan of the SRA is revived before the Adjudicating Authority for passing appropriate order in the plan approval application. The plan approval application being IA No.5752 of 2021 being pending for about four years, we are of the view that the Adjudicating Authority shall endeavour to dispose of the application within three months from the date copy of this order is produced before the Adjudicating Authority.

(iii) In view of our order passed in Company Appeal (AT) (Insolvency) Nos. 1149 – 1151 of 2025, no order is needed in Company Appeal (AT) (Insolvency) Nos. 1200 of 2025.

(iv) Company Appeal (AT) (Insolvency) No. 1172 of 2025 and Company Appeal (AT) (Insolvency) Nos. 1552 of 2025 are dismissed.

Parties shall bear their own costs.

[Justice Ashok Bhushan]
Chairperson

[Barun Mitra]
Member (Technical)

New Delhi

Anjali/ Ashwani