

**NATIONAL COMPANY LAW TRIBUNAL**  
**COURT ROOM NO. 1,**  
**MUMBAI BENCH**

**Item No. 42**

**CA 640/2022 CA 355/2023 MA 2070/2019 MA 2071/2019 CA 136/2022 CA 224/2024 CA 120/2024 CA 246/2024 CA 1001/2020 CA 10/2021 CA 262/2024 in CP/3638(MB)2018**

CORAM:

**SH. PRABHAT KUMAR            JUSTICE VIRENDRASINGH BISHT (Retd.)**  
**HON'BLE MEMBER (TECHNICAL)    HON'BLE MEMBER (JUDICIAL)**

ORDER SHEET OF THE HEARING ON **19.08.2024**

NAME OF THE PARTIES:    **UNION OF INDIA V/s INFRASTRUCTURE LEASING AND FINANCIAL SERVICES LTD. & ORS.**

Section 241-242 of the Companies Act, 2013 and Rule 11

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**ORDER**

Mr. Aditya Sikka, Ld. Counsel for the Union of India, Ms. Yogini Chouhan, Deputy Director, Mr. Gaurav Jaiswal, Company Prosecutor for Regional Director, Western Region, Mr. Drishti Das, Ld. Counsel for the IL&FS, Mr. M.S. Bharadwaj, Ld. Counsel for the Respondent (in CA 355), Mr. Janak Dwarkadas, Ld. Sr. Advocate for the Respondent No. 326 and the Applicant (in CA 262), Mr. Robin Jaisinghani, Ld. Counsel for Respondent Nos. 323 & 324 and proforma Respondent Nos. 337 to 339 and 341 in MA 2070, Ms. Soumya Srinivasan, Ld. Counsel for Respondent No. 328, 329 & 334, Mr. V.P. Sing, Ld. Counsel for the Respondent No. 327, Mr. Navroz Seervai, Ld. Sr. Advocate for the Respondent No. 325, Mr. Shwetank Nigam, Ld. Counsel for the Claims Management Advisor,

Mr. Prakalatham Bathey, Ld. Counsel for the Respondent No. 1 (in CA 262), Ms. Vinita Sahitya, Ld. Counsel for the Applicant (in CA 1001) and the Respondent No. 2 (in CA 10), Mr. Abhishek Khare, Ld. Counsel for BMC (in CA 120), Mr. Amir Arsiwala, Ld. Counsel for the Applicant (in CA 136) and Mr. Kuber Dewan, Ld. Counsel for the Respondent/IL&FS (in CA 262) are present.

**MA 2070/2019 MA 2071/2019 in CP/3638(MB)2018**

- 1) Ld. Sr. Advocate for the Deloitte Haskins informs this Bench that Two Appeals against orders of this Bench (in relation to insertion of prayer clause “e” and taking on record the compilation of documents) have been filed before the Hon’ble Appellate Court, which are pending for hearing and the next date in those Appeals is 11.09.2024. It is also submitted that in one of the Appeals Union of India has sought Two weeks’ time to file and place on record Affidavit in Replies. Thus, Sr. Advocate for the Deloitte seeks some time to proceed further in the matter.
- 2) Ld. Counsel for the Union of India objects to the adjournment sought by Deloitte and submits that they may be directed to file and place on record details of all the assets which they own, and Hon’ble NCLAT has not granted any stay on operation of the Order, accordingly, this Application ought to be proceeded with.
- 3) This Bench observes that the Applications seeks reliefs seeking details of assets of those persons and restraint order in relation to those assets and this was the first hearing before the Hon’ble NCLAT and Union has sought time

to file Reply. Accordingly, we consider it appropriate to adjourn the matter so as to enable the Respondents to be ready for further arguments in the matter.

- 4) Stand over to 20.09.2024, for further consideration and hearing. Parties shall apprise the Bench on the next date of hearing about the subsequent developments, if any, taken place in Appeals before the Hon'ble Appellate Court.

**CA 640/2022 in CP/3638(MB)2018**

- 1) Ld. Counsel for the Parties are present.
- 2) Ld. Counsel for the Applicant seeks withdrawal of the present Company Application contending that he has instructions from his clients to do the same.
- 3) In that view of the matter, the oral submission of the Counsel for the Applicant has been considered. The Company Application bearing CA No. 640 of 2022, is disposed of as allowed to be withdrawn as not pressed. No costs. File be consigned to record.

**CA 355/2023 in CP/3638(MB)2018**

- 1) Ld. Counsel for the Respondent submits that the matter is wrongly on Board today as the same is already stated to be listed on Board on 23.08.2024. The said submissions are noted.
- 2) Stand over to 23.08.2024, for further consideration and hearing.

**CA 136/2022 in CP/3638(MB)2018**

- 1) Ld. Counsel for the Parties are present.
- 2) Heard Ld. Counsel for the Parties for a considerable time. Ld. Counsel for the Respondent submits that the claim was filed by BCC and another Company jointly.
- 3) Parties advanced brief arguments.
- 4) Stand over to 05.09.2024, for further consideration and hearing.

**CA 224/2024 in CP/3638(MB)2018**

- 1) Ld. Counsel for the Parties are present.
- 2) The present Interlocutory Application has been filed by the Applicant/Infrastructure Leasing & Financial Services Limited, seeking the following reliefs:
  - a. *Take on record and approve the initiation of striking off Standard Chartered IL&FS Management (Singapore) Pte. Limited in accordance with the applicable laws of Singapore.*
- 3) The Applicant through this Application seeks approval from this Bench of the Proposal to initiate the striking off of Standard IL&FS Management (Singapore) Pte. Limited (SCIMPL) in accordance with the Applicable laws of Singapore. Ld. Counsel for the Applicant submits that the same has also been approved by the New Board and the Hon'ble Justice (Retd.) D.K. Jain.
- 4) SCIMPL is an entity incorporated in Singapore which forms part of the list of '**Offshore Group Entities**' of the Applicant. SCIMPL was set up as a 50:50 joint venture between IL&FS Investment Managers Limited ("IIML")

and Standard Chartered Bank. IIML and Standard Chartered Bank (a non-Applicant Group entity) hold 50% equity shareholding of SCIMPL. IIML is a subsidiary of the Applicant.

- 5) Both IIML and SCIMPL are debt free as on March 31, 2023 (and continue to remain debt free as on March 31, 2024), with no outstanding liabilities. There are no employees of SCIMPL. Further, no amount is expected to be repatriated to IIML from SCIMPL pursuant to striking off of SCIMPL.
- 6) Since SCIMPL is part of the Offshore Group Entity and IIML is a shareholder which is undergoing an investigation by the Serious Fraud Investigation Office ("SFIO"), IIML had sought RBI's approval through its Authorised Banker. IIML was informed on April 27, 2021 that RBI has requested that a NOC be obtained from SFIO for them to process its approval in terms of Regulation 17 read with Regulation 16(1)(vi) of the Foreign Exchange Management (Transfer or Issue of Any Foreign Security) (Amendment) Regulations, 2004 ("FEMA Regulations") for divesting IIML's investment in SCIMPL by means of striking off as per applicable laws of Singapore.
- 7) It is submitted that the SFIO vide letter dated December 8, 2023 has stated that it has no objection to the winding up of SCIMPL ("SFIO NOC"). The SFIO NOC was also shared with RBI who has advised SCIMPL to be guided by the applicable provisions under Foreign Exchange Management (Overseas Investment) Rules, Regulations and Directions, 2022.

- 8) SCIMPL has incurred expenses towards the statutory auditors and the local administrator which has resulted in significant depletion of cash balance. Additionally, such expenses will continue to be incurred till such time as the strike-off process is initiated as per the laws prevalent in Singapore, pursuant to the orders of this Tribunal. As a result, it is expected that SCIMPL will not have any cash to distribute to the shareholders. It is therefore proposed that the striking off of SCIMPL should be undertaken as part of the Resolution of the Applicant Group in terms of the Resolution Framework as approved by the Hon'ble Appellate Tribunal *vide* the March 12 Order, and under the applicable laws of Singapore.
- 9) The Resolution Consultant *vide* its recommendation dated February 8, 2023 recommended that the resolution of SCIMPL be carried out by way of winding up subject to approvals under the Resolution Framework. Further, the board of directors of SCIMPL at its meeting held on January 04, 2021 has approved the filing of an application for striking off. Thereafter, the board of directors of IIML by way of a circular resolution no. 112024 dated January 5, 2024 have approved and given its consent to exit IIML's investment in SCIMPL by carrying out the process of strike off as per the laws of Singapore by making an application to ACRA. In addition, the New Board passed a resolution in its meeting held on January 12, 2024 and approved initiating the process of striking off for SCIMPL.

- 10) Subsequently, by a letter dated May 08, 2024, Justice (Retd.) D. K. Jain accorded his approval for initiation of striking off of in accordance with laws of Singapore, subject to the proposal being presented before this Tribunal for its approval.
- 11) Ld. Counsel for the Union of India has filed their Say in the present matter and has accorded their No-Objection for the allowance of the present Company Application seeking initiation of striking off of SCIMPL in accordance with laws of Singapore, without prejudice to its and/or SFIO's rights and contentions. However, the Union of India and SFIO shall have right to raise their grievance/issue at any stage before the appropriate forum, as permissible under the Law. It is further submitted that the IIML Board on January 5, 2024 and the New Board on January 12, 2024 have *inter alia* approved the initiation of striking off of SCIMPL. The said submissions are noted.
- 12) Having considered the submissions and upon perusal of averments made in the Application, this Bench is satisfied and is of the considered view that the present Application is liable to be allowed, accordingly, the same is allowed. thereby permitting striking off of Standard Chartered IL&FS Management (Singapore) Pte. Limited in accordance with the applicable laws of Singapore and initiation of the same in terms of and as approved by the Justice (Retd.) D.K. Jain vide their letter dt. May 08, 2024.

13) With the aforesaid observations, the Company Application bearing CA No. 224 of 2024, is disposed of as Allowed.

14) There will, however, be no order as to costs. Ordered Accordingly.

**CA 120/2024 in CP/3638(MB)2018**

1) None present for the Applicant, when the matter is called out. Counsel for the IL&FS is present.

2) Counsel for the IL&FS submits that a copy of the present Company Application has not yet been served upon them. In that view of the matter, Applicant is directed to serve a copy of the present Application upon all the Respondents, forthwith.

3) Thereafter, Respondents shall file and place on record Affidavit in Replies well before the adjourned date thereby duly serving copies thereof to the other side well in advance.

4) Stand over to 05.09.2024, for further consideration and hearing.

**CA 246/2024 in CP/3638(MB)2018**

1) Counsel for the Union of India submits that Notice has to be served to HIDAL as the resolved entity is a joint venture. The said submissions are noted.

2) Union of India shall serve a copy of the Reply upon all the Parties concerned, forthwith.



- 3) Registry is directed to issue Notice to all the Respondents clearly intimating the next date of hearing and to file and place on record Compliance Report, well before the adjourned date.
- 4) Stand over to 20.09.2024, for further consideration and hearing.

**CA 1001/2020 CA 10/2021 in CP/3638(MB)2018**

- 1) Ld. Counsel for the Parties are present.
- 2) Pleadings are complete and the matter is ripe for hearing.
- 3) Stand over to 05.09.2024, for further consideration and hearing.

**CA 262/2024 in CP/3638(MB)2018**

- 1) Mr. Janak Dwarkadas, Ld. Sr. Advocate for the Applicant and Ms. Neeharika Aggarwal, Ld. Counsel for the Respondent No. 2 are present.
- 2) Applicant submits that they have moved an Application seeking amendment, however, the same is yet to be numbered. In that view of the matter, Registry is directed to expedite the process to number the said Application and list the same on Board on the next date of hearing along with the present Application.
- 3) In the meantime, IL&FS shall not act upon the valuation and letter dt. 16.08.2024. IL&FS shall also not create any Third-Party rights.
- 4) Stand over to 30.08.2024, for further consideration and hearing.

Sd/-

Sd/-

**PRABHAT KUMAR  
MEMBER (TECHNICAL)**

**JUSTICE VIRENDRASINGH BISHT  
MEMBER (JUDICIAL)**