

**NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH
COURT HALL NO: II**

Hearing Through: VC and Physical (Hybrid) Mode

CORAM: SHRI. RAJEEV BHARDWAJ, HON'BLE MEMBER (J)

CORAM: SHRI. SANJAY PURI, - HON'BLE MEMBER (T)

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF NATIONAL COMPANY LAW TRIBUNAL,
HYDERABAD BENCH, HELD ON 10.05.2024 AT 10:30 AM**

TRANSFER PETITION NO.	
COMPANY PETITION/APPLICATION NO.	IA (IBC)/354/2024 in Company Petition IB/296/2022
NAME OF THE COMPANY	Manjeera Retail Holdings Pvt Ltd
NAME OF THE PETITIONER(S)	Catalyst Trusteeship Limited
NAME OF THE RESPONDENT(S)	Manjeera Retail Holdings Pvt Ltd
UNDER SECTION	7 of IBC

ORDER

IA (IBC)/354/2024

Orders pronounced, recorded vide separate sheets. In the result, this application is dismissed.

Sd/-
MEMBER (T)

Sd/-
MEMBER (J)

Date of order: 10. 05.2024

**NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH - II**

**IA No 354/2024
In CP (IB) No. 296/7/HDB/2022**

U/s 60(5) of Insolvency Bankruptcy Code, 2016

**IN THE MATTER OF M/S MANJEERA RETAIL HOLDINGS PRIVATE
LIMITED**

Between:

M/S Shamirpet Logistics Hub Private Limited

Represented by its Managing Director N.V. Rama Raju
Having its registered office at # Plot No. 75, Road No. 10C,
MLA & MP Colony, Hyderabad – 500033
E. Mail id: nvramaraju@gmail.com

..... Applicant/Resolution Applicant

AND

1. Manjeera Retail Holding Private Limited

Represented by its Resolution Professional
Birendra Kumar Agarwal,
IBBI REG.No. IBBI/PA-001/IP-P00564/2017-18/11040
Having its registered office at #711, Manjeera Trinity Corporate,
Near Manjeera Mall, JNTU-Hi-tech City Road,
Kukatpally Housing Board Colony,
Hyderabad, Telangana - 500 072.

2. The Committee of Creditors of

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Ms Manjeera Retail Holding Private Limited
Represented by its Resolution Professional
O/o # 711, Manjeera Trinity Corporate,
Near Manjeera Mall, JNTU-Hi-tech City Road,
Kukatpally Housing Board Colony,
Hyderabad, Telangana - 500072.

.....Respondents/Resolution Professional/CoC

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Coram:

Hon'ble Sri Rajeev Bhardwaj, Hon'ble Member (Judicial)

Hon'ble Sri Sanjay Puri, Hon'ble Member (Technical)

Counsels:

For Applicant : Mr. G. Sethu Rama Rao

For Respondent No.1 : Mr. VVSN Raju

For Respondent No.2 : Mr. Palash Taing

PER: RAJEEV BHARADWAJ, MEMBER (JUDICIAL)

1. The present application has been filed by M/S Shamirpet Logistics Hub Private Limited (**Applicant/ Resolution Applicant**) praying to
 - i. Direct the Resolution Professional to provide required documents which shows transfer of rights accrued to Manjeera Constructions Limited under Development Agreement executed by AP Housing Board (presently Telangana Housing Board) with Manjeera Retail Holdings Private Limited to enable the Applicant to submit complaint Resolution Plan.
 - ii. To extend the time to submit Resolution Plan and consequently direct the RP and CoC to consider and receive the Resolution Plan.

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2. This Authority vide orders dated 18th July, 2023 admitted the Corporate Insolvency Resolution Process (“**CIRP**”) of Manjeera Retail Holdings Private Limited (“**CD /Respondent No.1**”) and appointed Sri. Vamshi Kambhammettu as IRP and later Mr. Birendra Kumar Agarwal was appointed as Resolution Professional (“**RP**”).

I. Applicant’s Case:

- a) The Applicant has submitted Expression of Interest (“**EOI**”) enclosing requisite particulars and documents vide email dated 20.10.2023 pursuant to invitation dated 22.09.2023 issued by RP calling EOI from prospective Resolution Applicants in accordance with Section 25(2) (h) of IBC.
- b) The RP shortlisted the Applicant as one of the prospective Resolution Applicant’s (PRA) and further executed confidentiality undertaking in order to have access to Virtual Data room of CD. In acknowledgement of above, the RP vide mail dated 28th December, 2023 informed the Applicant that "DCirrus" will send mail to activate VDR login a/c of the Applicant leaving a note that RFRP of CD will be finalized by 5th January, 2024.
- c) The RP shared Request for Resolution Plan (“**RFRP**”) with Applicant on 4th January, 2024.
- d) It is claimed that due to the Sankranti Festival majority supporting staff and professionals associated with this Applicant were left for their

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native place to meet near and dear which situation is absolutely beyond the control of Applicant and they only returned to work on 19th January, 2024.

- e) It is averred that the Applicant could not verify the particulars of CD ascribed in Information Memorandum, Virtual Data Room and RFRP which have caused delay in completing the process, finalization and submission of Resolution Plan in time.
- f) It is further averred that the Applicant was constantly in touch with the RP seeking further information relating to CD which facilitated Applicant to submit compliant resolution plan for revival of CD as a going concern.
- g) Because no satisfactory information was received from RP, Applicant was constrained to verify the information provided in VDR, IM and RFRP. After verifying the same, the Applicant came to know that the Development Agreement and Supplementary Agreements executed by AP Housing Board (presently Telangana State Housing Board) favouring Manjeera Constructions, as such to secure relevant information and documents this Applicant vide email dated 2nd February, 2024 sought from RP to share the Development Agreement and Supplementary Agreement entered by CD with the then AP Housing Board and further requested to extend the time till 10 February, 2024 for submitting Resolution Plan.
- h) The RP ought to have placed request made by this Applicant before CoC for giving their decision on such request. However, the

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Resolution Professional took arbitrary decision and vide instantaneous reply mail dated 02.02.2024 informed the Applicant that as of now there is no extension for submission of the Resolution Plan. Further, it is stated that the CD has not entered into Supplementary Agreement with Telangana State Housing Board and all the documents and agreements entered have been uploaded on DR leaving a note that “in case of any queries do let me know” which has put the Applicant in further confusion.

- i) Seeking clarification again, Applicant sent another mail on 3rd February, 2024 to RP to give clarification on the Development Agreement executed by AP Housing Board favoring Manjeera Constructions Limited which was transferred in the name of Manjeera Retail Holding Private Limited.
- j) It is claimed that the RP neither provided the information and documents sought by the Applicant under email dated 3rd February, nor gave a reply. Further the RP is yet to open Resolution plans already received and as such no prejudice will be caused to Respondents if time is enlarged for receiving Resolution Plan.

3. Case of Respondent No 1:

- a) It is submitted that the Applicant has no Locus Standi to file the instant Application as the same is devoid of merits and is filed only to derail the time bound process of CIRP.

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- b) It is claimed that the Applicant was given access to the VDR of CD on 28.12.2023 and RFRP was provided on 04.01.2024. He was also duly informed about the last date for submission of the Resolution Plan i.e., on or before 04.02.2024. Therefore, the Prospective Resolution Applicants (“**PRAs**”) had 38 days to verify the data provided in DR and submit their Resolution Plan accordingly and that the Pongal or Sankranthi is a three-day festival.
- c) Therefore, the Applicant had 34 days to peruse the data provided in VDR and approach the Respondent herein for any query in relation to the CD. However, the Applicant has approached the Respondent only on 02.02.2024, at 8:15 p.m. with a query related to the CD and requested to extend the time for submission of Resolution Plan till 10.02.2024, to which the Respondent No.1 informed that there is no extension of time for submission of Resolution Plans.
- d) Further, it is claimed that the Respondent No.1 has received more than 49 applications for EOI, out of which 46 PRAs are qualified to be eligible to submit Resolution Plan, as per the criteria laid down by the CoC. The Resolution Applicant has waited till the fag end and only on guise of seeking certain documents has cleverly sought for extension of time.
- e) It is submitted that the Applicant has conveniently concealed the fact from this Authority that he has also made a request for deviating from the EOI, by making request for submitting Resolution plan in association with co-partners.

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- f) It is further submitted that all the documents related to AP Housing Board, available with the Respondent No.1 were duly made available on VDR and that vide email dated 03.02.2024 addressed by the Applicant, it was only seeking certain clarifications and not additional documents. It is also submitted that the Applicant could have submitted the Resolution Plan with the data as available on VDR within the stipulated time, despite any additional clarifications required from the Respondent herein, as the same could have been resolved at a later stage.
- g) It is submitted that the Respondent No.1 has received Resolution Plans from 8 PRAs and the same have been opened during the meeting of the Committee of Creditors (“CoC”) and the said plans are under the verification of the Respondent for due diligence/examination with respect to various compliances as per the Insolvency and Bankruptcy Code, 2016 (“Code”).
- h) Respondent No.1 has provided the PRAs with all the information that is available as per the data information at the premises of the Corporate Debtor, enabling the 8 PRAs to submit the Resolution Plan.
- i) Further, it is submitted that the CIRP period with respect to the CD has already been extended by a period of 90 days by this Authority and the said period is coming to an end on 14.04.2024, therefore, the Applicant herein was not granted an extension for the submission of Resolution Plan.

4. **Case of Respondent No 2:**

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- a) It is submitted that the CIRP of the CD is at an advanced stage and the prayers sought by the Applicant at this belated stage is not viable.
- b) It is the admitted position of the Applicant that the PRAs had 38 days to verify the data provided in VDR and submit their Resolution Plan accordingly. The Applicant had ample amount of time and equal opportunity as compared to the contemporary PRAs to submit their Resolution Plan. However, it seems that the Applicant has approached the Respondent No. 1 after a much delay only in February 2024, with a query related to the CD and requested the RP to extend the time for submission of Resolution Plan till 10.02.2024.
- c) As far as the opening of the resolution plans are concerned, the Respondent No.2 has already voted for resolution plan of CD in the meeting held on 22.03.2024 and the Respondent No.1 is in the process of filing the required application before this Authority for seeking the approval of resolution plan. Therefore, at this belated stage of the CIRP, there is no cogent reason for seeking to enlarge the time till 25.02.2024 for the purpose of submission of resolution plans, which in light of the recent developments has become infructuous.
5. Heard both the counsels. Perused the records
6. In the instant case, the CD was admitted into CIRP on 18th July, 2023 and the RP issued invitation for EOI on 22.09.2023 to which the Applicant submitted his EOI vide letter dated 20.11.2023. Subsequently vide letter

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dated 08.12.2023, the Applicant was shortlisted as one of the Prospective Resolution Applicants.

7. On 28.12.2023 the Applicant was granted the Virtual Data Room (VDR) access on receipt of the signed confidentiality undertaking for accessing the VDR of the CD (*Annexure 5 of the Application*). Subsequently on 04.01.2024, RFRP was also uploaded in the VDR. The last date for the submission of the Resolution Plan was on or before 04.02.2024.
8. The Applicant vide email dated 02.02.2024 i.e., just two days before the last date for submission of Resolution Plan requested RP to share the Development Agreement and Supplementary Agreement entered by the CD with the then AP Housing Board (presently Telangana state Housing Board) and further requested to extend the time till 10.02.2024 for submitting the Resolution Plan. The relevant part of the email is extracted below:

Dear Sir,

Fri, Feb 2, 2024 at 8:15 PM

That M/s Shamirpet Logistics Hub Private Limited submitted EOI for revival of Manjeera Retail Holdings Private Limited, we came to know that the CD had entered into development agreement with the then A P Housing Board (Presently Telangana State Housing Board) in 2006 thereafter supplementary agreement at times. In the light of the same we hereby request you to kindly forward a copy of the Development Agreement and the last supplementary agreement entered with the Housing Board.

We further submit EOI submitted by us in our company name however we are submitting our resolution plan in association with our co-partners and the net worth certificate, complaint certificate under sec 29A and non-disclosure agreement will be submitted to this authority along with Resolution Plan for consideration

In the light of the same we humbly request you to kindly extend the time by one week enabling us to submit a compliant resolution plan for revival of CD which enables maximisation of asset value of the CD which is the primary object under legislature. We will be very thankful for your kind consideration and allow us to submit our plan by 10th of this month.

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9. The RP responded to the aforementioned email on the same day vide email (*Annexure 8*) stating that there is currently no extension for the submission of the Resolution Plan. Additionally, RP clarified that the CD has not entered into a supplementary agreement with the AP Housing Board and further all the agreements are accessible on the Virtual Data Room (VDR). The relevant part of the mail is hereunder:

Dear Sir,

Fri, Feb 2, 2024 at 8:50 PM

Please note that, as of now there is no extension for submission of the Resolution Plan. For THB agreement, the corporate debtor has not entered into supplementary agreement with THB. All the documents and agreements entered, have been uploaded on DR. Also, an updated list of claims has been uploaded on the VDR. In case of any queries do let me know

10. On the question that the RP has not put up the request before CoC for the extension of time, Regulation 36 B (6) of CIRP Regulations provides that the RP with the approval of CoC may extend the timeline for the submission of Resolution Plan. However, the decision taken by the RP was not questioned by CoC and therefore it is deemed to have implied consent of the CoC. At the same time when the application was moved for extension of time, the Applicant was not even aware of the date of applying for extension of time as he has given different dates in the application i.e., 25.02.2020, 25.02.2024 and 25.02.2022.
11. The CoC has voted for the resolution plan of Lulu International Shopping Malls Pvt Ltd with 100% voting in the 10th CoC meeting held on 22.03.2024. The RP has already filed I.A. 08 of 2024 before this Authority for the Approval of Resolution Plan submitted by Lulu International Shopping Malls Pvt Ltd. The relevant part of the resolution passed by the CoC in the 10th CoC Meeting is extracted below:

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*"RESOLVED THAT" pursuant to sub-section (41 of Section 30 of the Insolvency and Bankruptcy Code, 2016, the Committee of Creditors (CoC) of Manjeera Retail Holdings Private Limited ("MRAPL) after assessing the (a) feasibility and viability of the resolution plan submitted in the corporate insolvency resolution process of MRIPL (b) provisions for its effective implementation, (c) criteria as per Evaluation Matrix and (d) other requirements of applicable CIRP regulations, hereby accords its **approval** to the resolution plan dated 18/03/2024 (**Resolution Plan**) read with the annexures submitted by Lulu International Shopping Malls Pvt Ltd.*

12. In view of regulation 39 (1) (1B) of IBBI (Insolvency for Corporate Persons) Regulations 2016, the Committee shall not consider any resolution plan received after the time specified by the committee of creditors under Regulation 36 (B) or received from a person who does not appear in the final list of prospective resolution applicant or does not comply with the provisions of sub-Section (2) of Section 30. In the instant case the Applicant did not submit the Resolution Plan within the time specified by the CoC under regulation 36(B).
13. As the Resolution Plan has already been approved by the CoC, the Applicant who was not even in the final PRAs list has no Locus Standi to challenge the approval of Resolution Plan.
14. Thus, as a result of the above discussion there is no merit in the present Application.

Therefore, the present application is dismissed.

SD/-
(SANJAY PURI)
MEMBER (TECHNICAL)

SD/-
(RAJEEV BHARDWAJ)
MEMBER (JUDICIAL)