

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH (Court-II)
KOLKATA**

IA No. 36/(KB)/2024
in
C.P. No. 1624/KB/2019

An application under Sections 241, 242 & 244 of the Companies Act, 2013;

In the matter of:

Laxmi Tantia & Ors.

...PETITIONERS

Versus

Greenzen Bio Private Limited & Ors.

...RESPONDENTS

Date of pronouncement of order: 24.04.2024

CORAM:

SMT. BIDISHA BANERJEE, HON'BLE MEMBER (JUDICIAL)

SHRI D. ARVIND, HON'BLE MEMBER (TECHNICAL)

Appearances (via Video Conferencing/Physical):

O R D E R

Per: Bidisha Banerjee, Member (Judicial)

1. The Court congregated through a hybrid mode.
2. Ld. Counsels were heard and records were perused.
3. This application has been preferred by Greenzen Bio Private Limited and others to seek a direction upon Mr. Rahul Tantia to the Respondent No. 2 herein to extend the tenure of the lease agreement/license agreement of the subject land in favour of Greenzen Bio Private Limited/company in the present proceeding for a period of eleven years or for such other period as this Tribunal may deem fit and proper;
4. In the alternative a direction is sought for upon the Respondent Nos. 3 and 4 being the West Bengal Pollution Control Board and the Central Pollution Control Board to grant permission/NoC to Greenzen Bio

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH (Court-II)
KOLKATA**

IA No. 36/(KB)/2024
in
C.P. No. 1624/KB/2019

Private Limited/company under the Biomedical Waste Management Rules, 2016 without insisting upon the renewal of the lease/license in respect of the subject land wherein the plant/factory of the company is situated;

5. Further, till the disposal of the present application, the respondent nos.3 and 4 be directed not to take coercive measures against Greenzen Bio Private Limited/company in the present proceedings;
6. It is submitted that the present owner of the land, on which the plant of Greenzen Bio Private Limited is established has refused to give consent and formal extension of the lease and so the Respondent Nos. 3 and 4 despite a request from the Company has not acted upon the request for formal extension of agreement and waiver of a condition to seek approval from the owner to get its license extended/renewed to run the company.
7. That unless renewal is granted, the company will not be in position to run and operate the Bio medical waste treatment plant situated at Siliguri, ultimately, the plant of the company will be closed for violating the guidelines and norms laid down by Pollution Control Board authorities causing irreparable loss, damage and harm to the company, its shareholders, investors, clients, patients etc.
8. It is urged that the Respondent No.3 and 4 should not insist for extension of lease or license in respect of the subject land by the original owner and in the event disposal of waste is hampered, it will lead to health hazards in the hospitals, nursing homes as well as environment in question.

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH (Court-II)
KOLKATA**

IA No. 36/(KB)/2024
in
C.P. No. 1624/KB/2019

9. It is submitted that Mr. Rahul Tantia has received monthly rentals till 2019 even after expiry of the original lease period on 31st March, 2018. Thereby, the original lease stood extended and renewed. Further no steps have been taken so far to get the company evicted, and that the company is catering to about 15,000 beds in hospitals in 8 districts of North Bengal. Its service is extremely crucial and vital not only for human health but also to protect environment.
10. Reliance has been placed on the decision in **P J Mathews and Ors. Vs. Mohanan Pillai dated 07th July,2021 rendered by Hon'ble NCLAT reported in 2021 SCC Online NCLAT 1781**, on NCLTs power to pass orders even against third parties who may not be a shareholder or director of the company.
11. Per contra, the Respondent No.1 has urged that the application is not maintainable due to the following reasons quoted verbatim herein below:-
- 11.1. Direction sought for against Rahul Tantia are not maintainable as he is neither a party to the company petition, nor a shareholder or director in the company.
- 11.2. He is neither a necessary nor a proper party in the matter.
- 11.3. A private party arrangements cannot be interfered with by this Tribunal.
- 11.4. The license agreement has already expired on 31.12.2019, renewal of the dead contract is not permissible.
- 11.5. No direction can be sought for on non-party land holder.

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH (Court-II)
KOLKATA**

IA No. 36/(KB)/2024
in
C.P. No. 1624/KB/2019

- 11.6. The respondent by way of seeking direction from this Court are trying to revive a dead agreement.
- 11.7. Rahul Tantia as a Personal Guarantor by an Order dated 09.02.2024 is in insolvency proceeding.
- 11.8. This Tribunal has no jurisdiction to pass any directions against Respondent Nos. 3 and 4 who are not parties to the present petition.

Hence, dismissal of I.A. No. 36/(KB)/2024 is sought in limine with exemplary costs.

12. We have considered the rival contentions:

- 12.1. In view of the fact that the lease has expired at least four years back and we cannot issue any directions upon Mr. Rahul Tantia to extend or renew the lease that already stands expired by efflux of time, the Resolution Professional may persuade the lessor to extend the lease.
- 12.2. Having noted that in the event the company is still being run, as the main function of the company is to dispose by Bio Medical waste, accumulation whereof may cause health hazards of public at large, we would permit the present Board of the company to seek necessary permission from Respondent Nos.2 and 3, to run the business and to seek a stay of the showcause dated 09.06.2023.
- 12.3. In the event it is sought for the Respondent No.3 and 4 shall take appropriate steps withdraw its showcause notice dated 09.06.2023 and extend its consent to permit the company to operate till appropriate culmination of the pending dispute.

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH (Court-II)
KOLKATA**

IA No. 36/(KB)/2024
in
C.P. No. 1624/KB/2019

13. With the aforesaid liberty this I.A. No. 36 of 2024 is **disposed of**.

14. The Registry is directed to send e-mail copies of the order forthwith to all the parties and their Ld. Counsel for information and for taking necessary steps.

15. Certified Copy of this order may be issued, if applied for, upon compliance of all requisite formalities.

16. File be consigned to records.

D. Arvind
Member (Technical)

Bidisha Banerjee
Member (Judicial)

Signed on this, the 24th of April, 2024.