

**IN THE NATIONAL COMPANY LAW TRIBUNAL
KOCHI BENCH**

IA(C/Act)/35/KOB/2024

*(Under Rule 11 read with Rule 32 of the NCLT
Rules, 2016)*

&

IA(C/Act)/46/KOB/2024

*(Under Rule 11 of the NCLT Rules read with
Order VII Rule 11 of the CPC, 1908)*

IN

CP (C/Act)/11/KOB/2023

In the matter of:

M/s. Goodness Media Private Limited.

Memo of Parties:

IA(C/Act)/35/KOB/2024

1. Fr. Paul Puthuva, Marymatha Provincial House, Champannoor, Angamaly South, Ernakulam- 683 573.
2. Mrs. Deepa Raj, Practising Company Secretary Membership No. 49287, Certificate of Practice No. 23805, Remya, Karuvatta, Adoor P.O., Pathanamthitta, Kerala- 691 523.
3. Sri. PJ. Johney BSc. FCA, Chartered Accountant, BPNRA 108, Pallivathukkal House, Manimala Road, Prasanthi Nagar, Edappally S.O., Kochi- 682 024

... Applicants.

-Versus-

1. Peter K. Joseph, Residing at A-2, Paloma Enclave Naduvile Valamkottil Road, Near Little Flower Generalate, Opp. Bharatha Matha College, Thrikkakara P.O., Kochi- 682 021.

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&
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IN

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-
2. M/s. Goodness Media Private Limited
Regd. Office 35/40, Potta Ashram Road,
Chalaky Potta, Thrissur, Mukundapuram,
Kerala, India- 680 722.
 3. Mr. Joe Marcelinho Mathias 8/102/A. "Villa
Mathias", Near Circuit House Altinhio, Goa-
403 001.
 4. Fr. Alex Chalangady, Marymatha Provincial
House, Chambannoor, Angamaly South
Ernakulam, Kerala- 683 573.

... Respondents.

IA(C/Act)/46/KOB/2024

1. M/s. Goodness Media Private Limited,
Regd. Office 43/1820 B, De Service Park,
SRM Road, Pachalam, Kochi- 682 012.
Email: - goodnesstv2011@gmail.com.
2. Mr. Joe Marcelinho Mathias 8/102A. "Vilas
Mathias", Near Circuit House Altinhio, Goa-
403 001. Email: -
mathias@mathiasgoa.com.
3. Dr.(Fr.) Alex Chalangady, Marymatha
Provincial House, Chambannoor, Angamaly
South, Ernakulam, Kerala- 683 573. Email:
- chalangadyvc@gmail.com.

... Applicants.

-Versus-

1. Mr. Peter K. Jospheh, Residing at A-2, Paloma
Enclave Naduvile Valamkottil Road, Near
Little Flower Generalate, Opp. Bharatha

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Matha College, Thrikkakara P.O., Kochi-
682 021. Email: -

peterkjoseph@gmail.com.

2. Fr. Paul Puthuva, Vincentian Provincialate,
Angamaly South, Ernakulam- 683 573.

Email: - paulputhuva@gmail.com.

3. Ms. Deepa Raj, Practicing Company
Secretary, Membership No. 49287,
Certificate of Practice No. 23805, Remya,
Karuvatta, Adoor P.O., Pathanamthitta,
Kerala- 691 523. Email: -

deepam1122@gmail.com.

4. Sri. P.J. Johney B.Sc., FCA, Chartered
Accountant, Johney & Co., Chartered
Accountants J & Co. Chambers, Manimala
Road, Edappally, Kochi- 682 024, Kerala.

Email:- johneypallivathukkal@gmail.com.

Order delivered on: 06.06.2024

Coram:

Hon'ble Member (Technical)

Shri. Shyam Babu Gautam

Hon'ble Member (Judicial)

TMT. Justice (Retd.) T. Krishna Valli

Appearances:

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For the Applicants : Mr. Bijoy Pulipra, Adv.
For the Respondent No.1 : Mr. Mohan Pulickal., Adv.
For the Respondent Nos. 2,3, & 4 : Ms. Manjula Devi, Adv..

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For Applicants : Ms. Manjula Devi, Adv.,
For Respondent No. 1 : Mr. Mohan Pulickal, Adv.,
For the Respondent Nos. 2,3 & 4 : Mr. Bijoy Pulipra, Adv.

ORDER

Per: Coram.

Since common issues and laws are involved in both applications, they have been taken up together and a common order is passed in these cases.

IA(C/Act)/35/KOB/2024

The Interlocutory Application bearing No. IA(C/Act)/35/KOB/2024 has been filed under Rule 32 read with Rule 11 of the NCLT Rules, 2016, by Fr. Paul Pathuva & 2 Ors (hereinafter called “**Applicants**”) against Respondents Mr. Peter K. Joseph & 3 Ors. (hereinafter called “**Respondents**”) seeking the following relief:

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-
- Dismiss the Company Petition (C/Act)/11/KOB/2023 as not maintainable under Sections 241-242 of the Companies Act, 2013.

2. The Brief facts of the case are as follows: -

- i. The Applicants 1, 2 and 3 are Respondents No.2, 5 and 6 respectively in the Company Petition (C/ACT) 11/KOB/2023 filed by Respondent No.1/Petitioner in CP under Sections 213,241 and 242 of the Companies Act, 2013. The Company Petition is liable to be dismissed as Respondent No. 1 does not hold the requisite qualification shares as stipulated under Section 244 of the Companies Act, 2013. Respondent No. 1 holds only 19500 Equity shares in the 2nd Respondent Company which is equivalent to 8.76% of the total paid-up capital of the company. which falls below the statutory minimum of 10%. The qualification prescribed in Section 244 of the Companies Act,2013 seeks to ensure that only persons with sufficient interest in the affairs of the Company can file the Petition under Section 241 of the Act. Therefore, it is the Petitioner does not have a locus standi and thus the Petition is defective and liable to be dismissed on the grounds of maintainability due to non-compliance with Section 244(1) of the Act.

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-
- ii. It is stated that the rights issues made by the 2nd Respondent Company were legally sound and valid and all legal procedures relating to the rights issue were meticulously followed. The capital raising program of the Company is reflected in the Board Meeting held on various occasions including in Board Meetings where Respondent1 was a director who was opposed by him on untenable grounds and had not participated in both the rights issues by citing hazy reasons. The increase in the paid-up capital is primarily intended to meet the net-worth requirement stipulated by the Ministry of Information and Broadcasting and not to reduce the shareholding percentage of Respondent 1 as alleged in the CP. The intent of the company to increase the paid-up capital is evident in the board meeting minutes of the company. As a result, the shareholdings of the Respondent 1/ Petitioner have reduced due to his inaction and the same cannot be taken as the ground for seeking relief under Section 244 of the Act.
- iii. It is further stated that the Respondent No. 1 in this IA had filed a Company Petition (TCP 26/KOB/ 2019) under the same grounds with the same issues. Respondent No.1 had raised the allegations of non-disclosure under Section 184, SBO disclosures, his removal from the position of Managing Director, sale of time slots in the Respondent No.2 Company at

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low rates to Divine Trust. This Tribunal disposed of the matter in merits and passed the Final Order on 21st December 2021.

3. The 1st Respondent filed a reply statement and stated that the rights issue carried out by the Company which reduced the shareholding of this respondent in the Company from 11.68% to 9.63% is under challenge in the Company Petition as an act of oppression and mismanagement by the controlling shareholder/directors, the 1st Applicant and the 4th Respondent. The validity or otherwise of the said rights issue is a vital issue to be decided in the above Company Petition since it is one of the acts of oppression complained of by this Respondent. Since the shareholding of this respondent was reduced by the illegal rights issue, which itself is under challenge in the Company Petition, the applicants cannot plead that this respondent does not have the required minimum shareholding in the Company to institute the above Company Petition.
4. It is stated that the Company Petition is under Sections 213, 241, and 242 of the Companies Act, 2013 and not one under Sections 241 and 242 alone. The qualification prescribed under Section 244 for filing a petition under Sections 241 & 242 is not applicable in respect of a petition under Section 213 under Clause (b) thereof. This Respondent, as Petitioner in the Company Petition, has detailed with the support of vital documents, the compelling circumstances that satisfy the conditions set out in Clause (b) of Section 213, which

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warrant an extensive investigation of the affairs of the 2nd Respondent Company.

5. It is further stated that the above Company Petition is filed by this Respondent because of the continued disregard and disobedience shown by the 1st Applicant and the 4th Respondent to the order dated 21.12.2021 passed by this Tribunal in TCP/26/KOB/2019 and because of the changed/subsequent circumstances, where their acts of oppression and mismanagement continue unabated. The facts pleaded and the relief prayed for the above company petition are substantially different from those in TCP/26/KOB/2019 and none of the circumstances warranting invocation of the principle of res judicata as set out in Section 11 of the Code of Civil Procedure is present in the Company Petition.

IA(C/Act)/46/KOB/2024

6. The Interlocutory Application bearing No. IA(C/Act)/46/KOB/2024 has been filed under Rule 11 of the NCLT Rules, 2016, read with Order 7 Rule 11 of the Code of Civil Procedure by M/s. Goodness Media Private Limited & 2 Ors. (hereinafter called “**Applicants**”) against Respondents Mr. Peter K. Joseph & 3 Ors. (hereinafter called “**Respondents**”) seeking the following relief:

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-
- To dismiss the Company Petition CP(C/Act)/11/KOB/2023 as not maintainable under Sections 241 and 242 of the Companies Act, 2013 with exemplary cost.

7. The Brief facts of the case are as follows: -

- i. The Respondent No. 1 does not have the requisite % share in the Company's paid-up capital to maintain the Petition under Section 241-242 of the Companies Act, 2013. This Company Petition is nothing but an abuse of process of law and filed to achieve a collateral purpose. The claim of Respondent-No.1 that he is entitled to invoking the jurisdiction of this Tribunal is incorrect and invalid and Respondent No. 1 must first cross the first bridge to maintain his Petition for further adjudication before this Tribunal by proving his eligibility to file Petition under Section 244(1) of the Companies Act. 2013.
- ii. It is stated that the claim of Respondent No. 1 that he is holding an 11.68% stake in the Company is incorrect. The date of signing of this Company Petition is 21st March 2023 and it was first listed on 23rd June 2023. On this date, Respondent No.1 does not hold shares to be entitled to invoking the special jurisdiction conferred. upon this tribunal. The Applicant Company had made a rights issue on 22nd March 2022. Another rights issue was made on 3rd October 2023. The Applicant Company had filed with the Registrar of Companies

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its Annual Return for the financial year 2021-2022 on 18th November 2022 itself. Respondent No. 1 was fully aware of the above allotments much before the respective dates being the recipient of the Letter of Offer under those twin rights issues. Therefore, the Respondent No.1 cannot be permitted to contend that the Company Petition is maintainable merely because he had challenged the said rights issues too. Respondent No.1 is estopped from making allegations against the rights issues and his allegations suffer from laches of delay and acquiescence.

8. It is further stated that Respondent No. 1 is a habitual litigant and a disgruntled shareholder. It is a matter of record that he had filed a Company Petition TCP/26/KOB/2019, with the same/similar allegations, and this Tribunal dismissed the same on 21st December 2021.
9. The 1st Respondent filed his reply statement and stated that the shareholding of this Respondent was reduced by the illegal rights issue, which is under challenge in the Company Petition.
10. It is further stated that order dated 21.12.2021 in TCP/26/KOB/2019 this Tribunal declined to order an investigation into the affairs of the Respondent Company due to the non-disclosure and suppression of evidence by the Respondents of that Company Petition.

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FINDINGS:

11. We have heard the learned counsel for both parties in IA(C/Act)/35/KOB/2024 and IA(C/Act)/46/KOB/2024 at length and perused the entire case records/documents. We have also gone through the evidence on record. In order to decide the matter, we have to see whether *res judicata* attracts in this matter, for which Section 11 of the Civil Procedure Code, 1908, which deals with the *res judicata* is quoted hereunder: -

Section 11: Res Judicata

No Court shall try any suit or issue in which the matter directly and substantially in issue has been directly and substantially in issue in a former suit between the same parties, or between parties under whom they or any of them claim, litigating under the same title, in a Court competent to try such subsequent suit or the suit in which such issue has been subsequently raised, and has been heard and finally decided by such Court.

Explanation I.-- The expression former suit shall denote a suit which has been decided prior to a suit in question whether or not it was instituted prior thereto.

Explanation II.-- For the purposes of this section, the competence of a Court shall be determined irrespective of any provisions as to a right of appeal from the decision of such Court.

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Explanation III.--The matter above referred to must in the former suit have been alleged by one party and either denied or admitted, expressly or impliedly, by the other.

Explanation IV.-- Any matter which might and ought to have been made ground of defence or attack in such former suit shall be deemed to have been a matter directly and substantially in issue in such suit.

Explanation V.-- Any relief claimed in the plaint, which is not expressly granted by the decree, shall for the purposes of this section, be deemed to have been refused.

Explanation VI. -- Where persons litigate bona fide in respect of a public right or of a private right claimed in common for themselves and others, all persons interested in such right shall, for the purposes of this section, be deemed to claim under the persons so litigating.

1[Explanation VII.-- The provisions of this section shall apply to a proceeding for the execution of a decree and references in this section to any suit, issue or former suit shall be construed as references, respectively, to a proceeding for the execution of the decree, question arising in such proceeding and a former proceeding for the execution of that decree.

Explanation VIII.-- An issue heard and finally decided by a Court of limited jurisdiction, competent to decide such issue, shall operate as res judicata in a subsequent suit, notwithstanding that such Court of

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limited jurisdiction was not competent to try such subsequent suit or the suit in which such issue has been subsequently raised.]

12. Keeping brevity in mind, Section 11 of the Civil Procedure Code, 1908 to sum up the controversy, we have to see whether the reliefs sought in both the Company Petitions are the same or not. The main reliefs sought for in TCP/26/KOB/2019 were as under: -

- i. Declare that the ouster of the Petitioner from the position of Managing Director and re-designation as a non-executive Director to be illegal and null and void.
- ii. Declare the appointment of 2nd & 4th Respondent as null and void.
- iii. To appoint the administrator to take charge of the affairs of the Company.
- iv. To order an investigation into the affairs of the company and the source of funds for procuring 76% of the shares of the company by the Priest share-holders.
- v. Pass such further or other orders as this Tribunal may deem fit and proper in the light of justice, equity and good conscience

13. The main reliefs sought for in CP(C/Act)/11/KOB/2023 are as under: -

- i. Declare that the removal of the Petitioner from the Board of Directors of the 1st Respondent Company is

illegal and consequently amounts to an act of oppression.

- ii. Direct that the Petitioner be reinstated into the board of directors of the 1st Respondent Company.
- iii. Declare the 10th and 11th AGM reconvened by the 1st Respondent Company to be illegal and all decisions taken therein to be null and void.
- iv. Declare that the non-disclosures by the respondents as per section 184 of the Companies Act are in violation of the Companies Act, 2013 and Annexure A5 order and consequently amount to an act of oppression and mismanagement.
- v. Direct that an investigation be conducted regarding the affairs of the company especially with respect to the related party transactions with Divine Trust and the allotment of shares by way of rights issue and an independent administrator be appointed to take charge of the affairs of the company.
- vi. Declare that the Rights Issue intimated vide Annexure A14 letter is in violation of the Companies Act, 2013 and consequently amounts to an act of oppression and mismanagement.

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- vii. Pass appropriate orders regulating the conduct of the affairs of the 1st Respondent Company by superseding the present Board and directing reconstitution of the said Board as may be deemed just and proper and necessary by this Tribunal.
- viii. Reconstitute an Interim Board in place of the present Board of the 1st Respondent Company with due representation to the Petitioner and without any Director with conflicting interest with the business of the 1st Respondent Company.
- ix. Direct that full access to be given to the Petitioner to all documents of the 1st Respondent Company with copies being furnished to assess the situation and to qualify the business loss caused to the 1st Respondent Company and of the mismanagement and oppression of 6th 2nd and 4th Respondents and the supporting Respondents in the business of the 1st Respondent Company.
- x. Remove the 2nd and 4th Respondent from the Board of Directors of the 1st Respondent Company in view of the clear conflict of interest and non-disclosure of related party transaction as per Section 181 of the Companies Act, 2013.

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- xi. Declare that the conduct of the 5th Respondent Company Secretary Ms. Deepa Raj is illegal and amounts to professional misconduct.
- xii. Declare that the conduct of the 6th Respondent Chartered Account Mr. P.J Johney, is illegal and amounts to professional misconduct.
14. As per Section 11 of the Civil Procedure Code, 1908, the pre-requisites which are necessary for *res judicata* are: -
- i. The matter directly and substantially is in issue in the subsequent suit or issue must be the same matter which was directly and substantially in issue either actually or constructively in the former suit;
 - ii. The former suit must have been a suit between the same parties or between the parties under whom they or any of them claim [2].
 - iii. Such parties must have been litigating under the same title in the former suit.
 - iv. The court which decided the former suit must be a court competent to try the subsequent suit or the suit in which such issue is subsequently raised;

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- v. The matter directly and substantially in issue in the subsequent suit must have been heard and finally decided by the court in the former suit.
15. It is seen from the records that the TCP/26/KOB/2019 was filed by Mr. Peter K Joseph against the M/s. Goodness Media Private Limited and 5 Others which was decided by this Tribunal against the Petitioners therein during 2021. In the present case CP(C/Act)/11/KOB/2023, the Petitioners i.e. Mr. Peter K. Joseph (Petitioners in TCP/26/KOB/2019) filed Petition against and 5 Others. The facts narrated in both the Company Petitions are not similar and reliefs sought by the Petitioners in CP(C/Act)/11/KOB/2023 are also not similar to the reliefs considered by this Tribunal in TCP/26/KOB/2019.
16. In the aforesaid circumstances we have also considered the legal maxims which are quoted hereunder: -
- *Nemo debet bis vexari pro una et eadem causa*: This Latin proverb means “no man should be vexed twice for the same cause”. The basic goal of *res judicata* is to save the parties from having to go through endless litigation over the same problem. **Once an issue has been determined definitively by a competent court, the same parties should not be permitted to re-litigate the same dispute.**

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- *Interest reipublicae ut sit finis litium*: This Latin maxim means “it is in the best interests of the State to put an end to litigation”. The *res judicata* concept enhances judicial efficiency and the finality of rulings. It guarantees that disagreements are settled definitively, lowering the pressure on the legal system and eliminating unnecessary and time-consuming litigation.
 - *Res judicata pro veritate occipitur*: This Latin proverb translates as “a matter adjudged is accepted as correct”. Res Judicata creates a presumption of validity and finality for decisions made by competent courts. The court’s judgments are said to be founded on a thorough assessment of the facts and law, and they should not be readily reversed.

17. Since we found that there is no bar by *res judicata* in this matter and on an appreciation of the legal maxims quoted above, we are of the considered view that the Company Petition is maintainable.

18. In this respect, we had gone through the decision of the Hon’ble Supreme Court in its judgment in ***Canara Bank vs N.G. Subbaraya Setty (CIVIL APPEAL NO.4233 OF 2018)*** wherein the Court held that: -

39. Clearly, therefore, the subsequent suit of 2008 raises an issue which is different from that contained in the earlier suit filed by the same party in 2004. Also, the earlier decision in the judgment dated

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*27.4.2013 has declared valid a transaction which is prohibited by law. A cursory reading of Section 45(2) of the Trade Marks Act makes it clear that the assignment deed, if unregistered, cannot be admitted in evidence by any Court in proof of title to the trademark by the assignment, unless the Court itself directs otherwise. **It is clear, therefore, that any reliance upon the assignment deed dated 8.10.2003 by the earlier judgment cannot be sanctified by the plea of res judicata, when reliance upon the assignment deed is prohibited by law.***

19. Thereafter we have gone through the matter as to whether the 1st Respondent is eligible to file the Company Petition under Section 241-242 of the Companies Act 2013.
20. It is seen from the record that the rights issue carried out by the Company M/s. Goodness Media Private Ltd vide Annexure A14 in the Company Petition which reduced the shareholding of the 1st Respondent in the Company from 11.68% to 9.63% is under challenge in the CP(C/Act)/11/KOB/2023 as an act of Oppression and Mismanagement by the shareholders/ directors. Therefore, we will decide the right issue on merits at the time of disposal of the Company Petition.
21. In the light of the foregoing discussions and on due appreciation of facts and circumstances, considered along with the shreds of evidence on record, this Tribunal is of the view that this is a fit case for considering the allegations of oppression and mismanagement in the

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Respondent Company as alleged by the Petitioner in the Company
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22. Accordingly, **the applications IA(C/Act)/35/KOB/2024 &
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23. The Registry is hereby directed to send e-mail copies of the order
forthwith to all the parties and their counsel for information and to take
necessary steps.

24. An urgent certified copy of this order, if applied for, be issued upon
compliance with all requisite formalities.

25. A copy of this order may be communicated to all concerned for its
compliance.

SHYAM BABU GAUTAM
(MEMBER TECHNICAL)

T KRISHNA VALLI
(MEMBER JUDICIAL)

Signed on this the 06th day of June, 2024.

Rajasree R. Nair/LRA