

NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH, COURT – II
CHENNAI

ATTENDANCE CUM ORDER SHEET OF THE HEARING OF NATIONAL
COMPANY LAW TRIBUNAL, CHENNAI BENCH, HELD ON 19.06.2026 AT
10.30 A.M. THROUGH VIDEO CONFERENCING:

CORAM : SHRI. JYOTI KUMAR TRIPATHI, HON'BLE MEMBER (JUDICIAL)
SHRI. RAVICHANDRAN RAMASAMY, HON'BLE MEMBER (TECHNICAL)

APPLICATION NUMBER : --
PETITION NUMBER : C.P.(CAA)/87(CHE)2025 IN
C.A.(CAA)/75(CHE)2025
NAME OF THE PETITIONER : S HARI KARTHIK Liquidator The
Jeypore Sugar Company Limited
NAME OF THE RESPONDENT(S) : --
UNDER SECTION : Sec 230-232 of CA, 2013

ORDER

Present : Ld. Counsel Mr.J.Manivannan for the Petitioner.

Vide separate order pronounced in open court, C.P.(CAA)/87(CHE)2025
is Allowed.

Sd/-
RAVICHANDRAN RAMASAMY
Member (Technical)

Sd/-
JYOTI KUMAR TRIPATHI
Member (Judicial)

jp

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
DIVISION BENCH - II, CHENNAI**

CP/CAA/87/2025

In

CA(CAA)/75/2025

*(Under Sections 230 to 232 of the Companies Act, 2013 read with applicable provisions of the
Insolvency and Bankruptcy Code, 2016)*

In the matter of Jeypore Sugar Company Limited.

S. Hari Karthik Liquidator,
The Jeypore Sugar Company Limited
No. 3, A - Block, Tamil Nadu Police Housing Qtrs.,
Bharathi Avenue 2nd St, Kottur,
Chennai -600085 Tamil Nadu, India

..Applicant

Order Pronounced on 19th June 2026

CORAM:

Shri. JYOTI KUMAR TRIPATHI, MEMBER (JUDICIAL)
Shri. RAVICHANDRAN RAMASAMY, MEMBER (TECHNICAL)

Petitioner: J Manivannan

ORDER

This is a Company Petition viz. CP/CAA/87(CHE)/2025, which is a sequel to the CA(CAA)/75/2025, is filed by the Liquidator of Jeypore sugar company Limited under Section 230 to 232 of the Companies Act 2013, read with applicable provisions of the Insolvency and Bankruptcy Code, 2016, for sanction of a scheme of compromise / arrangement, seeking the following relief,

- a) *Admit the present Second Motion Petition filed by the Applicant under Sections 230-232 of the Companies Act, 2013, read with Regulation 2B of the IBBI (Liquidation Process) Regulations, 2016.*

- b) *Sanction the Scheme of Compromise and Arrangement submitted by (c) (d) the Successful Scheme Proponent, Standard Assets India Private Limited, for the revival of the Corporate Debtor and settlement of debts, including the claims of all lenders and stakeholders, a copy of which is enclosed herewith as Annexure-A/17; and declare that the said Scheme shall be binding on all stakeholders of the Corporate Debtor, The Jeypore Sugar Company Limited (in Liquidation), in terms of Sections 230 to 232 of the Companies Act, 2013, read with Regulation 2B of the IBBI (Liquidation Process) Regulations, 2016.*
- c) *Grant the specific reliefs, waivers, concessions, and directions prayed for in Annexure-A/20 to this Petition, on par with the "clean slate" principle applicable to a Resolution Plan approved under the Insolvency and Bankruptcy Code, 2016 and declare that such principles shall apply mutatis mutandis to a Scheme sanctioned under Section 230 read with Regulation 2B.*
- d) *Declare that, notwithstanding the handover of management and control to the Successful Scheme Proponent upon receipt of the Scheme consideration, the Liquidator shall retain limited residual powers, to the extent directed by this Hon'ble Tribunal, solely for the purpose of monitoring, supervising and reporting on the implementation of the sanctioned Scheme. The Liquidator shall be authorised to seek directions, submit compliance reports, verify fulfilment of obligations under the Scheme, and place before this Hon'ble Tribunal any issue requiring clarification for smooth implementation; and all stakeholders and scheme proponent shall extend full cooperation to the Liquidator in discharge of such residual functions.*
- e) *Grant liberty to the Applicant Liquidator to approach this Hon'ble Tribunal for any clarification, modification, or direction required for effective implementation of the Scheme.*
- f) *Direct that all avoidance applications, proceedings and actions instituted or maintainable under Sections 43 to 51 and 66 of the Insolvency and Bankruptcy Code, 2016, together with all related appeals, executions and recovery actions, shall continue notwithstanding the sanction of the Scheme; and that any net recoveries (post costs and expenses) realised therefrom shall be appropriated and distributed strictly in accordance with the terms of the sanctioned Scheme. For this purpose, the Liquidator shall be authorised and required to continue, defend, pursue and/or prosecute such avoidance proceedings after sanction of the Scheme, to take all consequential steps for recovery, and to place compliance reports before this Hon'ble Tribunal as contemplated under the Scheme.*
- g) *Direct that in the event of substantial non-compliance or failure in implementation of the sanctioned Scheme beyond the timelines prescribed therein, for reasons attributable to the Scheme Proponent, liberty shall be reserved to the Liquidator to approach this Hon'ble Tribunal for appropriate directions, including but not limited to revival of liquidation steps, or such*

other measures as may be necessary in the interest of stakeholders and for protecting the value of the Corporate Debtor's assets.

- h) Pass such further or other orders and directions as this Hon'ble Tribunal may deem fit and proper in the facts and circumstances of the case.*

Facts in Brief

1. The Corporate Insolvency Resolution Process (*hereinafter referred to as "CIRP"*) of the Corporate Debtor viz. Jeypore sugar was initiated vide order dated 25.02.2019 in CP/1307/IB/2018, filed by the Financial Creditor under Section 7 of the Insolvency and Bankruptcy Code, 2016.
2. Since there was no resolution plan approved by COC during the CIRP period, this Tribunal, by order dated 29.05.2020 in IA(IBC)/205(CHE)/2020 in CP/1307/IB/2018, ordered liquidation of the Corporate Debtor under Section 33 of the IBC and appointed the erstwhile RP as the Liquidator to carry out the liquidation process in accordance with law.
3. One of the Secured Financial Creditors, namely IDBI Bank Limited, with the concurrence of other Secured Financial Creditors, filed IA (IBC)/815(CHE)/2020 seeking replacement of Mr V. Venkata Sivakumar as the Liquidator of the Corporate Debtor on various grounds and allegations levelled against him. This tribunal vide its order dated 01.07.2022, removed the erstwhile Liquidator and appointed the Applicant herein, Mr S. Hari Karthik, as the Liquidator of the Corporate Debtor to carry out the liquidation process in accordance with law.
4. It is stated that Former Liquidator, during his tenure, had initiated a Scheme of Revival Process under Sections 230-232 of the Companies Act, 2013, read with Regulation 2B of the IBBI (Liquidation Process)

Regulations, 2016, Process Under this process, three (3) Scheme Proponents, viz. (i) Kineta Global Limited (in consortium with Power Mech Projects Limited), (ii) AARIA Projects Limited, and (iii) Synergy Holdings, expressed their interest and submitted their respective Scheme(s) of Compromise and Arrangement under Sections 230-232 of the Companies Act, 2013

5. The valuation of the assets of the Corporate Debtor had not been carried out properly. Draft valuation reports were circulated to the Scheme Proponents in violation of the confidentiality requirements under the IBC framework, and Significant assets of the Corporate Debtor, particularly those situated at Rayagada in the State of Odisha, were excluded from the Asset Memorandum and valuation exercise.
6. It is stated that the vide order dated 17.11.2021 in IA(IBC)/255(CHE)/2021 in CP/1307/IB/2018, this tribunal annul the Scheme Process 1 initiated by the Former Liquidator and directed that (a) the Rayagada lands be duly included in the Asset Memorandum, (b) a fresh valuation be conducted, and (c) a fresh scheme process under Section 230 be initiated thereafter ("Scheme Process 2").

Scheme Approval Process

7. It is stated that the applicant issued a public announcement dated 29.01.2024 in Dinamani (Tamil), Eenadu (Telugu), Dharitri (Odiya), published on 30.01.2024 and Business Standard (All India) on 31.01.2024, inviting Expressions of Interest (EOIs) from prospective scheme proponents.
8. Further it is stated that Applicant also: (a) updated the Asset Memorandum, duly incorporating the Rayagada lands, and also prepared the Memorandum of Assets and Liabilities. b) appointed two independent sets of registered valuers, namely INN Tech Global

Valuers Private Limited on 27.01.2024 and RNC Valuecon LLP on 30.01.2024, to carry out fresh valuations of all assets of the Corporate Debtor in accordance with Regulation 35 of the IBBI (Liquidation Process) Regulations, 2016; and (c) placed the final valuation reports before the Stakeholders' Consultation Committee (SCC) and the Secured Financial Creditors (SFCs) for their review and comments.

9. It is stated that the total extent of approximately 784 acres of Rayagada lands belonging to the Corporate Debtor is presently the subject matter of proceedings under the Orissa Land Reforms Act, 1960 ("OLR Proceedings"). Out of this, the Government has confirmed 278.21 acres as legally sustainable for restoration in favour of the Corporate Debtor, while the balance 506.69 acres remains under dispute and is pending adjudication in the OLR proceedings. Accordingly, for the purpose of the Scheme valuation, two scenarios were placed before the stakeholders, namely:

- (i) Scenario I: Valuation assuming restoration of the entire 784 acres, purely for reference purposes; and
- (ii) Scenario II: Valuation restricted to 278.21 acres, based on the Government's confirmation, which is considered the legally sustainable and prudent basis

10. The stakeholders were advised to evaluate and vote on the Scheme based on Scenario II (278.21 acres), treating the valuation attributable to the disputed 506.69 acres as indicative only, with any eventual recovery therefrom to be treated as potential upside and distributed strictly in accordance with the Scheme

11. It is stated that in view of the significant variation observed between the two sets of valuation reports in respect of land and building assets, the Applicant, in consultation with the Stakeholders' Consultation

Committee (SCC) / Secured Financial Creditors (SFCs), appointed a third registered valuer, Mr. Indukuri Venkata Ranga Ravi Varma, on 30.05.2024 exclusively for undertaking valuation of land and building assets, so as to arrive at a fair, balanced, and credible valuation.

12. It is stated that Pursuant to receipt of the said valuation, the Asset Memorandum was duly updated in accordance with Regulation 34 of the IBBI (Liquidation Process) Regulations, 2016, and based on the consolidated valuation reports, the net realizable value of the assets of the Corporate Debtor was determined at ₹578.00 Crores in compliance with Regulation 35 of the IBBI (Liquidation Process) Regulations, 2016.
13. It is stated that in response to the invitation for Expression of Interest ("EOI"), the Applicant received an expression of interest from various parties. The Applicant shortlisted them based on their eligibility, and invited detailed Schemes of Compromise and Arrangements initially from, Finquest Financial Solutions Private Limited, Devi Sea Foods Limited M/s Sravan & Co and MRN Chamundi Canepower and Biorefineries Private Limited. (Hereinafter referred to as "Scheme Proponents")
14. It is stated that the schemes received from various Scheme Proponents were circulated to both the Stakeholders' Consultation Committee (SCC) and the Secured Financial Creditors (SFCs) for their deliberation and comments. The Scheme Proponents were invited to present their proposals before the SCC and SFCs and were requested to enhance the consideration amounts and ease certain restrictive conditions in order to maximise stakeholder value and ensure commercial viability.
15. It is stated that Scheme Proponents submitted revised schemes, incorporating modifications and improvements to the certain extent requested by the SCC and SFCs. In the meantime, Kineta Global

Limited (one of the earlier Scheme Proponents) addressed an email dated 16.02.2024 expressing its desire to participate in the ongoing Scheme Process and sought adjustment of its previously deposited Earnest Money Deposit (EMD) towards the present process. The Applicant, by letter dated 22.02.2024, categorically informed Kineta Global Limited that its earlier EMD had already been appropriated towards the costs incurred by the Corporate Debtor. It was further clarified that, should Kineta wish to participate afresh in the ongoing Scheme Process, it would be required to remit a new EMD at its own risk and cost.

16. It is stated that Aggrieved by the Applicant's decision, Kineta Global Limited approached the Hon'ble NCLT and moved an application in IA (IBC) /1816 (CHE) /2024. The NCLT, after hearing both sides, vide its Order dated 02.05.2025, directed the Applicant to either refund the earlier EMD or adjust it against the ongoing Scheme Process and to allow Kineta to submit its scheme. In compliance with the said order, the Applicant permitted Kineta Global Limited to submit its scheme, subject to strict adherence to the terms and timelines prescribed under the Process Memorandum for the ongoing Scheme Process.
17. It is stated that SCC during the 38th SCC meeting on 02.06.2025 and sought its guidance on the way forward, given that multiple schemes were already under consideration. The SCC opined that, since Kineta had been allowed to submit its scheme by the NCLT, and in the overall interest of value maximisation, the other three (3) interested parties, viz. Shree Jayatheertha Enterprises Private Limited, SAIPL, and Auro Infra Limited should also be permitted to participate.
18. It is stated that only SAIPL submitted its scheme within the stipulated time on 29.06.2025. In contrast, Kineta Global Limited, Shree

Jayatheertha Enterprises Private Limited, and Auro Infra Limited failed to submit their schemes.

Approval of The Scheme

19. It is stated that The SCC and SFCs conducted extensive deliberations and negotiations with SAIPL, seeking clarifications on key commercial and operational aspects of the Scheme and suggesting several modifications. In response, SAIPL submitted a revised Scheme along with the necessary clarifications and addendums, incorporating many of the suggestions made by the SCC and SFCs to enhance value and improve feasibility.
20. Based on the results of the e-voting, the Scheme submitted by Standard Assets India Private Limited (SAIPL) (hereinafter referred to as the "Scheme") was declared the H1 Scheme, having emerged as the most viable and value-maximising proposal.
21. It is submitted that scheme is approved by
 - i) By the SCC with 93.95% votes in favour, in compliance with Regulation 31A, read with Section 230(6) of the Companies Act, 2013. Based on members present and voting, the approval was unanimous (100%).
 - ii) By the SFCs with 81.25% votes in favour, thereby satisfying the statutory requirement of approval by three-fourths in value under Section 230(6) of the Companies Act, 2013. Based on members present and voting, the approval was unanimous (100%).

Distribution under The Scheme

S. No.	Class of Stakeholders ("Stakeholders")	Admitted Claim by Liquidator (₹ Cr.)	Distribution under the Scheme (₹ Cr.)	% of Claim Paid	Timeline for Payment
1	CIRP & Liquidation Costs	14.00	14.00	100.00%	Within 30 Business Days from the date of receipt of a certified true copy of the NCLT approval order of the Scheme.
2	Provident Fund	7.24	7.24	100.00%	
3	Gratuity	11.54	11.54	100.00%	
4	Workmen & Employees	30.64	27.58	90.00%	
5	Secured Financial Creditors (SFCs)	571.51	315.00	55.12%	
6	Statutory & Government Dues	17.91	1.79	10.00%	
7	Operational Creditors	3.05	0.85	27.86%	
8	Unsecured Financial Creditors	-	-	-	
9	Equity Shareholders	4.53	-	0.00%	
10	Working Capital / Capex	-	150.00	-	
Total Value of the Financial Proposal			₹ 528.00 Crores		
11	Additional Proposal: SAIPL shall distribute 40% of the value of the 506.69 acres of Rayagada lands, computed as 40% of (a) Government Compensation received, and/or (b) FMV attributable to the extent of land restored, strictly as per the Scheme.				
12	SAIPL has additionally offered ₹0.21 Cr towards contingent liabilities under the Scheme."				

As submitted by the applicant in the application

Background of Successful Scheme Proponent:

22. The scheme proponent, Standard Assets India Private Limited (CIN:U74999TG2023PTC170197) (hereinafter referred to as "Scheme Proponent"), was incorporated on January 06, 2023, under the Companies Act, 2013, with its registered office at D.12, Phase 1, IDA Jeedimetla, Hyderabad, Telangana, India, 500055.

Financial Capacity of The Scheme Proponent

23. Details of the net worth of the directors of the scheme proponent.

S. No.	Entity	Net worth (in Rs. Crore)
1.	Mr. Ramakrishna Kandula	1420
1.	Ms. Kandula Krishna Veni	1920
2.	Mr. D. Narasimha Reddy	776
	Total	4,116

Rationale Of The Scheme

The Scheme Proponent proposes the following Scheme under Section 230 of the Companies Act, with the following objectives:

Revival of the Corporate Debtor: To facilitate the revival and rehabilitation of the Corporate Debtor (in Liquidation) as a going concern through an equitable compromise/arrangement with its creditors and stakeholders.

Maximization of Value: To ensure maximization of the value of the Corporate Debtor's assets, which would otherwise suffer significant diminution in value under a piecemeal liquidation.

Settlement of Liabilities: To provide a structured mechanism for full and final settlement, restructuring, and/or satisfaction of the debts, liabilities, and dues of the Corporate Debtor's creditors in an orderly and transparent manner.

Employment Creation: To create new employment across various regions geographically near the factories.

Preservation of Industrial and Economic Contributions: To maintain the Corporate Debtor's historical and strategic industrial presence in the States of Odisha and Andhra Pradesh and to continue contributing to the State's economy and public revenues.

Settlement of Creditor's Dues: To enable the Corporate Debtor to settle the dues with the Creditors, the Scheme Proponent proposes to pay their dues/ debts.

Closure of Liquidation Proceedings: To enable the withdrawal of liquidation proceedings upon successful implementation of the Scheme per applicable law, thereby facilitating closure of the insolvency process in the best interests of all stakeholders.

Projections under the Scheme: To revive the operations of the Corporate Debtor under a new management and business plan, to establish large scale manufacturing of sugar as the core product and commercialize the by-products of the core manufacturing (by products such as bagasse,

Settlement Proposed To The Stakeholders in The Scheme

Summary of the admitted claims of the creditors

S. No.	Class of Creditor/Stakeholder	No. of Creditors	Admitted Claim (INR)
1	Provident Fund	1	7,24,02,652
2	Gratuity	-	11,54,07,795
3	Workmen and Employees	1053	30,64,28,801
4	Secured Financial Creditors	6	5,71,50,62,542
5	Unsecured Financial Creditors	-	-
6	Statutory Dues and Government Dues	5	17,90,91,806
7	Operational Creditors	3	3,04,81,973
8	Equity Shareholders	4530	4,53,45,280

Proposed Settlement Matrix as submitted in the Application.

Ref.	Class of Stakeholders ("Stakeholders")	Admitted Claim by Liquidator (Cr)	Distribution of amounts under the Scheme (Cr)	% of Claim being Paid under the Scheme
1	CIRP & Liquidation Costs	14.00	14.00	100%
2	Provident Fund	7.24	7.24	100%
3	Gratuity	11.54	11.54	100%
4	Workmen & Employees	30.64	27.58	90%
5	Secured Financial Creditors (SFCs)	571.51	315	55.12 %
6	Statutory & Government Dues	17.91	1.79	10.00%
7	Operational Creditors	3.05	0.85 <i>(the entire amount will be paid only to Cane Growers under the category of Operational Creditors)</i>	27.78%
8	Unsecured Financial Creditors	—	—	—
9	Equity Shareholders	4.53	—	0%
"Total Consideration"		INR 378 Crores		

Total consideration to be paid within 30 business days from the effective date.

Effective date shall be date of approval of this scheme.

Ref.	Particulars	Amount (Cr)	Purpose / Condition
1	Contingent Liabilities	0.21	In terms of Clause 7.5.
2	Working Capital Infusion	150.00	Capital for restarting operations (not part of distribution to creditors).
3	Proceeds for 506.69 acres of the Rayagada land	23% of the realized compensation/ average fair market value of land*	Payable to Stakeholders (having the right to the proceeds under Applicable Law) only after the final conclusion of the OLR litigation of 506.69 acres of the Rayagada land.

Financial Reconstruction and Reduction of Equity Capital

Reduction of existing share capital

24. Upon the Effective Date, and subject to applicable provisions of the Companies Act and rules made thereunder, the Liquidator shall bear the responsibility (with any necessary support from the Scheme Proponent) to give effect to the reduction of the existing equity share capital in accordance with the Scheme.
25. The entire issued, subscribed, and paid-up equity share capital of the Corporate Debtor standing in the names of all existing shareholders of the Corporate Debtor, aggregating to INR4,53,45,280 (Rupees Four Crores Fifty-Three Lakhs Forty-Five Thousand Two Hundred Eighty only), shall be cancelled and extinguished in full, without any consideration, payment or repayment.
26. All rights, entitlements, claims, or interests of the existing shareholders of the Corporate Debtor, including any claims to dividends, participation in surplus, voting rights, or the right to receive any amount from the Corporate Debtor under this Scheme or otherwise, shall stand fully and finally extinguished. As such, the existing shareholders of the Corporate Debtor have no rights, claims or remedies with respect to its shareholding in the Corporate Debtor - against the Company, the Scheme Proponents or any Assets of the Company.

Effect of Reduction

27. The reduction shall be deemed effected as an integral part of this Scheme under Sections 230-232 and Section 66 of the Companies Act and shall not be treated as a separate action requiring any further procedure under Section 66 of the Companies Act.

Infusion of Funds By The Scheme Proponent and Issuance Of Shares

28. The promoter directors of the Scheme Proponent shall infuse funds in the following manner:
- a) On or before the 30th day from the Effective Date, the Scheme Proponent shall infuse an initial amount of INR 9.00 Crore in the Company, against subscription of the equity shares of the Company.
 - b) The remaining funds of the Total Consideration amounting to INR 369 Crore (approx.) will be infused by the Promoter/Directors of the Scheme Proponent in the accounts of the Scheme Proponent, before the 30th day from the Effective Date, as per Clause 11.1 of this Scheme.

Subsequent Development in the scheme

29. Vide order dated 27.03.2026 in IA(IBC)/497(CHE)2026 Applicant Liquidator to pursue compensation proceedings before Tahsildar competent authority Rayagada, it was directed that the acquired land shall be excluded from the proposed scheme.
30. It is stated that in compliance with the directions of this tribunal, the liquidator has modified the scheme to the extent of exclusion of the aforesaid acquired land. It is stated that the scheme value stands reduced by Rs.1,98,12,955/-, and the revised Scheme Value is Rs.3,76,01,87,045/-.
31. It is stated that the modification of the scheme is already been communicated to the successful scheme proponent, and the successful scheme proponent has accepted the modification

Summary of Distribution and Financial proposal under the scheme on consequential revision of scheme value

S. No.	Class of Stakeholders ("Stakeholders")	Admitted Claim by Liquidator (₹ Cr.)	Distribution under the Scheme (₹ Cr.)	% of Claim Paid	Timeline for Payment
1	CIRP & Liquidation Costs	14.00	14.00	100.00%	Within 30 Business Days from the date of receipt of a certified copy of the NCLT approval order of the Scheme
2	Provident Fund	7.24	7.24	100.00%	
3	Gratuity	11.54	11.54	100.00%	
4	Workmen & Employees	30.64	27.58	90.00%	
5	Secured Financial Creditors (SFCs)	571.51	315.00	55.12%	
6	Statutory & Government Dues	17.91	1.79	10.00%	
7	Operational Creditors	3.05	0.85	27.86%	
8	Unsecured Financial Creditors	-	-	-	-
9	Equity Shareholders	4.53	-	0.00%	-
10	Working Capital / Capex	-	150.00	To be infused over a period of time from the date of NCLT approval	
	Total Value of the Financial Proposal	₹ 528.00 Crores			
11	Additional Proposal	SAIPL (Scheme Proponent) shall distribute 40% of the value of the 506.69 acres of Rayagada lands, computed as 40% of (a) Government Compensation received, and/or (b) FMV attributable to the extent of land restored, strictly as per the Scheme.			

		For the avoidance of doubt, it is clarified that, with respect to the disputed 506.69 acres of Rayagada lands, SAIPL has further committed, under the Scheme, to distribute 40% of the net value realised therefrom, being 40% of: (a) any compensation received from the Government in respect of such lands; and/or (b) the fair market value attributable to any portion of such lands that is ultimately restored to the Corporate Debtor. The computation of such a value and the corresponding distribution shall be carried out strictly in the manner prescribed under the Scheme.
12	Contingent Liabilities	SAIPL has additionally offered ₹0.21 Crore towards contingent liabilities under the Scheme.

EFFECT OF SUBSEQUENT ACQUISITION OF LAND AND REVISION OF SCHEME VALUE

It is respectfully submitted that subsequent to the filing of the Scheme, certain parcels of land forming part of the asset base underlying the Scheme came to be acquired and were directed by this Hon'ble Tribunal to be excluded from the Scheme. Consequently, the Scheme Value originally proposed at ₹378.00 Crores has undergone a proportionate reduction by ₹1,98,12,955/-, and accordingly stands revised to ₹3,76,01,87,045/-, in terms of the modification accepted by the Successful Scheme Proponent and placed on record by the Applicant/Liquidator.

Accordingly, the stakeholder distributions contemplated under the Scheme shall stand modified and proportionately adjusted to the extent of the revised Scheme Value. Save, and except such proportionate adjustment arising from the exclusion of the acquired land parcels, the class-wise priority of distribution, manner of implementation and all other terms and conditions of the Scheme shall remain unchanged.

The Monitoring Committee

A monitoring committee shall be appointed to oversee the implementation of the scheme and shall consist of,

- i) *The Liquidator shall be the Chairman of the Monitoring Committee*
- ii) *A representative of the successful scheme proponent and*
- iii) *The secured financial creditor.*

2nd Motion Application Filed By The Applicant

32. The second motion application was filed by the petitioner. This tribunal vide order dated 01.12.2025 directed the company to issue the notice herein under,

- i) Notice of the hearing to be advertised in the newspapers viz., the “Business Standard – All India Edition” - English and “Dinamani – Chennai Edition”- Tamil not less than 10 days before the aforesaid date fixed for hearing.
- ii) In addition to the above public notice, the Petitioners shall serve the notice of the Petition on the following Authorities namely, (a) Central Government through the office of the Regional Director (Southern Region), Ministry of Corporate Affairs (b) Registrar of Companies, Chennai, (c) Official Liquidator, (d) Jurisdictional Income Tax Officer having jurisdiction over the respective companies indicating specifically their Permanent Account Number (PAN) in the communication, other Sectoral regulators, if any, who may govern the working of the respective companies involved in the Scheme atleast 30 days before the date fixed for hearing of the above Petition.
- iii) Further, notice shall also be served to Objector(s) or to their representative, if any, as contemplated under Sub-Section (4) of Section 230 of the Act who may have made representation and who have desired to be heard in relation to their representation along with a copy of the Petition and the Annexures filed therewith at least 15 days before the date fixed for hearing.
- iv) The Petitioner shall file an Affidavit of Service (7 days before the date of hearing of the Petition) in relation to paper publication effected as well as service of notices on the Authorities specified above.

- v) Objections, if any, to the Scheme contemplated by the authorities to whom notices have been given on or before the date of hearing fixed herein may be filed, failing which it will be considered that there is no objection to the approval of the Scheme on the part of the authorities by this Tribunal and subject to other condition being satisfied as may be applicable under the Companies Act, 2013 and relevant rules framed thereunder.
- vi) The Petitioner shall individually comply with proviso to sub section (3) of Section 232 or proviso to sub section (7) of Section 230, as may be applicable under the circumstances on or before the date fixed for hearing by filing the certificate of Company's auditor.

Statutory/Regulatory Authorities/Reply to the notice

Official Liquidator

3. That, on the basis of the detailed verification of copy of company petition in CP(CAA)/87(CHE) /2025 furnished by Liquidator The Jeypore Sugar Company Limited (under Liquidation under IBC), it is observed that the "subject Scheme is in the nature of Scheme of Compromise and Arrangement in terms of Sections 230-232 of Companies Act, 2013 read with Regulation 2B of the Liquidation Process, Regulation, 2016, amongst The Jeypore Sugar Company Limited (Corporate Debtor under Liquidation under IBC) and Standard Assets India Private Limited (Successful Scheme Proponent) providing for the satisfaction,

repayment, restructuring, and / or settlement of the debts, liabilities, and dues of the creditors and stakeholders of the Corporate Debtor, in the manner and to the extent provided in the scheme and no dissolution or winding up or merger of any of the company is proposed in the scheme under Section 232 of the Companies Act, 2013.

4. Therefore, in view of the reasons submitted vide Para 3 above, the Official Liquidator is of the humble opinion that the Official Liquidator is not entitled to submit specific representation under Section 230(5) of the Companies Act, 2013 as the same may please be considered as not necessary, since no dissolution or winding up of the company is proposed in the scheme. Hence, Hon'ble Tribunal may be pleased to take this report on record and exempt the Official Liquidator from filing specific representation and appearance in the Scheme of Compromise and Arrangement.

Income Tax Department

- a) In this case, the initial claim of outstanding Income tax demand of Rs.35,10,05,870/- was submitted to the official liquidator Sri Hari Karthik in the prescribed Form-F along with forwarding letter dated 14.09.2022, in response to the notice given calling for the claims from corporate debtors, in connection with the Insolvency petition filed by the IDBI Bank Ltd against the applicant company M/s The Jeypore Sugar Company Limited, vide CP(IB) No.1307 (CHE) of 2018.
- b) The above claim of Income tax Department was sent to the official liquidator to the address at House No: 31, New No: 2, Old No: 29, Nageswara Road, Nungambakkam, Chennai, Tamil Nadu-600034.
- c) The claim application was sent through speed post on 16-9-2022 vide Indian Speed No.EN5279899751N and the scanned copy of the claim was also sent through mail to the official liquidator vide mail id liquidator.jeyporesugar@gmail.com and the mail was delivered on 15.09.2022, the screen shot of the mail delivery report is submitted herewith and marked as Flag-A.
- d) Thus, the claim of Income tax Department was communicated effectively to the official liquidator Sri Hari Karthik through Speed post as well as mail as narrated above.
- e) It is also submitted that a communication was sent on 11.12.2024 to the official liquidator seeking the present status of the liquidation proceedings and the said mail was delivered on 11.12.2024.
- f) As there was no formal reply from the official liquidator, another communication has been sent on 09.07.2025 requesting to intimate the present status of the liquidation proceedings and copy of the communication is placed along with this petition and marked as Flag-B.

- g) The above communication dated 09-07-2025 addressed to Liquidator was sent through speed post no: EN468411654IN and the same was delivered to the recipient as visible from the postal acknowledgement, received in this office and the same is placed before Hon'ble Tribunal and marked as Flag-C.
- h) In view of the above submissions, it is evident that the claim of the Income tax Department is placed before the official liquidator at the appropriate time and also kept reminding from time to time, the existence of the liability of the applicant company to the Income tax Department.
- i) On perusal of the company application filed by the assessee company M/s The Jeypore Sugar Company Limited vide CA(CAA) No. 75 of 2025 in CP(IB) No. 1307(CHE) OF 2018 filed before the Hon'ble National Company Law Tribunal, Division Bench-II, Chennai, reveals that the claim of Income tax Department was not included in the list of liabilities under the category statutory dues/Government dues which were shown at Rs.17,90,91,806/- and the above dues were stated to be related to Central Excise, Commercial Tax etc.
- j) It is brought to the notice of Hon'ble Tribunal that the Order issued while disposing the First Application filed by the applicant company in CA(CAA) No.75 of 2025 in CP(IB) No.1303(CHE) of 2018, reflects the Government Dues at Rs.17,90,91,806/- and due of Income tax department is not found in the list of the above dues. It implies that the Liquidator failed his duties in bringing the exact facts to the notice of Hon'ble Tribunal, while working out the Scheme, with regard to the outstanding dues of Income tax Department.
- k) The Second Application filed by the applicant company vide CP(CAA) No. 87 of 2025 Connected with CA(CAA) No. 75 of 2025 in CP(IB) No. 1307(CHE) of 2018 Composite Scheme of Compromise and Arrangement, where it is shown that the statutory and government dues included in the Scheme of Compromise and Arrangement, at Rs.17.91crores. In this petition also, the claim of Income tax Department did not find a place.

- l) Thus, the claim of Income tax Department was found to be not represented.
- m) It is respectfully submitted that the Hon'ble National Company Law Tribunal may order for the inclusion of claim of Income tax Department in the document prepared and submitted by M/s Standard Assets India Private Limited(SAIPL) in the name of "Composite Scheme of Compromise and Arrangement" to safeguard the interest of Income tax Department.
- n) I humbly place before the Hon'ble National Company Law Tribunal, objections for the proposed "Composite Scheme of Compromise and Arrangement", filed by the applicant company M/s The Jeypore Sugar Company Limited, vide CP(CAA) No. 87 of 2025 connected with CA(CAA) No. 75 of 2025 in CP(IB) No.1303(CHE) of 2018, as the said scheme has no provision to settle the long pending outstanding liabilities of Income tax Department.

4. The above information is shared as per data on record as on today. However, in case of any adverse finding or tax implication arising in future, the transferee/resultant company shall be liable for the same as per GAAR provisions/Income-tax Act, 1961.

5. In view of above foregoing, this Hon'ble NCLT may kindly take this affidavit on record and pass such order or orders as it may deem fit and proper in the matter.

33. In response to a report filed by the Income tax department, the applicant has filed a response, it is stated that Income Tax Department is entitled to raise objections only in respect of tax claims that have legally arisen pursuant to assessment orders passed before the commencement of liquidation of the Corporate Debtor. Any purported claim founded upon assessment orders passed after the liquidation commencement date, in clear violation of the statutory moratorium under Section 33(5) of the Insolvency and Bankruptcy Code, 2016, and contrary to the scheme of the Income-tax Act, 1961, is void ab initio, non est in law, and incapable of conferring any right upon the Department. Consequently, no objection can be sustained based on such illegal and non est assessment orders, nor can such claims be invoked to impede or derail the approval of the Scheme.
34. The applicant has stated that the assessment orders were passed during the Liquidation the applicant has set out events as,

Event	Date	Remarks
Commencement of CIRP	27.03.2019	No claim was filed by the Income Tax Department during the CIRP period.
Commencement of Liquidation	29.05.2020	Liquidation commenced; statutory moratorium under
		Section 33(5) of the IBC came into force.
Last date for submission of claims by all stakeholders	28.06.2020	No claim was filed by the Income Tax Department within the statutory timeline prescribed under Regulation 12 of the IBBI (Liquidation Process) Regulations, 2016.
Date of Assessment Order(s)	06.03.2021 31.03.2021	Assessment orders were passed after commencement of liquidation, during the subsistence of the statutory moratorium under Section 33(5) of the IBC, and are therefore void ab initio and non est in law.
Date of alleged claim filed with the Liquidator	14.09.2022	Alleged claim filed after a delay of 808 days from the last date for filing claims and founded entirely on void assessment orders passed during liquidation; such claim is legally unenforceable and beyond the scope of consideration by the Liquidator.

35. It is stated by the applicant that statutory authorities cannot continue, conclude, or rely upon assessment proceedings undertaken during

liquidation, nor can any claim founded on such illegal proceedings be recognised by the Liquidator or be permitted to obstruct approval of a Resolution Plan or a Scheme of Compromise and Arrangement under Sections 230-232 of the Companies Act, 2013.

36. Income Tax department has filed response to the Liquidator reply to the income tax department stated that assessment is claimed to be lawful, the claim arising out of the assessment, cannot be brushed aside stating that “ there was no claim, in the absence of a valid and lawful assessment.” In the circumstances, when there was no communication from the Liquidator about commencement of Liquidation, the Department cannot be expected to submit its claim within one month.

Observations Of This Tribunal

37. Before adverting to the objections raised by the Department in relation to the Scheme, it is to be borne in mind that this present Scheme is not filed purely under Section 230 of the Companies Act, 2013. The present Scheme is also governed under Insolvency and Bankruptcy Code, 2016 and the attendant Regulations framed thereunder.
38. The Hon'ble NCLAT after elaborately considering the provisions of the erstwhile provisions of Section 391 of the Companies Act, 1956 as well as the Section 230 of the Companies Act, 2013 and the decided case laws of the Hon'ble Supreme Court in relation to the powers vested in this Tribunal under the provisions of the Companies Act, 2013 to consider and deal with a compromise or make arrangement that may be proposed with creditors and members of a company including in relation to a company in liquidation, had directed the liquidator as contemplated in para 8 in the matter of "*S.C. Sekaran v.*

Amit Gupta & Ors. in Company Appeal (AT) (Insolvency) Nos. 495 & 496 of 2018 as follows;

"8. In view of the provision of Section 230 and the decision of the Hon'ble Supreme Court in 'Meghal Homes Pvt. Ltd.' and 'Swiss Ribbons Pvt. Ltd., we direct the 'Liquidator' to proceed in accordance with law. He will verify claims of all the creditors; take into custody and control of all the assets, property, effects and actionable claims of the 'corporate debtor', carry on the business of the 'corporate debtor' for its beneficial liquidation etc. as prescribed under, Section 35 of the I&B Code.

Liquidator will access information under Section 33 and will consolidate the claim under Section 38 and after verification of claim in terms of Section 39 will either admit or reject the claim, as required under Section 40. Before taking steps to sell the assets of the 'corporate debtor(s)' (companies herein), the Liquidator will take steps in terms of Section 230 of the Companies Act, 2013. The Adjudicating Authority, if so required, will pass appropriate order. of revival, the Adjudicating Authority and the Liquidator will first proceed with the sale of company's assets wholly and thereafter, if not possible to sell the company in part and in accordance with law."

39. Further, the Hon'ble NCLAT in the matter of Y. Shivram Prasad -Vs- S. Dhanapal & Ors. in Company Appeal (AT)(Ins.) No. 224 of 2018 issue guidelines on how to proceed, if a Scheme is contemplated under Section 230 of the Companies Act, 2013 gets placed before this Tribunal in relation to a Company in liquidation under IBC, 2016 and in para 18 and 19 held as follows;

18. During proceeding under Section 230, if any, objection is raised, it is open to the Adjudicating Authority (National Company Law Tribunal) which has power to pass order under Section 230 to overrule the objections, if the arrangement and scheme is beneficial for revival of the 'Corporate Debtor' (Company). While passing such order, the Adjudicating Authority is to play dual role, one as the Adjudicating Authority in the matter of liquidation and other as a Tribunal for passing order under Section 230 of the Companies Act, 2013. As the liquidation so taken up under the 'I&B Code', the arrangement of scheme should be in consonance with the statement and object of the 'I&B Code'. Meaning thereby, the scheme must ensure maximisation of the assets of the 'Corporate Debtor' and balance the stakeholders such as, the 'Financial Creditors', 'Operational Creditors', 'Secured Creditors' and 'Unsecured Creditors' without any discrimination. Before approval of an arrangement or scheme the

adjudicating authority should follow the same principles principle and should allow the 'Liquidator' to constitute a 'Committee of Creditors' for its opinion to find out whether the arrangement of Scheme is viable, feasible and having appropriate financial matrix. It will be open for the Adjudicating Authority as a Tribunal to approve the arrangement or Scheme in spite of some irrelevant objections as may be raised by one or other creditor or member keeping in mind the object of the Insolvency and Bankruptcy Code, 2016.

19. In view of the observations aforesaid, we hold that the liquidator is required to act in terms of the aforesaid directions of the Appellate Tribunal and take steps under Section 230 of the Companies Act. If the members or the 'Corporate Debtor' or the 'creditors' or a class of creditors like 'Financial Creditor' or 'Operational Creditor' approach the company through the liquidator for compromise or arrangement by making proposal of payment to all the creditors), the Liquidator on behalf of the company will move an application under Section 230 of the Companies Act, 2013 before the Adjudicating Authority i.e. National Company Law Tribunal, Chennai Bench, in terms of the observations as made in above. On failure, as observed above, steps should be taken for outright sale of the 'Corporate Debtor' so as to enable the employees to continue.

40. Thus, in relation to the scheme proposed under Section 230 of the Companies Act, 2013, during the Liquidation of the Corporate Debtor, the Hon'ble NCLAT held that this Tribunal is required to play dual role, one as the Adjudicating Authority in the matter of liquidation and other a Tribunal for passing order under Section 230 of the Companies Act, 2013. Accordingly, this Tribunal has put in its logical attempts and efforts in combining the provisions of these two statutes in perfect harmony.

41. Thus, it is a settled law that so long as the provisions of the Code and the Regulations have been met, it is the commercial wisdom of the requisite majority of the Committee of Creditors which is to negotiate and accept a scheme in liquidation, which may involve differential payment to different classes of creditors, and distribution of amounts

between different classes of creditors. Hence for the said reasons, the objections made by the Statutory Authorities viz. Income Tax are not sustainable as the company is in liquidation and there is an attempt made for rival of the corporate debtor, having considered the commercial wisdom of the SCC and scheme being approval and passing the muster of majority we are inclined towards approving the scheme with the larger picture of reviving the corporate debtor.

42. During the Implementation Period, the Liquidator shall act as the Chairman of the Monitoring Committee and the members of the Stakeholders Committee shall form part of the Monitoring Committee till the tenure of completion of the Scheme.

43. While approving the Scheme as above, it is clarified that this order should not be construed as an order in any way granting exemption from payment of stamp duty, taxes or any other charges, if any, payment is due or required in accordance with law or in respect to any permission/compliance with any other requirement which may be specifically required under any law from the date of this order(effective date)

44. Further, the applicant has sought various relief and concessions in the scheme filed by the applicant, which are adjudicated herein under

Relief and Concessions

45. The Central Board of Direct Taxes (CBDT) or any other relevant Government Authority shall exempt the Scheme Proponent and the Company from the applicability of and payment of all taxes under the Income Tax Act, 1961 (including Section 115JB), including any liability under the minimum alternate tax, which may arise on account of the transactions envisaged under this Scheme either on the Scheme

Proponent or the Company due to implementation of the Scheme, and the NCLT shall pass an order to that effect.-

We are of the considered view that the Appropriate Authority to consider keeping in view the IBC and the Companies act.

46. The Collector of Stamps, Revenue Department, Government of Andhra Pradesh and Odisha (or any other relevant stamp authority) and the Ministry of Corporate Affairs shall exempt the Scheme Proponent, the Company and other stakeholders in this Scheme, from the levy of stamp duty and fees applicable in relation to this Scheme and its implementation, including any stamp duty applicable on the issue of shares by the Company, increase in authorised share capital of the Company, transfer of immovable properties and assignment of guarantees.

We are of the considered view that Appropriate Authority to consider keeping in view of IBC and Companies act.

47. The Ministry of Environment and Forest of the Government of India, the Central Pollution Control Board and/or the relevant State Pollution Control Board, and all other relevant Government Authorities concerned shall waive any non-compliances by the Company under Environment (Protection) Act, 1986, Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981 or any other environmental legislations, and the rules, regulations made thereunder and consents granted thereunder. The relevant State Pollution Control Board shall approve renewal of the consents (to operate) obtained by the Company in relation to its power generation plant under applicable provisions of the Water (Prevention and Control of Pollution) Act, 1974, and the Air (Prevention and Control of Pollution) Act, 1981.

We are of the considered view that Appropriate Authority to consider keeping in view of IBC and Companies act.

48. The relevant Government Authorities shall waive all past non-compliances of the Company in relation to any delayed filing or non-filing of relevant mandatory forms or returns or any other documents, including any undertakings or acknowledgements to be filed in relation thereto, under the Companies Act, Foreign Exchange Management Act, 1999 and any other Applicable Law.

Granted up to the effective date. Further we are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

49. SPECIFIC ORDER FOR RENEWAL OF ALL KIND OF LICENSES FOR OPERATION OF THE BUSINESS/FACTORY: The NCLT shall grant approval by way of a specific order to Central/State Government Departments for renewal of expired licenses on application made by the Scheme Proponent for the same within 30 Business Days of the Effective Date, with temporary licenses provided to operate the business/factory from the date of filing of the Scheme for approval.

We are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act.

50. The Ministry of Corporate Affairs, the Registrar of Companies, Chennai and the Collector of Stamps, Revenue Department, Government of Tamil Nadu, shall waive all the past non-compliances of the Company in relation to the issue and allotment of the Equity Shares by the Company.

Granted up to the effective date.

51. The relevant Government Authorities shall waive all past non-compliances of the Company in relation to obtaining required corporate authorisations for undertaking related party transactions.

Appropriate Authority should consider keeping in view the IBC and the Companies Act.

52. LITIGATIONS BEFORE VARIOUS COURTS: NCLT will approve closure of any cases pending before the Industrial Court, Labour Court, Civil Court, Criminal Court or any Indian Court relating to unpaid wages and other dues, dismissal of workers, inaccurate water and electricity bill as well as any other cases against the Corporate Debtor before the Appointed Date which may arise after the approval of the Scheme.

Granted up to the effective date to the extent of corporate debtor.

53. TO CARRY FORWARD, SET OFF AND ADJUSTMENT OF LOSSES OF CORPORATE DEBTOR: The provisions of Section 79 of the Income-tax Act, 1961, shall not apply to the Corporate Debtor, in view of the express exemption provided in respect of companies undergoing resolution under the Code. Accordingly, the Transferee Company shall be entitled to carry forward and set off the aggregate of brought forward business losses and unabsorbed depreciation of the Transferor Company(ies), in accordance with the amended provisions of Section 115JB of the Income-tax Act, 1961, applicable to companies under the Code. Further, any income arising on account of waiver, write-back, or extinguishment of liabilities under the approved terms of this Scheme, including pursuant to contractual settlements or statutory reliefs, shall be permitted to be set off against

such brought forward losses and unabsorbed depreciation, and such treatment shall be considered as sanctioned under this Scheme

Appropriate Authority should consider keeping in view the IBC and the Companies Act.

54. CORPORATE GUARANTEES ISSUED BY THE CORPORATE DEBTOR: With the approval of the Scheme, NCLT should approve the extinguishment of all Corporate Guarantees issued by the Corporate Debtor in favour of any party, which are reflected in the Annual Report or not, or may occur in future due to any transaction in the past.

Granted up to the effective date to the extent of the corporate debtor.

55. CONTINGENT LIABILITIES/LEGAL PROCEEDINGS PURSUANT TO SCHEME APPROVAL: The NCLT shall approve that, except any proceedings explicitly covered in the Scheme (for contingent liabilities, or otherwise), no other person or whosoever shall be eligible to receive any amount whatsoever from the Corporate Debtor, either on account of unverified claims or otherwise or through legal proceedings, etc. All legal proceedings and other contingent liabilities shall irrevocably and unconditionally stand settled and extinguished as on the Effective Date.

Granted up to the effective date to the extent of the corporate debtor.

56. The relevant Government Authority shall exempt the Scheme Proponent and the Corporate Debtor from the applicability of and payment of all Taxes under the Central Goods and Services Tax Act, 2017, and other indirect taxes, which may arise on account of the transactions envisaged under this Scheme either on the Scheme Proponent or the Corporate Debtor or any other person who is likely

to be impacted due to implementation of the Scheme, and the NCLT shall pass an order to that effect.

Appropriate Authority should consider keeping in view the IBC and the Companies Act.

57. The approval of the NCLT shall constitute adequate and final approval of the Adjudicating Authority for all actions and purposes of this Scheme including (a) reduction of share capital of the Company in terms of Section 66 of the Companies Act along with any applicable provisions; (b) for the issuance of new equity shares/preference shares and/or convertible securities in terms of the Companies Act and other Applicable Law, and no approval/consent shall be necessary from any person in relation to any actions including any agreement, the constitutional documents of the Corporate Debtor and under Applicable Law.

Granted up to the effective date. Further, we are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

58. As the Scheme Proponent was not provided with the entire information sought while preparing the Scheme in relation to the permits, consents and approvals required for undertaking the business of the Corporate Debtor, it is probable that some of such licenses, consents and approvals may have lapsed, expired, suspended, cancelled, revoked or terminated or the Corporate Debtor has certain non-compliances in relation thereto. Accordingly, all Government Authorities are to provide a reasonable period after the Completion Date for the Scheme Proponent to assess the status of these permits, approvals, and consents and to ensure that the Company is compliant with them, without initiating any

investigations, actions, or proceedings in relation to such non-compliances.

Appropriate Authority should consider keeping in view the IBC and the Companies Act.

59. The NCLT shall approve the capital reduction as contemplated under this Scheme without requiring compliance with the provisions of Section 66 and other applicable provisions of the Companies Act.

Granted

60. The NCLT may waive any liability of the Corporate Debtor in its entirety with respect to any transactions with any of its related parties prior to the Appointed Date, and the Company shall have no liability to make any payments or supply any goods under any related party transactions.

Granted up to the effective date.

61. The NCLT shall waive any financial or monetary liability of the Company in entirety with respect to any matters set out in this scheme in relation to claims (as defined in Code) from the Operational Creditors, Financial Creditors, workmen, employees, Government Authorities) or any amounts that are due and payable on account of any ongoing litigation against the Corporate Debtor, which relates to the period prior to the Appointed Date, and neither the Corporate Debtor nor the Scheme Proponent shall have any liability to make any payments to such person with respect to such liability.

Granted up to the effective date.

62. All Government Authorities shall waive any non-compliances by the Company prior to the Appointed Date, including, without limitation, the failure of the Corporate Debtor to obtain any approval from such

Government Authority with respect to the change in control of the Company pursuant to the implementation of this Scheme.

Granted up to the effective date. Further, we are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

63. The Company shall be entitled to modify or terminate contracts (including the shareholders' agreement and any other agreements) with related parties of the Company and/or the Promoters entered into before the Appointed Date.

Granted

64. The Secured Financial Creditors would issue an appropriate "No Dues Certificate" in favour of the Company, as well as release all charges on the secured assets of the Company upon payment of the Total Consideration.

Granted

65. In the event the original legal and title documents relating to the Assets of the Corporate Debtor are not available for reasons beyond the control of the Liquidator and the Secured Financial Creditors, the Scheme Proponent shall be entitled to seek appropriate orders from the NCLT directing that certified true copies, notarised copies, or copies authenticated by relevant statutory authorities shall be deemed to be valid and enforceable title documents for all legal and commercial purposes from the Effective Date, and may be relied upon by the Scheme Proponent for all future transactions relating to such Assets.

Granted

66. Without prejudice to the above-mentioned provisions, the relevant Government Authorities waive all past non-compliances of the Company under any Applicable Law, including but not limited to provisions of the Industrial Disputes Act, 1947, the Factories Act, 1948 and the relevant Shops and Establishment Acts, and any rules, circulars and regulations framed thereunder.

Granted up to the effective date. Further, we are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

67. Other than as disclosed under the Memorandum of Assets and Liabilities, there are no Persons having the benefit of a "security interest" as defined under Section 3(31) of the IBC over the assets of the Company.

Granted on a clean slate basis To the extent of Corporate debtor.

68. Other than the payments as set out under this Scheme, the Scheme Proponent and/or the Company shall not be liable to make any payments for any claims, demands, liabilities or obligations owed or payable on or after the Appointed Date to any Operational Creditor, Financial Creditor, Government Authority or to any other stakeholder of the Corporate Debtor in relation to any period between the Appointed Date and the Completion Date and all such claims, demands, liabilities or obligations shall be deemed to be permanently extinguished.

Granted on a clean slate basis

69. All Government Authorities shall grant any relief, concession, or dispensation as may be required for the implementation of the

transactions contemplated under the Scheme in accordance with its terms and conditions.

We are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

70. ACCRUED / CONTINGENT / DISPUTED LIABILITIES CLAIMED BY CONCERNED POWER DISTRIBUTION COMPANY FOR SUPPLY OF POWER: The NCLT shall approve waiver of all power related charges which includes principal arrears, interest arrears, any delayed payment charges or penalty. etc., till the date of approval of the Scheme as well as charges, if any, demanded for resumption of power supply over and above the amounts to be paid under the Scheme.

We are of the considered view that the Appropriate Authority should consider keeping in view the IBC and the Companies Act

71. Thus, the Scheme of Compromise or Arrangement of Jeypore sugar company limited is hereby approved and is binding on the Corporate Debtor viz. Jeypore sugar company limited and all other stakeholders involved. The Liquidator is directed to file the certified copy of this order with the Registrar of Companies concerned for registration. Liberty is granted to the liquidator to file an application to seek any clarification with regard to the approved scheme. As a consequence, thereof, CP/87/2025 stands allowed and disposed of.

-SD-

RAVICHANDRAN RAMASAMY
MEMBER (TECHNICAL)
Rannika/LRA

-SD-

JYOTI KUMAR TRIPATHI
MEMBER (JUDICIAL)