

IN THE SUPREME COURT OF INDIA
CIVIL APPELLATE JURISDICTION
CIVIL APPEAL NO.13301 OF 2015

IN THE MATTER OF:

Subrata Bhattacharya

...Appellant

Versus

Securities and Exchange Board of India & Ors.

...Respondents

SHORT NOTE ON BEHALF OF SEBI

PAPER BOOK

(FOR INDEX : PLEASE SEE INSIDE)

ADVOCATES FOR RESPONDENT NO.1(SEBI): M/S. K.J.JOHN & CO.

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SHORT NOTE ON BEHALF OF SEBI

1. This Hon'ble Court had vide order dated 02.02.2016 in Civil Appeal No.13301/2015 and connected matters, inter alia directed as under:

“3. The SEBI shall constitute a Committee for disposing of the land purchased by the Company so that the sale proceeds can be paid to the investors, who have invested their funds in the Company for purchase of the land. Hon'ble Mr. Justice R.M. Lodha, the former Chief Justice of India, would be the Chairman of the said Committee. It would be open to the Hon'ble Chairman of the Committee to appoint such experts or other persons, as he might think it necessary, in consultation with the SEBI, so as to enable the Committee to sell the land and pay to the investors in a manner that might be decided by the said Committee.”

“7. The methodology with regard to recovery of amount by sale of the land and disbursement of the amount to the investors shall be overseen by the Members of the Committee”.

“11. It would be open to the Hon'ble Chairman to make modification in the afore-stated arrangement and he is empowered to do whatever he thinks proper for disposal of the land and disbursement of the proceeds to the investors”.

“13. The decision with regard to sale of property of the Company by the Committee shall not be interfered with by any Court”.

A copy of the order dated 02.02.2016 is annexed hereto and marked as **ANNEXURE – R/1 – (PAGES TO)**.

2. Thereafter, in compliance with the aforementioned order dated 02.02.2016, a Committee known as the JUSTICE (RETD.) R. M. LODHA COMMITTEE (IN THE MATTER OF PACL LTD.) was constituted on 17.02.2016 and commenced its task envisaged by and under the orders passed by this Hon'ble Court.
3. The Committee decided to adopt the e-auction (hereinafter referred to as “auction”) method in view of the advantages associated with the same which include reach, transparency, speedy completion etc.
4. However, no Earnest Money Deposit (EMD) was received by the Committee against any of the properties put to auction and therefore the actual auction process could not be proceeded with.

5. The Committee, therefore, decided to adopt the method of inviting Expression of Interest (EOI) in relation to the properties from the public. The idea behind adoption of inviting Expression of interest method was to confine the focus of the Committee only to those properties where the public interest is expressed thereby saving both time and money and optimum utilisation of the manpower at the disposal of the Committee. The expression of interest was to be supported by submission of an EOI to ensure seriousness in the submission.
6. The amount of EOI was accordingly fixed at INR 5000/- per property document (MR No.) and was non-interest bearing and refundable.
7. The process of inviting Expression of Interest entailed making around 27500 property documents received by then accessible to the public.
8. The Committee, for the purpose of carrying out the auction process, engaged the services of HDFC Realty Ltd. (HRL), UTI Infrastructure Technology and Services Ltd. (UTIITSL) and SBI Capital Markets Ltd., which agencies were entrusted with the task of carrying out the e-auction process.
9. Based on the EoIs received, the Committee decided to proceed further only with respect to properties whereof more than one EoI had been received so as to ensure competition in the bidding process and consequently fair price is discovered for the properties under auction. The properties in which the Committee

have received objections were also excluded from the sale process.

10. On the conclusion of the process of auction, a total of 113 properties were sold for around Rs 89 crore.
11. The Committee, in its report dated April 11, 2017 submitted to this Hon'ble Court, after giving the status of sale of properties, pointed out the various road blocks/ problems encountered in selling the properties.
12. This Hon'ble Court, vide order dated 04.08.2017 after consideration of the aforementioned Report of the Committee dated 11.04.2017, inter alia directed:

“.....the sale certificate in respect of the property sold may be issued by the Committee....”

Accordingly, Sale Certificates were issued with respect to the properties that had been sold through the auction process.

A copy of the order dated 04.08.2017 is annexed hereto and marked as **ANNEXURE – R/2 – (PAGES TO)**.

13. While the aforesaid report dated April 11, 2017 of the Committee was pending consideration in this Hon'ble Court, the Committee received a letter dated 17.11.2017 from PACL Ltd. seeking permission to sell its assets as at not less than circle rate and stated that the amount will be deposited directly in the account of the Committee.
14. The said letter was considered by the Committee and it was decided that that an appropriate Application with respect to the

offer of PACL Ltd. contained therein would be filed in this Hon'ble Court by SEBI to obtain appropriate orders with respect thereto.

15. Accordingly, an Interim Application dated 05.12.2017 was filed by SEBI, inter-alia, seeking appropriate orders directing PACL Ltd. to sell its immovable properties and requiring Directors of PACL to file an appropriate affidavit setting out the road map for sale of such properties.
16. Thereafter, Directors of PACL Ltd. on 08.01.2018 filed an affidavit of undertaking in this Hon'ble Court wherein a proposal was submitted for disposal of assets. In the said proposal, PACL proposed to pay Rs.14,500/- crore over a period of 2 years and EMD of Rs.500/- crore within 45 days.
17. This Hon'ble Court by order dated 23.02.2018, inter alia, directed:

“The sale of the property can be conducted in terms of the report of Justice Lodha Committee and under the supervision of the said Committee.

All the required procedures for the transparent sale will be assured by the Committee.

In case of any clarification, it will be open to Justice Lodha Committee to seek the same from this Court.....”.

A copy of the order dated 23.02.2018 is annexed hereto and marked as **ANNEXURE – R/3 – (PAGES TO)**.

18. In furtherance of the aforesaid order dated 23.02.2018 and taking into account the aforesaid affidavit of undertaking filed by one of

the Directors of PACL before this Hon'ble Court, the Committee decided that the terms and conditions for sale of properties through PACL Ltd. be finalized and intimated to PACL Ltd.

19. The Committee accordingly took the following steps:-

- March 16, 2018: Communication was addressed to PACL Ltd. conveying Committee's willingness to consider the proposal of PACL Ltd. for effecting sale of its properties in their entirety in accordance with inter-alia following terms and conditions
 - a) Cumulative offer value of the properties shall not be less than the prevailing circle rate
 - b) Proposal shall be accompanied by a DD of Rs 500 crore
 - c) 40% of the purchase consideration shall be deposit within 4 months and the balance within a period not exceeding 1 year from the date of acceptance of the proposal by the Committee
 - d) Proposal should include list of properties together with corresponding circle rate for that particular property
 - e) Necessary proof of the circle rate used for computing the value of the property
- April 14, 2018: Proposal from PACL Ltd. was received for facilitating sale of all the properties for a cumulative offer of Rs 20,000 crore. The proposal of PACL Ltd. was uploaded on website for dissemination.

- May 23, 2018: Counter proposals was invited in response to the proposal submitted by PACL Ltd. On June 21, 2018, the Committee received counter offers from 9 entities and the same was uploaded on website for dissemination.
- July 03, 2018: PACL Ltd., after perusing the counter proposals received by the Committee and uploaded on website, submitted revised proposal for Rs 23,000 crore.
- July 10, 2018: In furtherance of the revised proposal submitted by PACL Ltd. on July 3, 2018, counter/ revised proposal was invited from prospective buyers. In response, the Committee received 7 proposals on July 17, 2018. The Committee also received 3 more proposals after the deadline of July 17, 2018.
- August 17, 2018: The Committee found that none of the offers including offer of PACL Ltd. have fulfilled the terms and conditions (viz., EMD, circle rate of property and its proof, etc.) specified in the communication dated March 16, 2018.

20. The Committee thereafter submitted its Report dated 17.08.2018 in this Hon'ble Court, inter alia requesting that in the interest of the investors and to facilitate the sale of the properties of PACL, the following directions be issued :-

- a) For deposit of EMD of Rs 500 crore by the offerers
- b) Outer limit of 3 years for payment of entire consideration

21. This Hon'ble Court, after considering the aforesaid report of the Committee and hearing other parties passed an order dated 08.01.2019, inter alia directing:

“...In our view, it is necessary that the process of conducting the sale of the properties is properly channelized through a specialized agency. During the course of the hearing, learned counsel appearing on behalf of the diverse parties have suggested that the Committee may consider appointing one or more specialized agencies for the said purpose, with reference to different zones or areas. One of the suggestions which has emerged before this Court is for the appointment of an asset reconstruction company which has the experience and resources to ensure a transparent process of sale. We request the Committee to suggest alternate modalities which could be feasible in this regard.

A copy of the order dated 08.01.2019 is annexed hereto and marked as **ANNEXURE – R/4 – (PAGES TO)**.

22. The Committee, in accordance with directions of this Hon'ble Court in the aforesaid order dated 08.01.2019 decided to explore the possibility of sale of properties through the Asset Reconstruction Companies (ARC).
23. Simultaneously, it was also decided that the option of appointing registered Resolution Professionals to undertake sale of properties of PACL also be explored.

24. The Committee, thereafter, filed its Report on 08.02.2019 in this Hon'ble Court detailing the steps taken for obtaining approval from RBI for engaging with ARCs to facilitate in selling the properties.
25. This Hon'ble Court vide order dated 12.02.2019, inter alia, directed:

“The Committee has placed the relevant facts before the Court in its Report. The Committee has also indicated that it has considered alternative modalities for the sale of properties of PACL Ltd., including the option of engaging Resolution Professionals for the purpose of assisting it. The Committee is also looking into the possibility of involving other banks/NBFCs/financial institutions etc. and of engaging property consultants with international credentials. However, it has been indicated that these alternative modalities would require a further and detailed consideration.

In the above background, we authorise the Justice Lodha Committee to proceed further along the lines that the Committee has indicated in its Report dated 08.02.2019 submitted before this Court.

Apart from proceeding to finalise the modalities for engaging the services of ARCs for disposal of the assets of PACL Ltd., the Committee is at liberty to explore other alternatives as well.

The Committee may submit a further report to this Court three months from today. In the event that any further directions of this Court are necessitated within the above period, the Committee would be at liberty to place a Report before this court through the learned counsel appearing on behalf of SEBI.....”.

A copy of the order dated 12.02.2019 is annexed hereto and marked as **ANNEXURE – R/5 – (PAGES TO)**.

26. The Committee, in compliance with the aforesaid order dated 12.02.2019, took the following steps:-

- An alternative proposal for sale of top 493 properties was considered by the Committee.
- The book value of said 493 properties was Rs.3,714.70 crore.
- These properties were further categorized in zones based on the geographic location with a view that sale of properties in different zone can be allotted to different ARCs for effective and convenient handling of sale process.
- The Committee after deliberation decided that all the properties of PACL Ltd. listed on the website www.sebipaclauction.com be considered for sale and the properties be classified either State-wise or Zone-wise for inviting proposals from ARCs either for all States/Zones or separate States /Zones or combination thereof.

- The Committee on 11.03.2019, invited EoI from 29 ARCs, 3 Financial Institutions, and 6 Property Consultants with international credentials for facilitating the sale of immovable properties of PACL Ltd. listed on the website www.sebipaclauction.com.
 - The Committee received EoI from 5 ARCs, 1 Financial Institution, 2 Property Consultant and 1 Insolvency Resolution Professional.
 - The members of the Committee held a meeting with them on 03.04.2019 to explain the requirements of the Committee and to address their queries.
 - Thereafter, 5 of them submitted their offers (rate of fee) on 22.04.2019, and another opportunity was given to remaining 3 entities to respond.
 - The Committee, finally, received a total of 6 offers.
27. The Committee, after analyzing the aforesaid 6 offers for facilitating the sale of properties, submitted its Report in this Hon'ble Court in May, 2019.
28. This Hon'ble Court, after considering the aforesaid report, vide order dated 30.07.2019, inter alia, directed thus:

“....We also leave it open to the Committee to receive any further offers and to explore them after duly publishing a further notice on the website. The intervenors in the present proceedings, would be at liberty to submit their Expressions of Interest to the Justice Lodha Committee for evaluation. We clarify that we have not expressed any opinion on the

‘viability’ or the genuineness of the offers which are purportedly being placed on behalf of the intervenors and leave it to the Committee to take a decision in the matter.

The Justice Lodha Committee is further authorised to negotiate with the ARCs or, the case may be, non-banking companies and renowned property consultants, as referred to in its report, to explore any alternative modalities for the sale of the properties.....”.

A copy of the order dated 30.07.2019 is annexed hereto and marked as **ANNEXURE – R/6 – (PAGES TO)**.

29. The Committee issued Public Notice dated 19.08.2019 and a revised Public Notice dated 23.08.2019 inviting EoIs for sale of all the properties of PACL Ltd. listed on website www.sebipaclauction.com, with offer size of not less than Rs 1,000 crore.
30. The Committee received 18 offers as on 16.09.2019.
31. The Committee filed its report on 14.11.2019 in this Hon’ble Court, recommending sale of properties worth Rs.2,000 crore through two ARCs viz. ARCIL and Prudent ARC.
32. Thereafter, objections were filed against the Committee’s aforesaid Report in this Hon’ble Court.

33. This Hon'ble Court by order dated 17.12.2019, inter alia directed:

“.....During the course of the hearing, the Court has been apprised of the objections which have been raised to the Report submitted by the Committee chaired by Hon'ble Mr Justice R M Lodha, former Chief Justice of India.

We have heard, among other learned counsel, Mr Jaideep Gupta, Mr. Dhruv Mehta, Mr Huzefa Ahmadi, Mr Amit Sibal, Mr Chetan Sharma, Mr M L Lahoty, Ms Anubha Agrawal, learned Senior Counsel/ Counsel for the objections.

We have heard Mr Dushyant Dave, Ms Meenakshi Arora, learned Senior Counsel on behalf of the shortlisted candidates. Mr Pratap Venugopal, learned counsel for SEBI has explained the report of the Committee.

Mr Dushyant Dave, learned Senior Counsel submitted that there is an urgent need for finality to be brought to the process adopted by the Committee. He urged that a careful evaluation has been carried out by the Committee.

Ms Meenakshi Arora, learned Senior Counsel, in support has also submitted that there is a grave danger of the properties being encroached upon.

The data which has been submitted before the Court by the Committee indicates that in pursuance of the public notice

that was issued on 23 August 2019 and notified on the website of SEBI, four bidders were shortlisted. One of the bidders, Prudent, had submitted bids for 1,126 properties. The second bidder, ARCIL, submitted bids for 3,584 properties. The third bidder, IUIH, submitted bids for 1,120 properties. This would indicate that bids have been received for a fraction of the total of 28,974 properties in respect of which the public notice was issued on 23 August 2019.

Several objections have been addressed to this Court. Among the objections is that the Committee did not lay down terms and conditions on the basis of which a transparent process of evaluating offers could take place. Before we rule on the objections, it would be appropriate if the Committee takes a considered view and places its assessment before the Court on the next date of hearing.

Having heard the objections, which appear to be of a substantive nature, we are of the view that it would be appropriate if we furnish an opportunity to SEBI to file a response on behalf of the Committee dealing with the main heads of objections so that the Court can decide upon the correctness of those objections. This exercise shall be completed by 17 January 2020.

The Committee may also explore whether in the interests of broadening the field of competition, it would be desirable

to furnish one more opportunity to intending offerers to submit offers, while at the same time also allowing those who have submitted offers in the initial process to revise their offers for further consideration. This would be without prejudice to the rights and contentions of the shortlisted offers which have been adverted to in the Report submitted by the Committee.....”.

A copy of the order dated 17.12.2019 is annexed hereto and marked as **ANNEXURE – R/7 – (PAGES TO)**.

34. This Hon’ble Court, thereafter, by order dated 23.01.2020, inter alia, directed as follows:

“.....We, however, appreciate that the work of the Committee is complicated for the reasons which have been indicated in the reply filed by SEBI during the course of this proceeding. This includes the unavailability of land records in respect of several properties and valid agreements in respect of many others. Be that as it may, we are of the view that a level playing field should be allowed for genuine offerors to come forth with their offers. Before the process is opened up, it would be necessary to lay down and stipulate essential requirements. These, in our view, should include the following:

- (i) Any EOI, in order to be entertained, must be accompanied by an earnest money deposit in the form of a demand draft of Rs 150 crores of a nationalized bank, which must be

furnished to the Committee and/or to the nodal officer of the Committee;

- (ii) Intending offerors must be placed on notice that if the offeror resiles from the offer after having submitted the EOI, this would result in a forfeiture of the earnest money deposit;
- (iii) Offers should be submitted within two weeks of this public notice being put up on the website of SEBI;
- (iv) The time schedule for the completion of the sale should be fixed at four months from the date of acceptance of the offer;
- (v) It would be open to an offeror to submit a bid of at least Rs 1000 crores covering properties referred to in the revised public notice dated 23 August 2019 in one or more zones;
- (vi) The offers must be expressly made on an “as is, where is, whatever is basis”;
- (vii) The intending offeror must, together with the EOI, furnish a financial statement containing such details, as may be notified by the Committee; and
- (viii) Offers may be submitted by any of the twelve bidders that were shortlisted by the Committee as well as by other ARCs or, as the case may be, NBFCs or prospective purchasers.

We would request the Committee to formulate terms and conditions incorporating the above features which have been set out in the present order as well as other requirements which the

Committee may consider necessary to spell out.....”

“.....We would request the Committee to finalize the terms and conditions and to notify them on the website of SEBI within a period of two weeks from today. The Committee may also consider an additional mode of publication to give the process wide publicity. The period for the submission of EOIs in response to the notice that would be placed by SEBI on its website would be a further period of two weeks thereafter.

All the twelve offerors who have submitted EOIs to the Committee are also at liberty to submit any revised offers. They would each have to furnish demand drafts of Rs 150 crores in accordance with the above terms and conditions in order that their offers are considered, within the period which is allowed to other offerors. Prudent and ARCIL who were shortlisted by the Committee will also be at liberty to submit revised offers together with the earnest money in the form of demand drafts for Rs 150 crores. IUIH is at liberty to do so, in terms of the liberty granted to all other offerors.

The Committee will submit its Report after the conclusion of the above process....”

A copy of the order dated 23.01.2020 is annexed hereto and marked as **ANNEXURE – R/8 – (PAGES TO)**.

35. The Committee, pursuant to the aforementioned order, took the following steps:-
- Public Notice dated 06.02.2020 was issued inviting Expression of Interest for sale of properties of PACL Ltd.
 - The Public Notice was published in newspapers having wide circulation in the States where properties are located both in English and Regional languages.
 - **The Committee by 24.02.2020 received only 4 offers however, none of the offers met the condition of submission of EMD of Rs 150 crore in terms of Public Notice dated 06.02.2020.**
 - The Committee filed its report in this Hon'ble Court on 05.03.2020 and the same is pending consideration.
36. This Hon'ble Court was informed at every stage and further, the Committee has acted in accordance with the directions of this Hon'ble Court.
37. The Committee has, thereafter, filed a Report dated 24.09.2021 in this Hon'ble Court, inter alia, proposing the following :
- Considering the issues faced in the bulk sale of properties and finding of the above analysis i.e. concentration of interest of offerors in properties in certain pockets (districts), the Committee places for consideration of this Hon'ble Court the following options for sale of PACL properties:-
- (a) PROPOSAL I - Proposal to sell 1000 properties of the highest book value; and

(b) PROPOSAL II -Proposal for sale of all the properties in a cluster (District).

The above Report dated 24.09.2021 submitted by the Committee is also pending consideration in this Hon'ble Court.

38. The refunds (basis available funds) effected by the Committee to investors of PACL Ltd. as on date are reflected in the following table:

Sr. No	Payment of claims with outstanding (principal) amount	Claim Application collection period	Payment period	Total Claim application received	No. of eligible claim applications	Amount Paid (Rs. crore)
1	Upto Rs. 2500/-	02.01.2018 to 31.03.2018	07.09.2018 to 15.11.2018	14,48,986	1,89,103	18.16
2	Upto Rs. 5000/-	08.02.2019 to 31.07.2019	29.10.2019 to 26.12.2019	16,09,713	3,81,603	90.65
3	Rs. 5001/- to 7000/-	-do-	10.03.2020 to 24.03.2020	8,32,748	2,59,862	96.10
4	Rs. 7001/- to 8000/-	-do-	03.07.2020 to 07.07.2020	6,66,655	1,36,231	62.07
5	Rs. 8001/- to 10000/-	-do-	27.08.2020 to 28.08.2020	13,92,073	2,75,863	160.39
6	Rs. 10001/- to Rs. 15000/-	-do-	27.06.2022 to 21.08.2022	20,42,133	5,51,909	384.24
<i>Rectification of Deficient Applications</i>						
	Payment of claims with outstanding (principal) amount	Claim Application collection period	Payment period	Applications found deficient	No. of applications rectified and found eligible	Amount Paid (Rs. crore)
7	Upto Rs.	08.02.2019 to	24.01.2020	6,16,172	16,433	5.67

	5000/- <i>(Window for rectification was kept open from 24.01.2020 to 31.07.2020)</i>	31.07.2019	to 31.07.2020			
8	Upto Rs. 7000/- <i>((Window for rectification was kept open from 01.08.2020 to 31.10.2020)</i>	-do-	15.12.2020 to 16.12.2020	2,49,410	2,169	0.94
9	Upto Rs. 10000/- <i>(Window for rectification was kept open from 01.01.2021 to 31.03.2021)</i>	-do-	18.02.2021 to 01.07.2021	11,95,248	29,837	13.56
			TOTAL		18,43,010	831.78

From the above it can be seen that 18,43,010 applications amounting to Rs.831.78 crore has been refunded by the Committee till date.

A Status Report dated 23.03.2023 has been submitted by the Committee to this Hon'ble Court.

ITEM NO.1

COURT NO.2

SECTION XVII

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Civil Appeal No(s) .13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES & EXCHANGE BOARD OF INDIA Respondent(s)
(With appln.(s) for exemption from filing c/c of the impugned judgment, permission to file additional documents and stay and office report)

WITH

C.A.No.13319/2015

(With appln.(s) for permission to file additional documents, for exemption from filing c/c of the impugned judgment and ex-parte stay and Office Report)

C.A.No.13394/2015

(With appln.(s) for ex-parte stay, impleadment, intervention, stay and for permission to file additional documents and Office Report)

C.A.No.13410/2015

(With appln.(s) for ex-parte stay and for exemption from filing c/c of the impugned judgment and Office Report)

W.P. (C)No.500/2015

(With appln.(s) for directions and Office Report)

T.C. (C)No.134/2015

T.P. (C)No.45/2016

(With appln.(s) for stay and Office Report)

T.P. (Crl.)No...../2016 (D.No.388/2016)

(With appln.(s) for ex-parte stay and permission to file T.P. and Office Report)

T.P. (Crl.)No...../2016 (D.No.398/2016)

(With appln.(s) for permission to file T.P. and stay and Office Report)

T.P. (C)No.46/2016

(With appln.(s) for stay and Office Report)

Signature Not Verified
Digitally signed by
Safita Pruthi
Date: 2016.02.04
16:42:02 IST
Reason:

Date : 02/02/2016 These matters were called on for hearing today.

CORAM :

HON'BLE MR. JUSTICE ANIL R. DAVE
HON'BLE MR. JUSTICE ADARSH KUMAR GOEL

For Appellant(s) Mr. Anil B. Divan, Sr. Adv.
Mr. Amit Pawan, Adv.
Mr. Abhishek Amritanshu, Adv.
Mr. Suryodaya Prakash Tiwari, Adv.

In C.A. 13394/15 Mr. Kapil Sibal, Sr, Adv.
Mr. Mahesh Agarwal, Adv.
Mr. Samir Rohatgi, Adv.
Ms. Radhika Gautam, Adv.
Mr. Paras Anand, Adv.
For Mr. E.C. Agrawala, Adv.

In C.A. 13140/15 Mr. C.A. Sundram, Sr. Adv.
Mr. Mahesh Agarwal, Adv.
Mr. Samir Rohatgi, Adv.
Ms. Radhika Gautam, Adv.
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In T.C. (C) Dr. A.M. Singhvi, Sr. Adv.
No.134/15 Mr. Mahesh Agarwal, Adv.
Mr. Samir Rohatgi, Adv.
Ms. Radhika Gautam, Adv.
Mr. Paras Anand, Adv.
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Mr. P.B. Suresh, Sr. Adv.
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Ms. Surekha Raman, Adv.
Mr. Purushottam K. Jha, Adv.
Ms. Niharika, Adv.
For M/s. K.J. John & Co., Advs.

Mr. Shashank Bajaj, Adv.
Mr. Shakun S. Shukla, Adv.
Mr. Prakash Kumar Singh, Adv.

Mr. Laxmi Narayan, Sr. Adv.
 Mr. Sarabjot Singh, Adv.
 Mr. Alex Joseph, Adv.
 For M/s. B.J. Law Offices, Advs.

Mr. Prashant Bhushan, Adv.
 Mr. Omanakuttan K.K., Adv.

Mr. Rajiv Ranjan Dwivedi, Adv.

Caveator/Customer Assn. Mr. Amrit Pal Singh Gambhir, Adv.
 Mr. Shantanu Kumar, Adv.

Investors Mr. Avadh Kaushik, Adv.
 Ms. Deepika Raghav, Adv.

UPON hearing the counsel the Court made the following
 O R D E R

C.A.Nos.13301, 13319, 13394 & 13410 of 2015, WP(C)
 No.500/2015, T.C.(C)No.134/2015 :

1. Heard Mr. C.A. Sundaram, learned senior counsel appearing for the appellant-Company, Mr. Anil B. Divan, learned senior counsel appearing on behalf of the Director of the Company and Mr. Arvind P. Datar, learned senior counsel appearing on behalf of Securities & Exchange Board of India (SEBI), on caveat.

2. Upon hearing the learned counsel and looking at the peculiar facts of the case, in the interest of the investors, we think it proper to pass this order with regard to interim arrangement, without going into the legality of the impugned judgment and without prejudice to the submission which might be made by the counsel at the time of further hearing of these matters and we direct that the appellant-Company shall not collect any

further amount from any of the investors.

3. The SEBI shall constitute a Committee for disposing of the land purchased by the Company so that the sale proceeds can be paid to the investors, who have invested their funds in the Company for purchase of the land. Hon'ble Mr. Justice R.M. Lodha, the former Chief Justice of India, would be the Chairman of the said Committee. It would be open to the Hon'ble Chairman of the Committee to appoint such experts or other persons, as he might think it necessary, in consultation with the SEBI, so as to enable the Committee to sell the land and pay to the investors in a manner that might be decided by the said Committee.

4. A Nodal Officer shall be appointed, who shall be in-charge of the funds so collected and shall have a liaison with the Committee and shall also work as a Secretary to the said Committee.

5. The Committee shall collect relevant record, including Title Deeds from the Central Bureau of Investigation (CBI), if the CBI is in possession of any of the documents. Copies of the Title Deeds shall also be given to the Company so that the Company can also assist the Committee in the process of sale of the land.

6. The CBI is directed to hand over the documents, after retaining their copies, which might be required by the SEBI, so as to enable the Committee to sell the land.

The CBI will be entitled to use the photocopies of the Title Deeds, which will be handed over to it for Court proceedings.

7. The methodology with regard to recovery of amount by sale of the land and disbursement of the amount to the investors shall be overseen by the Members of the Committee.

8. Remuneration to be paid to the Chairman shall be determined by the Hon'ble Chairman himself after considering the quantum of work to be done by the Committee.

9. The work with regard to disposal of the land and disbursement of the proceeds to the investors be completed as soon as possible and preferably within six months from today.

10. The Registry is directed to forward copies of this order to Hon'ble Mr. Justice R.M. Lodha, the SEBI and the CBI. The Company and its Directors shall extend their cooperation to the Committee so that the Committee can function effectively to complete the work as soon as possible.

11. It would be open to the Hon'ble Chairman to make modification in the afore-stated arrangement and he is empowered to do whatever he thinks proper for disposal of the land and disbursement of the proceeds to the investors.

12. The amount, which is lying in the bank accounts of the Company and other cash belonging to the Company shall be released in favour of SEBI so that it can be used either for disbursement in favour of the investors or for incurring necessary expenditure. If any amount has been deposited by the Company or by its Directors or by any other person on behalf of the Company in any Court, the same shall be released in favour of the SEBI, who shall have a separate account so as to deal with the same. The Committee shall also decide as to whether the staff of the Company should be continued or relieved.

13. The decision with regard to sale of property of the Company by the Committee shall not be interfered with by any Court.

14. List the matters on 2nd August, 2016 as Part-heard, so as to know the progress.

T.P. (C) Nos.45/2016 :

Heard the learned counsel.

The transfer petition is allowed. Writ Petition (C)No.12342/2015 titled as Gurmeet Singh Vs. Securities and Exchange Board of India is directed to be transferred from the High Court of Delhi at New Delhi to this Court and shall be heard along with Civil Appeal No.13301/2015 and other connected matters on 2nd August, 2016.

T.P. (C) Nos.46/2016 :

Heard the learned counsel.

The transfer petition is allowed. Writ Petition (C)No.12341/2015 titled as Subrata Bhattacharya Vs. Securities and Exchange Board of India is directed to be transferred from the High Court of Delhi at New Delhi to this Court and shall be heard along with Civil Appeal No.13301/2015 and other connected matters on 2nd August, 2016.

TP(Crl.)No...../2016 (D.No.388/2016) :

Permission to file transfer petition is granted.

Heard the learned counsel.

The transfer petition is allowed. Writ Petition (Crl.)No.1078/2014 titled as Gurmeet Singh Vs. C.B.I. is directed to be transferred from the High Court of Delhi at New Delhi to this Court and shall be heard along with Civil Appeal No.13301/2015 and other connected matters on 2nd August, 2016.

TP(Crl.)Nos...../2016 (D.No.398/2016) :

Permission to file transfer petitions is granted.

Heard the learned counsel.

The transfer petitions are allowed. Writ Petition (Crl.)Nos.705 and 1076 of 2014, both titled as PACL Ltd.

Vs. C.B.I. are directed to be transferred from the High Court of Delhi at New Delhi to this Court and shall be heard along with Civil Appeal No.13301/2015 and other connected matters on 2nd August, 2016.

(Sarita Purohit)
Court Master

(Sneh Bala Mehra)
Assistant Registrar

ITEM NO.6

COURT NO.11

SECTION XVII

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Civil Appeal No(s). 13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA

Respondent(s)

WITH

W.P. (C) No. 500/2015 (X)
C.A. No. 13319/2015 (XVII)
C.A. No. 13394/2015 (XVII)
C.A. No. 13410/2015 (XVII)
T.C. (C) No. 134/2015 (XVI -A)
W.P. (C) No. 640/2016 (X)
W.P. (C) No. 613/2016 (X)
T.C. (C) No. 31/2016 (XVI -A)
T.C. (Cr1.) No. 1/2016 (XVI -A)
T.C. (Cr1.) No. 2/2016 (XVI -A)
T.C. (Cr1.) No. 3/2016 (XVI -A)
T.C. (C) No. 30/2016 (XVI -A)

(APPLICATIONS FOR APPROPRIATE ORDERS/DIRECTIONS, PERMISSION TO FILE APPLICATION FOR DIRECTION, EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT AND EX-PARTE STAY, EXEMPTION FROM FILING ENGLISH TRANSLATION, IMPLEADMENT, INTERVENTION, PERMISSION TO FILE ADDITIONAL DOCUMENTS, STAY AND PERMSSION TO BRING ADDITIONAL FACTS AND DOCUMENTS ON RECORD)

Date : 04-08-2017 These matters were called on for hearing today.

CORAM :

HON'BLE MR. JUSTICE ADARSH KUMAR GOEL
HON'BLE MR. JUSTICE S. ABDUL NAZEER

For Appellant(s)

Mr. Mohan Parasaran, Sr. Adv.
Mr. Hrishikesh Baruah, Adv.
Mr. D. Chidanand, Adv.
Mr. Kshitij Paliwal, Adv.
Mr. Siddhant Kaushik, Adv.

Mr. Ashutosh Dubey, Adv.
Mr. Dhiraj, Adv.
Mr. Abhishek Chauhan, Adv.
Mr. Satish Vig, AOR

Mr. Rajesh P., AOR

Mr. Amit Pawan, AOR

Mr. Ankur Saigal, Adv.
Mr. E. C. Agrawala, AOR

For Respondent(s)
Intervener(s)

Mr. Maninder Singh, ASG.
Mr. R. Balasubramaniam, Adv.
Ms. Ranjana Narayan, Adv.
Mr. Mukesh Kumar Maroria, AOR
Ms. Prerna Kumari, Adv.
Mr. Prabhas Bajaj, Adv.
Mr. Akshay Amritanshu, Adv.
Mrs. Anil Katiyar, AOR

(SEBI)

Mr. Arvind P. Datar, Sr. Adv.
Mr. Pratap Venugopal, Adv.
Ms. Surekha Raman, Adv.
Mr. Anuj Sarma, Adv.
Ms. Niharika, Adv.
Ms. Kanika Kalaiyarasan, Adv.
for M/s. K J John And Co.

Mr. P.S. Patwalia, Sr. Adv.
Mr. Amit Kumar, AOR
Mr. Shaurya Sahay, Adv.
Mr. D.K. Singal, Adv.

Mr. Dhruv Mehta, Sr. Adv.
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Mr. Rishi Maheshwari, Adv.
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Ms. Bharat Sood, Adv.
Ms. Shruti Jose, Adv.
Ms. Subhoshree Sil, Adv.

Ms. Neela Gokhale, Adv.
Mr. Gaurav Kumar, Adv.
Ms. Kamakshi S. Mehlwal, AOR

Mr. Vikas Mahajan, Adv.
Mr. Vinod Sharma, AOR
Mr. S.S. Rai, Adv.

Mr. Aviral Kashyap, AOR
Mr. Suren Uppal, Adv.
Mr. Amit Kumar Singh, Adv.

Mr. Prashant Bhushan, AOR
Mr. Omanakuttan K.K., Adv.

MR. Anjani Kumar Mishra, AOR
Mr. Shiv Kumar Tiwari, Adv.

Mr. Prateek Kohli, Adv.
Mr. Gagan Gupta, AOR

Mr. Shantanu Kumar, AOR

Mr. Rajiv Ranjan Dwivedi, AOR

M/s. BJ Law Offices, AOR

Mr. Sudarshan Singh Rawat, AOR

Mr. Prakash Kumar Singh, AOR

Ms. Anuradha Mutatkar, AOR

UPON hearing the counsel the Court made the following
O R D E R

We have heard learned counsel for the parties.

As suggested by the Committee appointed by this Court, we issue following directions:

(1) PACL Ltd. to furnish information detail of which is set out in para 4.4.7 of the Report dated 11th April, 2017 and is available on the SEBI website.

(2) PACL Ltd. to furnish details of properties that are still owned by PACL directly or indirectly.

(3) PACL Ltd. to recover and deposit the following receivables within 45 days with the Committee :

(a) Inter-corporate loan and advances given to group or other corporate body or individual.

(b) Money advanced to Commission agents/brokers with whom admittedly at least sum of Rs.2800 crores belonging to PACL is lying.

(c) Consideration amount against the sale of the properties, sold after February 2017.

(4) PACL not to hinder or obstruct or in any manner delay the process of sale of its immovable properties by the committee as well as to render effective assistance and to cooperate with the Committee.

The above information be furnished to the Committee within two weeks from today. The sale certificate in respect of the property sold may be issued by the Committee.

TDS may be deducted by the Committee and credited to a separate account of PACL Ltd. towards TDS. Proposal for bulk purchase of immovable properties, set out in para 14 of the Report, may be considered by the Committee in accordance with law.

The Committee will have authority to pass such directions as are necessary to effectuate its mandate under the order of this Court.

To see further progress in the matter, list again on Tuesday, the 10th October, 2017.

(MAHABIR SINGH)
COURT MASTER

(PARVEEN KUMARI PASRICHA)
COURT MASTER

ANNEXURE - R/3

ITEM NO.55

COURT NO.4

SECTION XVII

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Civil Appeal No(s). 13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA

Respondent(s)

(IA No.20912/2018-impleading party and IA No.20915/2018-APPROPRIATE ORDERS/DIRECTIONS FOR ON IA 4/2016 FOR ON IA 6/2016 FOR ON IA 7/2016 FOR ON IA 9/2016 FOR ON IA 10/2016 FOR INTERVENTION APPLICATION ON IA 12/2016 FOR ON IA 14/2016 FOR INTERVENTION APPLICATION ON IA 19/2016 FOR ON IA 20/2016 FOR ON IA 21/2016 FOR INTERVENTION APPLICATION ON IA 22/2017 FOR APPROPRIATE ORDERS/DIRECTIONS ON IA 64555/2017 FOR MODIFICATION OF COURT ORDER ON IA 75361/2017 FOR PERMISSION TO FILE ADDITIONAL DOCUMENTS ON IA 101649/2017 FOR CLARIFICATION/DIRECTION ON IA 117057/2017 FOR INTERVENTION APPLICATION ON IA 132717/2017 FOR CLARIFICATION/DIRECTION ON IA 132726/2017 FOR INTERVENTION/IMPLEADMENT ON IA 134999/2017 FOR PERMISSION TO FILE APPLICATION FOR DIRECTION ON IA 135012/2017 FOR INTERVENTION/IMPLEADMENT ON IA 136075/2017 FOR CLARIFICATION/DIRECTION ON IA 136095/2017 FOR INTERVENTION/IMPLEADMENT ON IA 138753/2017 FOR CLARIFICATION/DIRECTION ON IA 138756/2017 FOR INTERVENTION/IMPLEADMENT ON IA 15872/2018 FOR CLARIFICATION/DIRECTION ON IA 15874/2018 and IA No.26147/2018-APPROPRIATE ORDERS/DIRECTIONS)

WITH

W.P. (C) No. 640/2016 (X)

(and

FOR CLARIFICATION/DIRECTION ON IA 102672/2017
FOR PERMISSION TO FILE APPLICATION FOR DIRECTION ON IA 107462/2017)

W.P. (C) No. 613/2016 (X)

T.C. (C) No. 31/2016 (XVI-A)

T.C. (Cr1.) No. 1/2016 (XVI-A)

T.C. (Cr1.) No. 2/2016 (XVI-A)

T.C. (Cr1.) No. 3/2016 (XVI-A)

T.C. (C) No. 30/2016 (XVI-A)

T.C. (C) No. 500/2015 (X)

FOR ON IA 1/2015)

C.A. No. 13319/2015 (XVII)

C.A. No. 13394/2015 (XVII)

(FOR INTERVENTION APPLICATION ON IA 5/2016)

FOR INTERVENTION/IMPLEADMENT ON IA 13587/2018
 FOR CLARIFICATION/DIRECTION ON IA 13593/2018 and IA
 No.24482/2018-INTERVENTION APPLICATION and IA
 No.24485/2018-APPROPRIATE ORDERS/DIRECTIONS and IA
 No.24487/2018-STAY APPLICATION)
 C.A. No. 13410/2015 (XVII)
 (FOR CLARIFICATION/DIRECTION ON IA 131617/2017)

T.C. (C) No. 134/2015 (XVI-A)

Date : 23-02-2018 These matters were called on for hearing today.

CORAM : HON'BLE MR. JUSTICE KURIAN JOSEPH
 HON'BLE MR. JUSTICE MOHAN M. SHANTANAGOUDAR

Counsel for the
 parties

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 Mr. R. Balasubramanian, Adv.
 Ms. Prerna Kumari, Adv.
 Mrs. Anil Katiyar, Adv.
 Ms. Ranjana Narayan, Adv.
 Mr. Prakash Gautam, Adv.
 Mr. Mukesh Kumar Maroria, AOR
 Ms. Aarti Sharma, Adv.
 Mr. Prabhas Bajaj, Adv.

Mr. Vikas Singh, Sr. Adv.
 Dr. A. M. Singhvi, Sr. Adv.
 Mr. Nidhesh Gupta, Sr. Adv.
 (Appearance slips not given on their behalf)

Mr. Arvind P. Datar, Sr. Adv.
 Mr. Pratap Venugopal, Adv.
 Ms. Surekha Raman, Adv.
 Mr. Anuj Sharma, Adv.
 Ms. Niharika, Adv.
 Ms. Kanika Kalaiyarasan, Adv.
 For M/s. K J John And Co.

Mr. Dushyant Dave, Sr. Adv.
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Ms. Manisha Ambwani, AOR

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Mr. Sudhir Kumar, Adv.

Mr. S. Vijay K., Adv.

Mr. Sudarshan Singh Rawat, AOR

Ms. Pooja Tiwari, Adv.

Mr. Rajender Parsad Singh, Adv.

Mr. Hitesh Kumar Sharma, Adv.

Mr. S.K. Rajora, Adv.

Mr. Prakash Kumar Singh, AOR

Ms. Anuradha Mutatkar, AOR

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Mr. Aviral Kashyap, AOR

Ms. Amneet Kaur Mohi, Adv.

Mr. Gagan Gupta, AOR

Mrs. Pallavi Tayal Chadda, Adv.

Mr. Avinash Kumar, AOR

Ms. Tulika Singh, Adv.

Mr. Aditya Singh, AOR

Mr. Somiran Sharma, AOR

Mr. Hetu Arora Sethi, AOR

Mr. Rameshwar Prasad Goyal, AOR

Ms. Shalu Sharma, AOR

Mrs. Rachana Joshi Issar, AOR

Ms. Vandana Mishra, Adv.

Ms. K. Vijayanthi, Adv.

Mr. Shailabh Pandey, Adv.
Mr. Davesh Vashishtha, Adv.
Mr. Syed Asif Iqbal, Adv.

Mr. P.N. Mishra, Sr. Adv.
Mr. Ritesh Agrawal, AOR
Mr. Sohel Rishabh, Adv.

Mr. C.P. Chanderasekharan, Adv.
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Mr. Rajiv Ranjan Dwivedi, AOR

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Mr. Prashant Bhushan, AOR

Mr. M.P. Singh, Adv.
Mr. Rajeev Kumar Bansal, Adv.

Ms. Jasmine Damkewala, Adv.
Ms. Kinyak Loya, Adv.

Mr. S.K. Mishra, Adv.
Mr. Anjani K. Mishra, Adv.

Mr. P.S. Sudheer, Adv.
Mr. Rishi maheshwari, Adv.
Mr. Bharat Sood, Adv.
Ms. Shruti Jose, Adv.

Mr. Shuvodeep Roy, Adv.

Mr. G. Prakash, Adv.
Mr. Jishnu M.L., Adv.
Mrs. Priyanka Prakash, Adv.
Mrs. Beena Prakash, Adv.
Mr. Vijay Shankar V.L., Adv.

UPON hearing the counsel the Court made the following
O R D E R

The sale of the property can be conducted in terms of the report of Justice Lodha Committee and under the supervision of the said Committee.

All the required procedures for the transparent sale will be assured by the Committee.

In case of any clarification, it will be open to Justice Lodha Committee to seek the same from this Court.

Issue notice on the fresh applications for clarification/directions/impleadment/intervention.

Reply to the applications, if any, be filed within four weeks.

Justice Lodha Committee may submit the comments on the applications within four weeks.

Post after six weeks.

(JAYANT KUMAR ARORA)
COURT MASTER

(RENU DIWAN)
ASSISTANT REGISTRAR

ITEM NO.3 + 4 + 20

COURT NO.10

SECTION XVII

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Civil Appeal No.13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA & ORS.

Respondent(s)

IA No.132600/2017-APPLICATION ON BEHALF OF THE SEBI
IA No.79973/2017-APPROPRIATE ORDERS/DIRECTIONS
IA No.26147/2018-APPROPRIATE ORDERS/DIRECTIONS
IA No.119302/2018-APPROPRIATE ORDERS/DIRECTIONS
IA No.20915/2018-APPROPRIATE ORDERS/DIRECTIONS
IA No.105085/2018-APPROPRIATE ORDERS/DIRECTIONS
IA No.64555/2017-APPROPRIATE ORDERS/DIRECTIONS
IA No.38646/2018-APPROPRIATE ORDERS/DIRECTIONS
IA No.69580/2018- CLARIFICATION/DIRECTIONS
IA No.15874/2018- CLARIFICATION/DIRECTIONS

IA No.132726/2017-CLARIFICATION/DIRECTIONS

IA No.66973/2018- CLARIFICATION/DIRECTIONS
IA No.101040/2018- CLARIFICATION/DIRECTIONS
IA No.138756/2017- CLARIFICATION/DIRECTIONS
IA No.50068/2018- CLARIFICATION/DIRECTIONS
IA No.94381/2018- CLARIFICATION/DIRECTIONS
IA No.117057/2017- CLARIFICATION/DIRECTIONS
IA No.83071/2018- CLARIFICATION/DIRECTIONS
IA No.136095/2017- CLARIFICATION/DIRECTIONS
IA No.80826/2018- CLARIFICATION/DIRECTIONS
IA No.128401/2018 CLARIFICATION/DIRECTIONS
IA No.14/2016-Directions
IA No.10/2016-Directions
IA No.21/2016-Exemption filing official translation in IA no.20
IA No.19713/2017-IA for Stay
IA No.16558/2017-IA FOR DIRECTION
IA No.4/2016-Impleadment
IA No.20/2016-Impleadment
IA No.9/2016-Impleadment
IA No.7/2016-Impleadment
IA No.6/2016-Impleadment
IA No.19/2016-Intervention Application
IA No.12/2016-Intervention Application
IA No.132717/2017-Intervention Application
IA No.22/2017-Intervention Application
IA No.136075/2017-Intervention/Impleadment
IA No.80824/2018-Intervention/Impleadment

IA No.119292/2018-Intervention/Impleadment
 IA No.134999/2017-Intervention/Impleadment
 IA No.20912/2018-Intervention/Impleadment
 IA No.69574/2018-Intervention/Impleadment
 IA No.15872/2018-Intervention/Impleadment
 IA No.94385/2018-Intervention/Impleadment
 IA No.138753/2017-Intervention/Impleadment
 IA No.50063/2018-Intervention/Impleadment
 IA No.75361/2017-Modification of Court Order
 IA No.101649/2017-Permission to file additional
 documents/Facts/Annexures
 IA No.135012/2017-Permission to file application for direction
 IA No.65030/2017-Permission to file application for direction
 IA No.50070/2018-Stay Application

WITH

C.A. No. 13319/2015 (XVII)
 (IA No.5/2016)

C.A. No. 13394/2015 (XVII)
 (FOR [Impleadment] ON IA 3/2015
 FOR INTERVENTION APPLICATION ON IA 5/2016
 FOR [directions] ON IA 14/2016
 FOR impleading party ON IA 13587/2018
 FOR INTERVENTION APPLICATION ON IA 24482/2018
 FOR APPROPRIATE ORDERS/DIRECTIONS ON IA 24485/2018
 FOR STAY APPLICATION ON IA 24487/2018
 FOR INTERVENTION APPLICATION ON IA 67399/2018
 FOR APPROPRIATE ORDERS/DIRECTIONS ON IA 67404/2018
 FOR INTERVENTION/IMPLEADMENT ON IA 88984/2018
 FOR CLARIFICATION/DIRECTION ON IA 88986/2018
 FOR APPLICATION FOR PERMISSION ON IA 140928/2018)

C.A. No. 13410/2015 (XVII)
 (IA No.131617/2017-CLARIFICATION/DIRECTION

W.P.(C) No. 640/2016 (X)
 (IA No.102672/2017-CLARIFICATION/DIRECTION

W.P.(C) No. 1330/2018 (X)

SLP(C) No. 31791/2018 (XVI)

T.C. (Cr1.) No.1/2016
 IA No.1/2019-CLARIFICATION/DIRECTION
 IA NO.184288/2018-CLARIFICATION/DIRECTION

SLP (C) No.31585/2018
 IA No.171780/2018-Exemption from filing C/C of the impugned

Judgment**IA No.184155/2018-INTERVENTION/IMPLEADMENT]****Date : 08-01-2019 These matters were called on for hearing today.****CORAM :****HON'BLE DR. JUSTICE D.Y. CHANDRACHUD
HON'BLE MR. JUSTICE HEMANT GUPTA****For Parties (s)****Mr. Tushar Mehta, SG
Mr. R. Balasubramanian, Adv.
Ms. Ranjana Narayan, Adv.
Mr. Pranay Ranjan, Adv.
Mrs. Anil Katiyar, AOR****Mr. Aman Lekhi, ASG
Mr. R. Balasubramanian, Adv.
Ms. Ranjana Narayan, Adv.
Mr. Pranay Ranjan, Adv.
Mr. Arvind Kr. Sharma, Adv.
Mr. P.K. Mullick, Adv.
Ms. Shirin Khajuria, Adv.
Mr. B.K. Prasad, Adv.****Mr. P.N. Mishra, Sr. Adv.
Mr. Siddharth Luthra, Sr. Adv.
Mr. Mukul Rohtagi, Sr. Adv.
Mr. Ritesh Agrawal, AOR
Mr. Tushar Jalan, Adv.****Mr. R.S. Suri, Sr. Adv.
Mr. Shivendra Singh, AOR
Ms. Anushree Malaviya, Adv.
Dr. M.N. Verma, Adv.****Mr. Chetan Sharma, Sr. Adv.
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Mr. Ashutosh Dubey, Adv.
Mr. Abhishek Chauhan, Adv.
Mr. Arun Nagar, Adv.
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Ms. Rajshree Dubey, Adv.
Mr. Satish Vig, AOR****Ms. Kamini Jaiswal, Adv.
Mr. Jai Dehadrai, Adv.
Mr. Sidharth Arora, Adv.
Ms. Shivangini Gupta, Adv.
Ms. Sristi, Adv.
Ms. Swati, Adv.
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Mr. Shailabh Pandey, Adv.

Mr. Nidhesh Gupta, Sr. Adv.
Mr. Mahesh Agarwal, Adv.
Mr. Ankur Saigal, Adv.
Mr. E. C. Agrawala, AOR

Mr. Nimish Chib, Adv.
Ms. Swati Tomer, Adv.
Mr. Wajeeh Shafiq, AOR

Mr. Anjani Kumar Mishra, AOR
Mr. Hardeep Kaur, Adv.
Mr. Mahesh Kaushik, Adv.
Mr. Shiv Ram Pandey, Adv.

Mr. Shree Pal Singh, Adv.
Mr. Swarn Kumar, Adv.

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Ms. Shikha Sarin, Adv.
Mr. Obhirup Ghosh, Adv.

Mr. Subhro Sanyal, AOR

Mr. R.S. Suri, Sr. Adv.
Mr. Varun Khanna, Adv.
Mr. Abhishek Singh, AOR

Mr. Mukesh Kumar Maroria, AOR

Mr. B. Krishna Prasad, AOR

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Mr. D.K. Singhal, Adv.

Mr. Pratap Venugopal, Adv.
Ms. Surekha Raman, Adv.
Mr. Purushottam Kumar Jha, Adv.
Ms. Remya Raj, Adv.

Mr. Pranay Ranjan, Adv.
Mr. R. Bala, Adv.

Mr. Ranjana Narayan, Adv.
Mr. Arvind Kr. Sharma, Adv.

Mr. Vinod Sharma, AOR
Mr. Aviral Kashyap, AOR

Mr. Prateek Kohli, Adv.
Mr. Anant V. Palli, Adv.
Mr. Vishnushree Dalmia, Adv.
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Mr. M.P. Singh, Adv.
Mr. Rajeev Kumar Bansal, AOR

Mr. Aditya Singh, AOR

Mr. Somiran Sharma, AOR

Mr. Hetu Arora Sethi, AOR

Mr. Rameshwar Prasad Goyal, AOR

Ms. Shalu Sharma, AOR

Mrs. Rachana Joshi Issar, AOR

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Mr. Hitesh Kumar Sharma, Adv.
Mr. S.K. Rajora, Adv.
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Mr. Shantanu Kumar, AOR

Mr. Rajiv Ranjan Dwivedi, AOR

Bj Law Offices, AOR

Mr. T. Sudhakar, Adv.
Mr. Prashant Bhushan, AOR

Mr. I.S. Alag, Sr. Adv.
Mr. Avadh B. Kaushik, Adv.
Mr. Jaitegan Singh, Adv.

Mr. Puneet Jain, Adv.
Ms. Khushbu Jain, Adv.
Ms. Yashika, Adv.
Ms. Christi Jain, Adv.
Mr. Harsh Jain, Adv.

Ms. Aishwarya Bhati, Adv.
Mr. Puspraj Singh, Adv.

Mr. Prashant Kumar, Adv.
Ms. Triveni Putekar, Adv.
Mr. Shahid Anwar, AOR

Mr. Jasmine, Adv.
Ms. Vaishali Sharma, Adv.

Mr. Nishant R. Katneshwarkar, Adv.
Mr. Anoop K., Adv.

Mr. G. Prakash, Adv.
Mr. Jishnu M.L., Adv.
Ms. Priyanka Prakash, Adv.
Ms. Beena Prakash, Adv.

Mr. P.S. Sudheer, AOR
Mr. Rishi Maheshwari, Adv.
Ms. Anne Mathew, Adv.
Mr. Bharat Sood, Adv.
Ms. Shruti Jose, Adv.

UPON hearing the counsel the Court made the following
O R D E R

Interlocutory Application No.132600/2017

The interim application by SEBI has *inter alia* sought directions authorising PACL Ltd. to sell its immovable properties, in terms of the list to be submitted by the Justice (Retd.) R.M. Lodha Committee and to deposit the sale proceeds directly with the Committee. Incidental directions have been sought, including an order for a direction to PACL Ltd. to file an affidavit setting out the road map for the sale of the properties including the initial deposit, time frame for completion of sale and monthly deposit.

The Committee chaired by Justice Lodha has forwarded a report dated 17 August, 2018. From the report, it emerges that on 16 March, 2018, the Committee has addressed a

communication to PACL Ltd. specifying the terms and conditions on which PACL Ltd. could submit a proposal for the sale of the properties for consideration by the Committee. The Committee received a proposal on 14 April, 2018. It, thereafter, placed the copy of the communication dated 16 March, 2018 and of the proposal dated 14 April, 2018 on the website of SEBI and invited counter proposals from prospective bidding entities. A press release was also issued by the Committee. The Committee received nine counter proposals. Following this it decided that the members of the Committee shall meet the representatives of the entities which had offered a price higher than the value of the proposal submitted by PACL Ltd. Thereafter, by a public notice dated 10 July, 2018, a final opportunity was granted to any person or entity including PACL Ltd. to submit a revised proposal by 17 July, 2018. In response, seven proposals have been received.

The Committee found in a meeting held on 19 July, 2018 that only four proposals were received for the entirety of the properties. The Committee has analysed each of the four offers received in paragraph 27 of its Report. The Committee has made a detailed analysis of the proposals, adverted to the deficiencies and has found that none of the offerers including PACL Ltd. have fulfilled the conditions specified in the letter dated 16 March, 2018 addressed by the Committee and approved by this Court by its order dated

15 May, 2018.

In this backdrop, the Committee has requested for the following directions of this Court to protect the interest of the investors:

“(i) for deposit of earnest money of Rs.500 crores by the offerers, within 15 days or such period that this Hon’ble Court may deem appropriate;

(ii) the outer limit of three years within which properties have to be sold and the outer limit of deposit of the entire consideration;

(iii) an undertaking by the offerer company and its directors to this Hon’ble Court to abide by its offer and faithful compliance of all the terms; and

(iv) any other direction which the Hon’ble Court may deem fit in the facts and circumstances of the matter.”

During the course of the hearing, we have heard submissions by learned advocates appearing on behalf of the contesting parties including learned counsel appearing for SEBI, PACL, JanLok Pratishtaan and the intending bidders.

Learned counsel appearing on behalf of SEBI has adverted to the fact that despite earnest efforts by the Committee, it has been unable to sell all the properties of PACL. Learned counsel submitted that the complexity of the transactions between PACL and third parties makes the task of the Committee replete with difficulties.

In this view of the matter, SEBI had initially moved this Court for a direction permitting PACL to bring buyers before the Committee and it was urged that by permitting this course of action, substantial headway could be achieved in conducting the transactions of sale.

During the course of the hearing, learned counsel appearing on behalf of SEBI reiterated that request.

The report of the Justice Lodha Committee indicates that a comprehensive and detailed exercise has been carried out by the Committee with a view to ensure that *bona fide* purchasers come before it with a reliable offer for the sale of all the properties. However, on an analysis of the four offers that were received, it emerges that no bidder was able to fulfill the terms and conditions set out in the letter dated 16 March, 2018.

Hence, at the present stage and particularly in the backdrop of what has emerged from the record, we find ourselves unable to accede to the request of SEBI for assigning PACL Ltd., the exclusive role of bringing buyers before the Committee. PACL has been unable to meet the terms set out by the Committee. We find no reasonable basis to entrust such a task, as sought by SEBI, to PACL Limited.

In our view, it is necessary that the process of conducting the sale of the properties is properly channelized through a specialized agency. During the course

of the hearing, learned counsel appearing on behalf of the diverse parties have suggested that the Committee may consider appointing one or more specialized agencies for the said purpose, with reference to different zones or areas. One of the suggestions which has emerged before this Court is for the appointment of an asset reconstruction company which has the experience and resources to ensure a transparent process of sale. At the present stage, we do not intend to foreclose the discretion of the Justice Lodha Committee and would leave it to the Committee to deliberate upon and suggest to the Court modalities for sale by the appointment of one or more such agencies. If the Committee considers that the appointment of single agency may impose a heavy burden of work and having regard to the locations of the properties, it will be open to the Committee to proceed to appoint more than one agency based on the areas or locations of the properties.

In order to enable the Committee to deliberate on this aspect, we adjourn the hearing of the proceedings for a period of four weeks. We request the Committee to suggest alternate modalities which could be feasible in this regard.

In the meantime, we direct that SEBI shall upload on its website the report which has been submitted to this Court on 17 August, 2018 by the Justice Lodha Committee.

We presently defer the hearing of the pending

applications which have been submitted before this Court during the course of the hearing to the next occasion.

Learned counsel appearing on behalf of SEBI is directed to place on record a tabulated chart setting out the pending Interlocutory Applications and a statement of the reliefs which had been sought.

List the matters on 5 February, 2019.

Interlocutory Application Nos.65030/2017, 101649/2017, 38646/2018 105085/2018, 26147/2018 and 75361/2017

List these applications on 23 January, 2019.

T.C. (Crl.) No.1/2016

Mr. Aman Lekhi, learned Additional Solicitor General seeks two weeks' time to file a reply to the application. Time, prayed for, is granted.

List the matter on 23 January, 2019.

(POOJA ARORA)
COURT MASTER

(SAROJ KUMARI GAUR)
BRANCH OFFICER

ITEM NO.4

COURT NO.12

SECTION XVII

S U P R E M E C O U R T O F I N D I A
RECORD OF PROCEEDINGS

Civil Appeal No(s).13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA & ORS.

Respondent(s)

(WITH IA 105085/2018-APPROPRIATE ORDERS/DIRECTIONS, IA NO. 38646/2018-APPROPRIATE ORDERS/DIRECTIONS, IA NO. 26147/2018-APPROPRIATE ORDERS/DIRECTIONS, IA NO. 75361/2017-MODIFICATION OF COURT ORDER, IA NO. 101649/2017-PERMISSION TO FILE ADDITIONAL DOCUMENTS/FACTS/ANNEXURES, IA NO. 65030/2017-PERMISSION TO FILE APPLICATION FOR DIRECTION)

WITH

C.A. No. 13319/2015 (XVII)

C.A. No. 13394/2015 (XVII)

(FOR [Impleadment] ON IA 3/2015, FOR INTERVENTION APPLICATION ON IA 5/2016, FOR [directions] ON IA 14/2016, FOR impleading party ON IA 13587/2018, FOR INTERVENTION APPLICATION ON IA 24482/2018, FOR APPROPRIATE ORDERS/DIRECTIONS ON IA 24485/2018, FOR STAY APPLICATION ON IA 24487/2018, FOR INTERVENTION APPLICATION ON IA 67399/2018, FOR APPROPRIATE ORDERS/DIRECTIONS ON IA 67404/2018 FOR INTERVENTION/IMPLEADMENT ON IA 88984/2018, FOR CLARIFICATION/DIRECTION ON IA 88986/2018, FOR APPLICATION FOR PERMISSION ON IA 140928/2018)

C.A. No. 13410/2015 (XVII)

(IA 131617/2017-CLARIFICATION/DIRECTION)

W.P.(C) No. 640/2016 (X)

(IA 102672/2017-CLARIFICATION/DIRECTION)

W.P.(C) No. 1330/2018 (X)

SLP(C) NO. 31791/2018 (XVI)

SLP(C) NO. 31585/2018 (XIV)

(IA 171780/2018-EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT, IA 184155/2018-INTERVENTION/IMPLEADMENT)

Signature Not Verified

Digitally signed by
MANISH SINGH
Date: 2019.02.18
17:55:39 IST
Reason: []

Date : 12-02-2019 These matters were called on for hearing today.

CORAM :

**HON'BLE DR. JUSTICE D.Y. CHANDRACHUD
HON'BLE MR. JUSTICE HEMANT GUPTA**

Counsel for the parties:-

Mr. Sanjay Hegde, Sr. Adv.
Mr. D.K. Devesh, Adv.
Mr. Satish Vig, AOR

Mr. Jai A. Dehadrai, Adv.
Mr. Prashant Vaxish, Adv.
Mr. Sidharth Arora, Adv.
Ms. Srishti Kumar, Adv.
Ms. Manisha Ambwani, AOR

Mr. Vikas Singh, Sr. Adv.
Mr. Mahesh Agarwal, Av.
Mr. Ankur Saigal, Adv.
Mr. Nishant Rao, Adv.
Mr. E. C. Agrawala, AOR

Mr. Wajeeh Shafiq, AOR

Mr. Anjani Kumar Mishra, AOR
Ms. Rohini Prasad Tiwari, Adv.
Ms. Harpreet Kaur, Adv.
Mr. Mahesh Kaushik, Adv.

Mr. Subhro Sanyal, AOR

Mr. Shivendra Singh, AOR

Mr. Mukesh Kumar Maroria, AOR

Mrs. Shirin Khajuria, Adv.
Mr. B. Krishna Prasad, AOR

Mr. Rajinder Kumar Singh, Adv.
Mr. Hitesh Kumar Sharma, Adv.
Mr. S.K. Rajora, Adv.
Mr. Prakash Kumar Singh, AOR

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Ms. Geetanjali S. Mehlwal, Adv.
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Mr. Mohit Yadav, Adv.
Ms. Kamakshi S. Mehlwal, AOR

Mr. P.S. Patwalia, Sr. Adv.
Mr. D.K. Singhal, Adv.
Mr. Avijit Mani Tripathi, Adv.
Mr. Amit Kumar, AOR

Mr. Zoheb Hossain, Adv.

Mr. Pranay Ranjan, Adv.
Mrs. Anil Katiyar, AOR

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Mr. Suren Uppal, Adv.
Mr. Sanjeev Menon, Adv.
Mr. Aviral Kashyap, AOR
Mr. Vijay P. Singh, Adv.
Ms. Akanksha Goyal, Adv.

Mr. Anant V. Palli, Adv.
Mr. Gagan Gupta, AOR

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Mr. Somiran Sharma, AOR
Mr. Amit Kumar, Adv.
Mr. Arjun Badena, Adv.

Mr. Hetu Arora Sethi, AOR

Mr. Rameshwar Prasad Goyal, AOR

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Mrs. Rachana Joshi Issar, AOR
Ms. Vandana Mishra, Adv.
Ms. Perna Chaturvedi, Adv.
Mr. Shailabh Pandey, Adv.

Mr. P.N. Mishra, Sr. Adv.
Mr. Ritesh Agrawal, AOR
Mr. Tushar Jalan, Adv.
Mr. S. Rishabh, Adv.

Mr. Shantanu Kumar, AOR
Mr. Narsingh N. Rai, Adv.

Mr. Rajiv Ranjan Dwivedi, AOR

Bj Law Offices, AOR

Mr. Prashant Bhushan, AOR

Mr. Pranay Ranjan, Adv.
Mr. R. Bala, Adv.
Ms. Ranjana Narayan, Adv.
Mr. Arvind Kr. Sharma, Adv.

Mr. Pratap Venugopal, Adv.
Ms. Surekha Raman, Adv.
Mr. Purushottam Kumar Jha, Adv.

Mr. N. Prashant Kumar, Adv.

Mr. R.S. Suri, Sr. Adv.

Mr. Varun Khanna, Adv.

Mr. Abhishek Singh, Adv.

Mr. Shivendra Singh, Adv.

Ms. Anushree Malviya, Adv.

Mr. Aakanksha Kaul, Adv.

Ms. Anushree Malaviya, Adv.

Mr. Aditya Wadhwa, Adv.

Ms. Shubhangi Tuli, Adv.

Mr. M.P. Singh, Adv.

Mr. Rajeev Kumar B., Adv.

Mr. Prateek Yadav, Adv.

Mr. Joel, Adv.

Mr. Niraj Gupta, Adv.

Ms. Anshu Gupta, Adv.

Md. Fuzail Khan, Adv.

Mr. T. Sudhakar, Adv.

Ms. Jasmine Damkewala, Adv.

Mr. Shaurya Vardhan, Adv.

Ms. Vaishali Sharma, Adv.

Mr. Avishkar Singhvi, Adv.

Mr. Sajid Mohamed, Adv.

Mr. Nipun Katyal, Adv.

Mr. I.S. Alag, Sr. Adv.

Mr. Avadh Kaushik, Adv.

Mr. Jaitegan Singh, Adv.

Mr. Prashant Kumar, Adv.

Ms. Triveni Potekar, Adv.

Mr. Shahid Anwar, Adv.

Ms. Swara Kumar, Adv.

Mr. Shree Pal Singh, AOR

Mr. Joseph Aristotle, Adv.

Mrs. Priya Aristotle, Adv.

Mr. Shiva P., Adv.

Mr. P.S. Sudheer, AOR

Mr. Rishi Maheshwari, Adv.

Ms. Anne Mathew, Adv.

Mr. Bharat Sood, Adv.

Ms. Shruti Jose, Adv.

Mr. G. Prakash, Adv.
Mr. Jishnu M.L., Adv.
Mrs. Priyanka Prakash, Adv.
Mrs. Beena Prakash, Adv.

Mr. Nimish Chib, Adv.

Mr. Chetan Sharma, Sr. Adv.
Mr. Mohit Paul, Adv
Ms. Shikha Sarin, Adv.
Mr. Obhirup Ghosh, Adv.

UPON hearing the counsel the Court made the following
O R D E R

In pursuance of the previous order of this Court dated 8 January 2019, a report has been received from the three Member Committee chaired by Hon'ble Mr Justice R M Lodha, former Chief Justice of India. The Committee has indicated that immediately after the previous order of this Court, it held a meeting on 16 January 2019 to explore the option of engaging Asset Reconstruction Companies (ARCs) for the sale of the properties of PACL Ltd.

On 17 January 2019, some of the members of the Committee met with the representatives of four of the largest ARCs, based on the value of the assets acquired. During the course of the meeting, it transpired that in view of the provision of Section 10(2) of the Securitisation & Reconstruction of Financial Assets & Enforcement of Security Interest Act, 2002¹, the prior approval of the Reserve Bank of India may be necessitated to undertake the task proposed to be assigned. Accordingly, communications were addressed to the RBI on 21 January 2019 and 29 January 2019. Following this, on 5 February 2019, RBI has stated that it is agreeable in principle to the Justice Lodha Committee engaging ARCs for the disposal of the
1 the SARFAESI Act

assets of PACL Ltd. subject to the condition that they do not take the assets on their books and do not incur pecuniary liabilities. Accordingly, it has been stated that necessary permission under Section 10(2) will be communicated to the ARCs based on the submission of the Committee to this Court and the directions thereon.

The Committee has placed the relevant facts before the Court in its Report. The Committee has also indicated that it has considered alternative modalities for the sale of properties of PACL Ltd., including the option of engaging Resolution Professionals for the purpose of assisting it. The Committee is also looking into the possibility of involving other banks/NBFCs/financial institutions etc. and of engaging property consultants with international credentials. However, it has been indicated that these alternative modalities would require a further and detailed consideration.

In the above background, we authorise the Justice Lodha Committee to proceed further along the lines that the Committee has indicated in its Report dated 8 February 2019 submitted before this Court.

Apart from proceeding to finalise the modalities for engaging the services of ARCs for disposal of the assets of PACL Ltd., the Committee is at liberty to explore other alternatives as well.

The Committee may submit a further report to this Court three months from today. In the event that any further directions of this Court are necessitated within the above period, the Committee would be at liberty to place a Report before this court through the

learned counsel appearing on behalf of SEBI.

SEBI is permitted to place the Report of the Justice Lodha Committee dated 8 February 2019 on its website.

I.A. No. 65030/2017- Mr. P.S. Patwalia, learned senior counsel appearing on behalf of the applicant seeks the permission of the Court to withdraw the I.A. seeking refund of moneys so as to enable the applicant to file an appropriate I.A. seeking alternative prayers. The I.A. is accordingly, dismissed as withdrawn.

I.A. No. 105085/2018 - Learned counsel appearing on behalf of the applicant seeks the permission of the Court to withdraw the I.A. seeking refund of moneys so as to enable the applicant to file an appropriate I.A. seeking alternative prayers. The I.A. is accordingly, dismissed as withdrawn.

I.A. No. 38646/2018- The present I.A. has become infructuous and is accordingly, dismissed as such.

I.A. No. 26147/2018, I.A. No. 75361/2017 and I.A. No. 101649/2017

List these I.As. next week.

(MANISH SETHI)
COURT MASTER (SH)

(SAROJ KUMARI GAUR)
BRANCH OFFICER

**S U P R E M E C O U R T O F I N D I A
RECORD OF PROCEEDINGS**

Civil Appeal No(s). 13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA & ORS.

Respondent(s)

**([LIST ON 30.07.2019 FOR CONSIDERATION OF THE REPORT SUBMITTED BY
THE HON. MR. JUSTICE R.M. LODHA COMMITTEE]
IA No. 107488/2019 - CLARIFICATION/DIRECTION)**

Date : 30-07-2019 This matter was called on for hearing today.

**CORAM : HON'BLE DR. JUSTICE D.Y. CHANDRACHUD
HON'BLE MS. JUSTICE INDIRA BANERJEE**

For Appellant(s) Mr. Jai A. Dehadrai, adv.
Ms. Srishti Kumar, Adv.
Mr. Siddharth Arora, Adv.
Mr. Prashant V., Adv.
Mr. Sameer Shrivastava, AOR

For Respondent(s) Mr. Gopal Sankaranarayanan, Sr. Adv.
Mr. Shrutanjay Bhardwaj, Adv.
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Mr. R. Balasubramanian, Sr. Adv.
Mr. Pranay Ranjan, Adv.
Mr. A.K. Sharma, Adv.

Mr. Chetan Sharma, Sr. Adv.
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Mr. Anand Bhagat, Adv.
Mr. Satish Vig, Adv.

Mr. Mukesh Kumar Maroria, AOR

Mr. Ritesh Agrawal, AOR
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Mr. Arjit Prasad, Sr. Adv.
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Mr. Saurabh Choudhary, Adv.

Mr. Amit Kumar, AOR
Ms. Kamakshi S. Mehlwal, AOR
Mr. Somiran Sharma, AOR
Mr. Aditya Singh, AOR

Mr. Gagan Gupta, AOR
Mr. Vivek Arya, Adv.

Mr. Aviral Kashyap, AOR
M/S. K J John And Co, AOR
Mr. Hetu Arora Sethi, AOR
Ms. Shalu Sharma, AOR
Mr. Rameshwar Prasad Goyal, AOR
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Mr. Rakesh Khanna, Sr. Adv.
Mr. Aman Vachher, Adv.
Mr. Ashutosh Dubey, Adv.
Mrs. Anshu Vachher, Adv.
Mrs. Rajshree Dubey, Adv.
Mrs. Madhurima Mridul, Adv.
Mr. Arun Nagar, Adv.
Mr. P. N. Puri, AOR

Ms. Christi Jain, AOR
Mr. Gopal Jha, AOR

Mr. Mohit D. Ram, AOR
Ms. Anuradha Mutatkar, AOR
Mr. Yadav Narender Singh, AOR
Ms. Pratibha Jain, AOR
Mr. Atishi Dipankar, AOR
Mr. Abhishek Singh, AOR
Mr. Avijit Mani Tripathi, AOR
Mr. Mohit Paul, AOR
Mr. Shivendra Singh, AOR

Mr. Joseph Aristotle, Adv.
Ms. Priya Aristotle, AOR
Mr. Rijuk Sarkar, Adv.

Mr. Joel, AOR
Mr. Anjani Kumar Mishra, AOR
Mrs. Shubhangi Tuli, AOR
Ms. Jasmine Damkewala, AOR

Mr. Ankur Kumar, Adv.

Mr. Siddharth Acharya, Adv.
Mr. Shree Pal Singh, AOR

Mr. M.P.Singh, Adv.
Mr. Rajeev Kumar Bansal, AOR

Mr. Rajinder Kumar Singh, Adv.
Mr. Hitesh Kumar Sharma, Adv.
Mr. S.K.Rajora, Adv.

Mr. Pratap Venugopal, Adv.
Ms. Surekha Raman, Adv.
Ms. Viddusshi, Adv.
Mr. Akhil Abaraham Roy, Adv.

Mr. Manoj Prasad, Sr. Adv.
Mr. Prakash K. Singh, Adv.
Ms. Richa Kapoor, AOR
Mr. Kunal Ananad, Adv.
Ms. Ayushi Rajput, Adv.

Ms. Jasmine Damkewala, AOR
Mr. Shaurya Vardhan, Adv.

UPON hearing the counsel the Court made the following
O R D E R

The report of the Committee Chaired by Hon'ble Mr Justice R M Lodha, Former Chief Justice of India, in pursuance of the order of this Court dated 12 February 2019, has been placed before the Court. In pursuance of the earlier directions of this Court the report has been uploaded by SEBI on its website so as to enable all those who may have a valid interest to make submissions before this Court. Diverse viewpoints have been placed before this Court by learned counsel appearing on behalf of prospective bidders as well as on behalf of PACL. We have also heard learned counsel appearing on behalf of SEBI.

At this stage, from the report of the Justice Lodha Committee, it emerges that the Committee has carried out a substantial and

comprehensive exercise for the purpose of exploring the possibility⁵⁹ of associating Assets Reconstruction Companies¹ in the process of the sale of properties belonging to PACL. The Committee received offers from five ARCs. While evaluating the offers the Committee has noted the terms on which the offers were submitted and found it difficult to objectively compare the offered rate of fee as well as the time periods involved for sale. However, a tentative statement of comparative costs liable to be incurred has been tabulated.

The Committee has also adverted to the prior auction exercises conducted by it when Expressions of Interest were invited for as many as 27,500 properties. The entire exercise has been summarized as follows:

“(i) EOIs were invited for a total of twenty seven thousand five hundred (27,500) properties.

(ii) However, EOIs were received for four thousand one hundred and three (4,103) properties; thus, in the case of about 85% of the properties, there was no interest in the market to purchase the same.

(iii) For the properties where EOIs were received, numerous objections were also received, due to which the Committee could not proceed further in conducting sale of such properties.

(iv) About one thousand five hundred and sixty (1560) properties could be allotted to the agencies for undertaking auction process including valuation etc.

(v) Agencies appointed by the Committee, while

1 ‘ARCs’

conducting pre-auction activities like valuation,⁶⁰etc. faced several issues, such as identification of properties title, valuation, marketability etc. Considering the aforesaid issues, one thousand and twenty four (1024) properties could be put up for auction sale.

(vi) Of the properties put for auction buyers showed interest by submitting EMDs with respect to two hundred and fifty (250) properties.

(vii) At the conclusion of the second auction process a total of 113 properties were sold by the Committee realising a sum of Rs. 86.20 crore."

In this backdrop the Committee has now stated that it has received, what is described as 'suo motu Proposals/Expressions of Interest'.

A proposal has been received from Indo-UK Institutes of Health (IUIH) Programme for Acquisition of Land for creation of Medicities. Para 10.1 of the report of the Justice Lodha Committee has adverted to the proposal which in the opinion of the Committee deserves to be followed since substantial areas/properties which could be sold. The IUIH programme is in pursuance of a joint effort of the U.K. and Indian Governments for the creation of Medicities in different parts of India. The Committee has noted that a Task Force has been constituted under the Chairmanship of the Secretary, Department of Health and Family Welfare for setting up 11 institutes across India. Hence the Committee proposes to discuss the matter further with the Department of Health and Family

Welfare. We authorize the Committee to take the matter further⁶¹ and to pursue the above line of discussions to explore whether a substantive outcome can be achieved. The Committee will keep this Court apprised of further developments before taking a final decision.

The report of the Committee also states that various State Governments have land pooling policies for the development of lands/infrastructure with the involvement of the private sector. With the involvement of the State Governments/Authorities/Agencies/Government support, their initiatives should be further explored. Mr. Gopal Sankaranarayanan, learned Senior Counsel appearing on behalf of the PACL has submitted before this Court that three development authorities respectively for the areas comprised in (i) Greater Mohali; (ii) Bathinda; and (iii) Greater Ludhiana can be approached for exploring the possibility of the development of land by the State Governments with the involvement of the private sector. In view of the report of the Committee, we authorise the Committee to act in pursuance of the proposed course of action. In the event that the Committee finds that any concrete course of action can be adopted in terms of the policies of the State Governments or development authorities, it would be at liberty to take further steps in that regard.

We also leave it open to the Committee to receive any further offers and to explore them after duly publishing a further notice on the website. The intervenors in the present proceedings, would be at liberty to submit their Expressions of Interest to the Justice Lodha Committee for evaluation. We clarify that we have

not expressed any opinion on the 'viability' or the genuineness⁶² of the offers which are purportedly being placed on behalf of the intervenors and leave it to the Committee to take a decision in the matter.

The Justice Lodha Committee is further authorised to negotiate with the ARCs or, the case may be, non-banking companies and renowned property consultants, as referred to in its report, to explore any alternative modalities for the sale of the properties.

List the matter after four weeks along with I.A. No. 106299 of 2019 and I.A. No. 106305 of 2019.

I.A. No. 107488/2019

The Interlocutory Application is disposed of.

I.A. No. _____/2019 (Application for Intervention filed by Ms. Richa Kapoor).

Taken on board.

The Interlocutory Application is disposed of.

(POOJA CHOPRA)
COURT MASTER

(SAROJ KUMARI GAUR)
BRANCH OFFICER

ANNEXURE - R/7

ITEM NO.1

COURT NO.8

SECTION XVII

S U P R E M E C O U R T O F I N D I A
RECORD OF PROCEEDINGS

Civil Appeal No(s).13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA & ORS.

Respondent(s)

(WITH IA No. 132600/2017 - APPLICATION ON BEHALF OF THE SEBI

- IA No. 77018/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 140630/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 75467/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 107494/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 186866/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 183800/2018 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 186190/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 79973/2017 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 179807/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 105681/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 167787/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 20915/2018 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 151770/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 119302/2018 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 19984/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 91824/2019 - APPROPRIATE ORDERS/DIRECTIONS
- IA No. 132726/2017 - CLARIFICATION/DIRECTION
- IA No. 15874/2018 - CLARIFICATION/DIRECTION
- IA No. 69580/2018 - CLARIFICATION/DIRECTION
- IA No. 185594/2018 - CLARIFICATION/DIRECTION
- IA No. 107605/2019 - CLARIFICATION/DIRECTION
- IA No. 151745/2019 - CLARIFICATION/DIRECTION
- IA No. 138756/2017 - CLARIFICATION/DIRECTION
- IA No. 66973/2018 - CLARIFICATION/DIRECTION
- IA No. 94381/2018 - CLARIFICATION/DIRECTION
- IA No. 117057/2017 - CLARIFICATION/DIRECTION
- IA No. 136095/2017 - CLARIFICATION/DIRECTION
- IA No. 50068/2018 - CLARIFICATION/DIRECTION
- IA No. 183794/2018 - CLARIFICATION/DIRECTION
- IA No. 44407/2019 - CLARIFICATION/DIRECTION
- IA No. 147818/2019 - CLARIFICATION/DIRECTION
- IA No. 78094/2017 - CLARIFICATION/DIRECTION
- IA No. 83071/2018 - CLARIFICATION/DIRECTION
- IA No. 80826/2018 - CLARIFICATION/DIRECTION
- IA No. 128401/2018 - CLARIFICATION/DIRECTION
- IA No. 144452/2019 - CLARIFICATION/DIRECTION
- IA No. 151756/2019 - CLARIFICATION/DIRECTION
- IA No. 14/2016 - Directions
- IA No. 10/2016 - Directions

IA No. 1/2015 - EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT
 IA No. 147819/2019 - EXEMPTION FROM FILING O.T.
 IA No. 19986/2019 - EXEMPTION FROM FILING O.T.
 IA No. 16558/2017 - I/A FOR DIRECTION
 IA No. 4/2016 - Impleadment
 IA No. 9/2016 - Impleadment
 IA No. 7/2016 - IMPLEADMENT
 IA No. 6/2016 - Impleadment
 IA No. 22/2017 - INTERVENTION APPLICATION
 IA No. 19/2016 - INTERVENTION APPLICATION
 IA No. 132717/2017 - INTERVENTION APPLICATION
 IA No. 188496/2019 - INTERVENTION APPLICATION
 IA No. 66425/2019 - INTERVENTION APPLICATION
 IA No. 12/2016 - INTERVENTION APPLICATION
 IA No. 119292/2018 - INTERVENTION/IMPLEADMENT
 IA No. 19983/2019 - INTERVENTION/IMPLEADMENT
 IA No. 151752/2019 - INTERVENTION/IMPLEADMENT
 IA No. 15872/2018 - INTERVENTION/IMPLEADMENT
 IA No. 69574/2018 - INTERVENTION/IMPLEADMENT
 IA No. 94385/2018 - INTERVENTION/IMPLEADMENT
 IA No. 185590/2018 - INTERVENTION/IMPLEADMENT
 IA No. 151743/2019 - INTERVENTION/IMPLEADMENT
 IA No. 138753/2017 - INTERVENTION/IMPLEADMENT
 IA No. 86666/2018 - INTERVENTION/IMPLEADMENT
 IA No. 63110/2019 - INTERVENTION/IMPLEADMENT
 IA No. 86663/2018 - INTERVENTION/IMPLEADMENT
 IA No. 136075/2017 - INTERVENTION/IMPLEADMENT
 IA No. 50063/2018 - INTERVENTION/IMPLEADMENT
 IA No. 44406/2019 - INTERVENTION/IMPLEADMENT
 IA No. 147816/2019 - INTERVENTION/IMPLEADMENT
 IA No. 78092/2017 - INTERVENTION/IMPLEADMENT
 IA No. 105676/2019 - INTERVENTION/IMPLEADMENT
 IA No. 134999/2017 - INTERVENTION/IMPLEADMENT
 IA No. 20912/2018 - INTERVENTION/IMPLEADMENT
 IA No. 80824/2018 - INTERVENTION/IMPLEADMENT
 IA No. 144439/2019 - INTERVENTION/IMPLEADMENT
 IA No. 3/2016 - PERMISSION TO FILE ANNEXURES
 IA No. 135012/2017 - PERMISSION TO FILE APPLICATION FOR DIRECTION
 IA No. 106305/2019 - RECALLING THE COURTS ORDER
 IA No. 106299/2019 - RESTORATION
 IA No. 2/2015 - STAY APPLICATION
 IA No. 50070/2018 - STAY APPLICATION
 IA No. 183793/2018 - STAY APPLICATION)

WITH

W.P.(C) No. 500/2015 (X)
 (WITH IA No. 104215/2019 - APPROPRIATE ORDERS/DIRECTIONS)

C.A. No. 13319/2015 (XVII)

(WITH IA No. 49815/2019 - CLARIFICATION/DIRECTION
 IA No. 120905/2018 - CLARIFICATION/DIRECTION
 IA No. 120890/2018 - CLARIFICATION/DIRECTION
 IA No. 120882/2018 - CLARIFICATION/DIRECTION

IA No. 5/2016 - directions
 IA No. 6/2016 - Directions
 IA No. 2/2015 - EX-PARTE STAY
 IA No. 1/2015 - EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT
 IA No. 49813/2019 - INTERVENTION/IMPLEADMENT
 IA No. 3/2015 - PERMISSION TO FILE ANNEXURES)

C.A. No. 13394/2015 (XVII)
 (IA No. 13/2016 - Additional facts and documents
 IA No. 140928/2018 - APPLICATION FOR PERMISSION
 IA No. 67404/2018 - APPROPRIATE ORDERS/DIRECTIONS
 IA No. 2637/2019 - APPROPRIATE ORDERS/DIRECTIONS
 IA No. 2633/2019 - APPROPRIATE ORDERS/DIRECTIONS
 IA No. 188948/2019 - APPROPRIATE ORDERS/DIRECTIONS
 IA No. 24485/2018 - APPROPRIATE ORDERS/DIRECTIONS
 IA No. 25070/2019 - CLARIFICATION/DIRECTION
 IA No. 23892/2019 - CLARIFICATION/DIRECTION
 IA No. 88986/2018 - CLARIFICATION/DIRECTION
 IA No. 23104/2019 - CLARIFICATION/DIRECTION
 IA No. 14/2016 - directions
 IA No. 188918/2019 - DISCHARGE OF ADVOCATE ON RECORD
 IA No. 3/2015 - Impleadment
 IA No. 5/2016 - INTERVENTION APPLICATION
 IA No. 67399/2018 - INTERVENTION APPLICATION
 IA No. 2636/2019 - INTERVENTION APPLICATION
 IA No. 2632/2019 - INTERVENTION APPLICATION
 IA No. 24482/2018 - INTERVENTION APPLICATION
 IA No. 902/2019 - INTERVENTION/IMPLEADMENT
 IA No. 13587/2018 - INTERVENTION/IMPLEADMENT
 IA No. 23888/2019 - INTERVENTION/IMPLEADMENT
 IA No. 88984/2018 - INTERVENTION/IMPLEADMENT
 IA No. 2/2015 - PERMISSION TO FILE ANNEXURES
 IA No. 6/2015 - STAY APPLICATION
 IA No. 24487/2018 - STAY APPLICATION)

C.A. No. 13410/2015 (XVII)
 (IA No. 131617/2017 - CLARIFICATION/DIRECTION
 IA No. 2/2015 - EX-PARTE STAY
 IA No. 1/2015 - EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT)

T.C.(C) No. 134/2015 (XVI-A)

W.P.(C) No. 640/2016 (X)
 (IA No. 110474/2019 - CLARIFICATION/DIRECTION
 IA No. 102672/2017 - CLARIFICATION/DIRECTION
 IA No. 107462/2017 - PERMISSION TO FILE APPLICATION FOR DIRECTION)

W.P.(C) No. 613/2016 (X)

T.C.(C) No. 31/2016 (XVI-A)

T.C.(Cr1.) No. 1/2016 (XVI-A)

T.C.(Cr1.) No. 2/2016 (XVI-A)

T.C.(Cr1.) No. 3/2016 (XVI-A)

T.C.(C) No. 30/2016 (XVI-A)

W.P.(C) No. 1330/2018 (X)

SLP(C) No. 31585/2018 (XIV)

(IA No. 171780/2018 - EXEMPTION FROM FILING C/C OF THE IMPUGNED JUDGMENT, IA No. 184155/2018 - INTERVENTION/IMPLEADMENT)

T.P.(C) No. 1915/2019 (XVI-A)

(IA No. 114159/2019 - STAY APPLICATION)

T.P.(C) No. 1947/2019 (XVI-A)

(IA No. 116052/2019 - STAY APPLICATION)

T.P.(C) No. 1951/2019 (XVI-A)

(IA No. 116277/2019 - STAY APPLICATION)

Date : 17-12-2019 These matters were called on for hearing today.

CORAM :

HON'BLE DR. JUSTICE D.Y. CHANDRACHUD

HON'BLE MR. JUSTICE HRISHIKESH ROY

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Mr. Nimish Chib, Adv.

Ms. Divya Chugh, Adv.

Mr. Jatin Rana, Adv.

Mr. Wajeesh Shafiq, AOR

Ms. Amita Singh Kalkal, AOR

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Mr. U.P. Singh, Adv.

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Mr. Anchit Sripat, Adv.
Mr. Sameer Shrivastava, AOR

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Mr. Raghunyanu Taneja, Adv.
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Mr. Sameer Shrivastava, AOR

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SEBI

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Mr. Akhil Abraham Roy, Adv.
Mr. Vijay Valsan, Adv.
For M/S. K J John And Co

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Ms. Binu Tamta, Adv.
Mr. B. Krishna Prasad, AOR

Mr. Sanjay Jain, ASG
Mr. R. Balasubramanian, Sr. Adv.
Mr. Arijit Prasad, Sr. Adv.
Mr. Zoheb Hossain, Adv.
Mr. Pranay Ranjan, Adv.
Mr. Abhishek Kumar, Adv.
Mr. Santosh Kr. Vishwakarma, Adv.
Mr. Arvind Kumar Sharma, AOR
Mrs. Anil Katiyar, AOR

Mr. Dushyant Dave, Sr. Adv.
Ms. Meenakshi Arora, Sr. Adv.
Ms. Mithu Jain, Adv.

Mr. Jaideep Gupta, Sr. Adv.
Mr. P.S. Sudheer, Adv.
Mr. Rishi Maheshwari, Adv.
Ms. Anne Mathew, Adv.
Mr. Bharat Sood, Adv.
Ms. Shruti Jose, Adv.

Mr. Dhruv Mehta, Sr. Adv.
Mr. Anil Nag, Adv.

Mr. Chetan Sharma, Sr. Adv.
Mr. Manoj Nayak, Adv.

Mr. Amit Sibal, Sr. Adv.
Mr. Avishkar Singhvi, Adv.
Mr. P. N. Puri, AOR

Mr. Huzefa Ahmadi, Sr. Adv.
Mr. Ashutosh Dubey, Adv.

Mr. Neeraj Kumar Jain, Sr. Adv.
Mr. Deepak Bansal, Adv.
Mr. Roopak Bansal, Adv.
Mr. Ravi Tomar, Adv.
Mr. Rishi Kaushal, Adv.

Mr. Vinay Navare, Sr. Adv.
Mr. Abhay Pratap, Adv.
Ms. Manju Jetley, Adv.

Mr. Somiran Sharma, AOR

Mr. Aditya Singh, AOR

Mr. Gagan Gupta, AOR
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Mr. P.N. Mishra, Sr. Adv.
Mr. Ritesh Agrawal, AOR
Mr. Aishwarya Adlakha, Adv.
Mr. Teejas Bhatia, Adv.

Ms. Kamakshi S. Mehlwal, AOR

Mrs. Rachana Joshi Issar, AOR

Mr. Rajiv Ranjan Dwivedi, AOR

Mr. Shantanu Kumar, AOR

Mr. Prakash Kumar Singh, AOR
Ms. Shweta Sand, Adv.
Mr. Narender Singh, Adv.
Mr. Kunal Anand, Adv.
Dr. A.K. Vasishtha, Adv.

Mr. Hetu Arora Sethi, AOR

Mr. Mukesh Kumar Maroria, AOR

Mr. Sudarshan Singh Rawat, AOR
Mr. Deepank Kanwar, Adv.

Ms. Shalu Sharma, AOR

Mr. P.S. Patwalia, Sr. Adv.
Mr. R.S. Hegde, Adv.
Mr. Farhat Jahan Rehmani, AOR
Mr. V.M. Prasad, Adv.

Ms. Anuradha Mutatkar, AOR

Mr. Mohit D. Ram, AOR

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Ms. Hardeep Kaur, Adv.

Mr. Rajesh Sen, Adv.

Dr. Arun K. Jha, Adv.

Mr. Sudhir Aggarwal, Adv.

Mr. Joel, AOR

Ms. Jasmine Damkewala, AOR

Mr. Shaurya Vardhan, Adv.

Ms. Vaishali Sharma, Adv.

Mrs. Shubhangi Tuli, AOR

Mr. Rajeev Kumar Bansal, AOR

Mr. Shree Pal Singh, AOR

Mr. Avadh Bihari Kaushik, AOR

Ms. Christi Jain, AOR

Ms. Aishwarya Bhati, Sr. Adv.

Mr. Suraj Singh Bhadauria, Adv.

Mr. Gopal Jha, AOR

Mr. Jasbir Singh Malik, Adv.

Mr. Manish Kumar Tirthpuria, Adv.

Mr. Ajay Kumar Jain, Adv.

Mr. Murari Kumar, Adv.

Mr. Animesh Kumar, Adv.

Mr. Neeraj Shekhar, Adv.

Ms. Richa Kapoor, Adv.

Mr. Kunal Anand, Adv.

Mr. G. Prakash, Adv.

Mr. Jishnu M.L., Adv.

Mrs. Priyanka Prakash, Adv.

Mrs. Beena Prakash, Adv.

Mr. T.V.S. Raghavendra Sreyas, Adv.

Ms. Gayatri Gulati Sreyas, Adv.

Mr. Sree Pal Singh, Adv.

Mr. Swarn Kumar, Adv.

UPON hearing the counsel the Court made the following
O R D E R

I.A No. 24482, 24485 and 24487 of 2018 in Civil Appeal No. 13394 of 2015, I. A Nos. 38337 of 2019, IA No. 38345 of 2019 and IA. No. 105681 of 2019 in Civil Appeal no. 13301 of 2015

Issue notice to the State of Punjab, returnable on 22 January 2020.

Mr Pratap Venugopal, learned counsel appearing on behalf of SEBI shall also serve a copy of this order, together with relevant extracts from the Report of the Justice R M Lodha Committee filed on 14 November 2019, to the learned Standing Counsel for the State of Punjab.

I.A. No.184288 of 2018 in T.C.(Crl.) No.1 of 2016

List the application on 13 January 2020.

IA No.186190 of 2019 in Civil Appeal No 13301 of 2015

Mr. Pratap Venugopal, learned counsel appearing on behalf of SEBI has placed on the record a letter dated 9 December 2019 issued by the Nodal Officer-cum-Secretary to the Committee chaired by Hon'ble Mr Justice R M Lodha, former Chief Justice of India, in the matter of PACL Limited. The letter bears reference No JRMLC/PACL/AKD/PM/5802/32695/1/2019 and has been addressed to various authorities in the State of Telangana.

Mr P S Patwalia, learned senior counsel, states that in view of the subsequent developments which have taken place, the application has been rendered infructuous.

The application is accordingly dismissed as infructuous.

IA No. 117057 of 2017 in Civil Appeal No 13301 of 2015

The name of the applicant in this application is Mahadev Plantations and Parks Private Limited.

In the affidavit in rejoinder, which has been filed on behalf of the applicant, it has been stated that in the property bearing No MR 5768-16, the quotation submitted by the applicant was 73% over the reserve price fixed for the property. Hence, it has been submitted that necessarily the price offered by the applicant was also above the circle rate since the reserve price was fixed at 90% of the circle rate. Moreover, it has been submitted that the properties in the vicinity have been sold at 1% above the reserve price.

In regard to the remaining seven properties identified as MR Nos 19707-16, 6127-16, 6125-16, 6124-16, 6381-16, 6724-16, 6263-16, it has been submitted that Clause 2.7 of the terms and conditions required bidders to submit bids in multiples of 1% of the reserve price. The applicants are aggrieved by the fact that whereas according to them, bidders have been allotted other properties at 1% above the reserve price, the same

yardstick has not been applied in their case. This is sought to be illustrated in a tabular chart set out in paragraph 5 of the rejoinder.

An affidavit be filed by the SEBI clarifying the position before the Court within a period of two weeks from today.

List the application on 9 January 2020.

Re: Objections to the Report of Justice R M Lodha Committee filed on 14 November 2019

During the course of the hearing, the Court has been apprised of the objections which have been raised to the Report submitted by the Committee chaired by Hon'ble Mr Justice R M Lodha, former Chief Justice of India.

We have heard, among other learned counsel, Mr Jaideep Gupta, Mr. Dhruv Mehta, Mr Huzefa Ahmadi, Mr Amit Sibal, Mr Chetan Sharma, Mr M L Lahoty, Ms Anubha Agrawal, learned Senior Counsel/ Counsel for the objections.

We have heard Mr Dushyant Dave, Ms Meenakshi Arora, learned Senior Counsel on behalf of the shortlisted candidates. Mr Pratap Venugopal, learned counsel for SEBI has explained the report of the Committee.

Mr Dushyant Dave, learned Senior Counsel submitted that there is an urgent need for finality to be brought to the process adopted by the Committee. He urged that a careful evaluation has been carried out by the Committee.

Ms Meenakshi Arora, learned Senior Counsel, in support has also submitted that there is a grave danger of the properties being encroached upon.

The data which has been submitted before the Court by the Committee indicates that in pursuance of the public notice that was issued on 23 August 2019 and notified on the website of SEBI, four bidders were shortlisted. One of the bidders, Prudent, had submitted bids for 1,126 properties. The second bidder, ARCIL, submitted bids for 3,584 properties. The third bidder, IUIH, submitted bids for 1,120 properties. This would indicate that bids have been received for a fraction of the total of 28,974 properties in respect of which the public notice was issued on 23 August 2019.

Several objections have been addressed to this Court. Among the objections is that the Committee did not lay down terms and conditions on the basis of which a transparent process of evaluating offers could take place. Before we rule on the objections, it would be appropriate if the Committee takes a considered view and places its assessment before the Court on the next date of hearing.

Having heard the objections, which appear to be of a substantive nature, we are of the view that it would be appropriate if we furnish an opportunity to SEBI to file a response on behalf of the Committee dealing with the main heads of objections so that the Court can decide

upon the correctness of those objections. This exercise shall be completed by 17 January 2020.

The Committee may also explore whether in the interests of broadening the field of competition, it would be desirable to furnish one more opportunity to intending offerers to submit offers, while at the same time also allowing those who have submitted offers in the initial process to revise their offers for further consideration. This would be without prejudice to the rights and contentions of the shortlisted offers which have been adverted to in the Report submitted by the Committee.

Mr Pratap Venugopal, learned counsel appearing for the SEBI, fairly submits that this Court may direct the Committee to consider further offers which may be forthcoming, but a deadline or cut off may be fixed to bring finality to the process. He further states that all the objections which have been filed shall be uploaded on the website of SEBI

List the objections along with the response of the Committee on 23 January 2020.

IA Nos 167787/2019, 147818/2019, 69580/2018

List the applications tomorrow (18 December 2019).

(SANJAY KUMAR-I)
AR-CUM-PS

(SAROJ KUMARI GAUR)
COURT MASTER

ITEM NO.7

COURT NO.8

SECTION XVII

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Civil Appeal No(s).13301/2015

SUBRATA BHATTACHARYA

Appellant(s)

VERSUS

SECURITIES AND EXCHANGE BOARD OF INDIA & ORS.

Respondent(s)

(ONLY OBJECTIONS IN CIVIL APPEAL NOS. 13301 OF 2015, 13394 OF 2015 AND 13410 OF 2015 AS PER COURTS ORDER DATED 17.12.2019)

WITH

C.A. No. 13394/2015 (XVII)

C.A. No. 13410/2015 (XVII)

Date : 23-01-2020 These appeals were called on for hearing today.

CORAM :

HON'BLE DR. JUSTICE D.Y. CHANDRACHUD

HON'BLE MR. JUSTICE AJAY RASTOGI

For Appellant(s)

Mr. E. C. Agrawala, AOR

Ms. Anubha Agrawal, AOR

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Mr. Wajeesh Shafiq, AOR

Mr. Somiran Sharma, AOR

Mr. Jai A. Dehadrai, Adv.

Mr. Sidharth Arora, Adv.

Mr. Raghu Mannu Taneja, Adv.

Mr. Harshit Goel, Adv.

Mr. Sameer Srivastava, Adv.

For Respondent(s)

SEBI

Mr. Pratap Venugopal, Adv.

Ms. Surekha Raman, Adv.

Ms. Ayushi Gaur, Adv.

Mr. Akhil Abraham Roy, Adv.

Mr. Vijay Valsan, Adv.

For M/S. K J John And Co

Mr. Dushyant Dave, Sr. Adv.

Mr. P.S. Patwalia, Sr. Adv.

Mr. Gagan Gupta, AOR

Mr. Huzefa Ahmadi, Sr. Adv.
Mr. Sajid Mohamed, Adv.

Mr. Chetan Sharma, Sr. Adv.
Mr. Anil Nag, Adv.

Mr. M.L. Lahoty, Adv.
Mr. Paban K. Sharma, Adv.
Mr. Anchit Sripat, Adv.
Mr. Himanshu Shekhar, Adv.

Mr. Jasbir Singh Malik, Adv.
Mr. Manish Kumar Tirthpuria, Adv.
Mr. Dharam Vir Singh, Adv.

Mr. S.D. Reddy, Adv.
Mr. Deepak Bansal, Adv.
Mr. Rupak Bansal, Adv.
Mr. Ravi Prakash Tomar, Adv.

Mr. Jaideep Gupta, Sr. Adv.
Mr. P.S. Sudheer, Adv.
Mr. Rishi Maheshwari, Adv.
Ms. Anne Mathew, Adv.
Mr. Bharat Sood, Adv.
Ms. Shruti Jose, Adv.

Mr. Rajinder Kumar Singh, Adv.
Mr. Hitesh Kumar Sharma, Adv.
Mr. Akhileshwar Jha, Adv.
Ms. Sandhya Sharma, Adv.
Mr. Amit Kumar, AOR

Mr. P.N. Mishra, Sr. Adv.
Mr. Ritesh Agrawal, AOR
Mr. Davendra Sharma, Adv.
Mr. Teejas Bhatia, Adv.
Mr. Aishwarya Adlakhia, Adv.

Mr. Arijit Prasad, Sr. Adv.
Mr. Zoheb Hossain, Adv.
Mr. Pranay Ranjan, Adv.
Mr. Abhishek Kumar, Adv.
Mr. Arvind Kumar Sharma, Adv.
Mrs. Anil Katiyar, AOR

Mr. Divyanshu Rai, Adv.
Mr. T.V.S. Raghavendra Sreyas, Adv.
Ms. Gayatri Gulati Sreyas, Adv.

Mr. Ashok Arora, Adv.
Ms. Richa Kapoor, Adv.

Mr. Kunal Anand, Adv.
Ms. Shivani Sharma, Adv.
Ms. Sukriti Bhardwaj, Adv.
Ms. Shalya Agarwal, Adv.

Mr. Manoj Nayak, Adv.
Mr. Vijay Kumar, Adv.

Mr. Rajesh Tyagi, Adv.
Mr. Harsh Kumar Gotam, Adv.
Mr. Surya Hari Kamuju, Adv.
Mr. Atishi Dipankar, AOR

Mr. Avishkar Singhvi, Adv.
Mr. P. N. Puri, AOR

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Mr. Arun K. Sinha, AOR

Dr. Manish Singhvi, Sr. Adv.
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Mr. D.K. Devesh, Adv.

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Mr. Farhat Jahan Rehmani, AOR

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Mr. Mohit Paul, AOR
Ms. Sunaina Phul, Adv.
Mr. Shivendra Singh, AOR
Ms. Priya Aristotle, AOR
Mr. Joel, AOR
Mr. Anjani Kumar Mishra, AOR
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Ms. Jasmine Damkewala, AOR
Ms. Manju Jetley, AOR
Mr. Shree Pal Singh, AOR
Mr. Rajeev Kumar Bansal, AOR
Mr. Avadh Bihari Kaushik, AOR
Ms. Christi Jain, AOR
Mr. Gopal Jha, AOR
Mr. Prakash Kumar Singh, AOR
Mr. Mohit D. Ram, AOR
Ms. Anuradha Mutatkar, AOR
Mr. Md. Shahid Anwar, AOR
Mr. Yadav Narender Singh, AOR

UPON hearing the counsel the Court made the following
O R D E R

The Committee chaired by Justice R M Lodha¹, former Chief Justice of India issued a public notice on 23 August 2019 inviting Expressions Of Interest (EOIs) from prospective buyers for the properties of PACL, its group entities and related parties. The properties were divided into four zones. A total of 28,974 properties were put up for sale as part of the public notice. EOIs from prospective buyers had to indicate the list of properties from each zone, the circle rate, offer amount and other relevant details. Proposals could be submitted for properties in one or more zones. The condition which appears to have been imposed by the Committee was that the aggregate value of an offer should be at least Rs 1,000 crores.

The report which has been submitted to this Court on 14 November 2019 indicates that the Committee received seventeen EOIs in response to the public notice. Five of them failed to meet the eligibility criteria of a minimum offer size of Rs 1,000 crores. The report states that twelve proposals met the minimum offer size. These twelve properties were from the following entities:

- "i. Assets Reconstruction Company (India) Limited.

1 "Committee"

- ii. Prudent AMC/Telecare Network India Pvt. Ltd., Delhi.
- iii. Brij Gopal Construction Company Pvt. Ltd., Delhi.
- iv. Meera Cleanfuels Limited, Mumbai
- v. Trends Infra Organization, Bangalore
- vi. Pixie Consulting Solutions Limited, Karnal, Haryana
- vii. Next-Gen Advisors, Goa
- viii. Riz United Infratech Pvt. Ltd. Mumbai
- ix. M G Global (Grain Merchants & Commission Agents), New Delhi
- x. SLF Realty, New Delhi
- xi. Peacock Shipping Private Limited (PSPL) along with consortium partners M/s. Asia Trade Consortium LLP (ATC) and their investors
- xii. Shri Ashok Jain (submitted proposals from 25 entities)."

The Committee held discussions with each of the offerors. Eventually it shortlisted two offers namely, those of

- (i) Prudent ARC/Telecare Network India Pvt. Ltd., Delhi²;
- (ii) Assets Reconstruction Company (India) Limited³.

Both Prudent and ARCIL are to act merely as facilitators. The report states that Prudent has indicated the names of ultimate purchasers, together with

2 "Prudent"

3 "ARCIL"

their financials and has submitted a cheque of Rs 100 crores as a security deposit to establish its *bona fides*. Prudent has indicated that it would charge a commission of 0.5% which, however, can be waived. The time frame for the completion of the sale process has been fixed at four months. The report of the Committee indicates that if the proposal by Prudent is accepted, an amount of Rs 1,122.34 crores will be realized.

The Committee notes that the proposal of ARCIL has not disclosed the names of ultimate purchasers or their financials. In its conclusions, the report states that ARCIL has indicated a timeframe of four months for completion of the sale. A commission of 3% is to be charged on successful sale. The Committee has found the proposed commission to be on the higher side. The Committee has noted that the proposal of ARCIL could be considered only for those properties which have not been bid by Prudent. An additional amount of Rs 892.34 crores is stated to be realizable, should the offer of ARCIL be accepted.

Besides the above two entities, the Committee has indicated in its conclusions that it is not inclined to recommend the proposal of Indo-UK Health Institute⁴, a private sector entity which is engaged in developing eleven Medicities across India which is being facilitated

4 "IUIH"

by the Department of Health and Family Welfare. The reason why the proposal of IUIH had not been recommended is that it had indicated a time frame of 33 months initially for effecting complete payment and had included properties which the Committee had not offered for sale.

The report of the Committee was deliberated upon before this Court on 17 December 2019. An order was passed by the Court requiring SEBI to consider the objections which were received to the report and to submit a response on behalf of the Committee dealing with the main heads of objections. The Court observed that:

"The Committee may also explore whether in the interests of broadening the field of competition, it would be desirable to furnish one more opportunity to intending offerors to submit offers, while at the same time also allowing those who have submitted offers in the initial process to revise their offers for further consideration. This would be without prejudice to the rights and contentions of the shortlisted offers which have been adverted to in the Report submitted by the Committee."

In pursuance of the above directions, a reply has been filed on behalf of SEBI dealing with the main heads of objections.

During the course of the hearing, the Court has heard submissions on behalf of Prudent (represented by Mr Dushyant Dave and Mr P S Patwalia, senior counsel), ARCIL

(represented by Mr Divyanshu Rai), IUIH (represented by Mr Huzefa A Ahmadi, senior counsel) and SEBI (represented by Mr Pratap Venugopal). Several other parties have appeared through senior counsel/counsel as indicated below:

Entity	Represented by
Sunland Properties Pvt Ltd	Mr Jaideep Gupta, senior counsel
Trends Infra Organisation	Mr M L Lahoty, senior counsel
Janlok Pratisthan	Dr Manish Singhvi, senior counsel with Mr D K Devesh
PACL	Ms Anubha Agrawal
Meera Cleanfuels Limited, Mumbai	Mr Ashok Arora with Ms Richa Kapoor
Mahadev Plantation and Parks Pvt Ltd	Mr R S Hegde with Ms Farhat Jahan Rehmani
Elara Capital	Mr Avishkar Singhvi
Nanda Papat Jagatop	Mr Manoj Nayak

Mr Dushyant Dave and Mr P S Patwalia, learned senior counsel appearing on behalf of Prudent submitted that since the Committee has followed a copious process, it is

appropriate that the proposal is sanctioned in favour of the recommended entities. It has been urged that a delay in the conclusion of the court mandated process is likely to result in the value of the properties being reduced as a result of progressive encroachments.

On the other hand, we have heard objections from several entities, including, amongst them, the entities which were initially shortlisted by the Committee. The Court has been apprised of the fact that by its earlier orders dated 8 January 2019, 12 February 2019 and 30 July 2019, the Court had indicated that the field of competition could be broadened to include Asset Reconstruction Companies⁵, Non-Banking Financial Companies⁶ and property consultants of repute. By the order of this Court dated 30 July 2019, the Court had left it open to the Committee to receive further offers and to explore them after duly publishing a notice on its website. The Committee was authorized to negotiate with the ARCs or, as the case may be, NBFCs and property consultants as referred to in the report of the Committee.

The terms and conditions on which offers were required to be submitted were not spelt out in the public notice issued by the Committee. The revised public

5 ARCs

6 NBFCs

notice indicated that EOIs could be furnished with a minimum offer of Rs 1,000 crores in respect of the properties in any of the four zones that were listed out in the notice. No specific conditions were imposed for ensuring the *bona fides* of the intending offerors or the ultimate purchasers. The notice did not stipulate a requirement of furnishing an earnest money deposit so as to ensure that bids were received only from serious bidders. Moreover, no consequence has been envisaged where an entity which has submitted an offer resiles from it. Prudent submitted a cheque of Rs. 100 crores, of its own accord. No other offeror appears to have done so. The public notice does not contain specific terms and conditions for governing the norms of eligibility, disclosure of financials, time frames and other material conditions. All offerors must have a level playing field. Absent a specification of the terms and conditions, the process will lack transparency.

We, however, appreciate that the work of the Committee is complicated for the reasons which have been indicated in the reply filed by SEBI during the course of this proceeding. This includes the unavailability of land records in respect of several properties and valid agreements in respect of many others. Be that as it may, we are of the view that a level playing field should be allowed for genuine offerors to come forth with their

offers. Before the process is opened up, it would be necessary to lay down and stipulate essential requirements. These, in our view, should include the following:

(i) Any EOI, in order to be entertained, must be accompanied by an earnest money deposit in the form of a demand draft of Rs 150 crores of a nationalized bank, which must be furnished to the Committee and/or to the nodal officer of the Committee;

(ii) Intending offerors must be placed on notice that if the offeror resiles from the offer after having submitted the EOI, this would result in a forfeiture of the earnest money deposit;

(iii) Offers should be submitted within two weeks of this public notice being put up on the website of SEBI;

(iv) The time schedule for the completion of the sale should be fixed at four months from the date of acceptance of the offer;

(v) It would be open to an offeror to submit a bid of at least Rs 1000 crores covering properties referred to in the revised public notice dated 23 August 2019 in one or more zones;

(vi) The offers must be expressly made on an "as is,

where is, whatever is basis”;

(vii) The intending offeror must, together with the EOI, furnish a financial statement containing such details, as may be notified by the Committee; and

(viii) Offers may be submitted by any of the twelve bidders that were shortlisted by the Committee as well as by other ARCs or, as the case may be, NBFCs or prospective purchasers.

We would request the Committee to formulate terms and conditions incorporating the above features which have been set out in the present order as well as other requirements which the Committee may consider necessary to spell out.

During the course of the hearing, Mr Pratap Venugopal, learned counsel appearing on behalf of SEBI, has suggested that the Committee may adopt the modified Swiss Challenge Procedure. He has indicated the modalities for the procedure in the following terms:

"Sl. No.	Particulars
1.	Sale to be effected only through ARCs on a "as is, where is, whatever there is" basis.
2.	Base Price: Original Offer
3.	Original Offer to be submitted with 25% of entire offer price to be deposited.
4.	Original Offer to be uploaded on

	website.
5.	Counter Offer (not less than 25% to 30% of original offer) together with 25% of entire counter offer to be deposited not later than 2 working days after original offer is uploaded.
6.	Original Offeror may match counter offer failing which counter offer would be accepted.
7.	Payment to be made on T+2 basis failing which 25% deposited would be forfeited.
8.	Fees payable to ARCs 0.5% of total sale consideration."

Mr Venugopal submitted that this procedure has been recognised by the Reserve Bank of India in its circular dated 1 September 2016 to all scheduled commercial banks.

Neither the report of the Committee nor the affidavit of SEBI contains a request enabling the Committee to follow the Swiss challenge procedure. When we queried Mr Pratap Venugopal, counsel for SEBI on this during the hearing, he stated that this was a submission of counsel on a matter of law. This is not a pure issue of law since accepting the suggestion will lead to a right of first refusal to Prudent and ARCIL. Absent a specific proposal on this aspect by the Committee, it is not necessary for the Court to make any finding or observation on the submission, particularly since we are inclined to allow all intending offerors to have an equal opportunity.

We would request the Committee to finalize the terms and conditions and to notify them on the website of SEBI within a period of two weeks from today. The Committee may also consider an additional mode of publication to give the process wide publicity. The period for the submission of EOIs in response to the notice that would be placed by SEBI on its website would be a further period of two weeks thereafter.

All the twelve offerors who have submitted EOIs to the Committee are also at liberty to submit any revised offers. They would each have to furnish demand drafts of Rs 150 crores in accordance with the above terms and conditions in order that their offers are considered, within the period which is allowed to other offerors. Prudent and ARCIL who were shortlisted by the Committee will also be at liberty to submit revised offers together with the earnest money in the form of demand drafts for Rs 150 crores. IUIH is at liberty to do so, in terms of the liberty granted to all other offerors.

The Committee will submit its Report after the conclusion of the above process.

List after six weeks on receipt of the Report of the Committee.

(SANJAY KUMAR-I)
AR-CUM-PS

(SAROJ KUMARI GAUR)
COURT MASTER