PENDING INTERPRETATIONAL ISSUES ON CONSOLIDATION OF CoCS / CIRPs / CDs

1. Regen Powertech Private Limited (RPPL) was incorporated in the year 2006. Further for an application filed by an Operational Creditor to initiate the Corporate Insolvency Resolution Process (CIRP) u/s 9 of the Code, the Hon'ble NCLT, Chennai by its order in IBA / 1099 / 2019, Dt: 09/12/2019 admitted and ordered for Moratorium u/s 14 of the Code. Further, vide this order the NCLT appointed Mr. D. Ebenezer Inbaraj as the Interim Resolution Professional ("IRP") and subsequently confirmed as the Resolution Professional (RP) of this corporate Debtor ("CD") to conduct the CIRP.

2. Likewise, the other company viz., Regen Infrastructure And Services Private Limited (RISPL) which is the Wholly Owned Subsidiary Company (WoS Co) of RPPL was incorporated in the year 2008. Further for an application filed by an Operational Creditor to initiate the CIRP u/s 9 of the Code, the Hon'ble NCLT, Chennai by its order in IBA / 1424 / 2019, Dt: 19/02/2020 admitted and ordered for Moratorium u/s 14 of the Code. By this order, the NCLT appointed Mrs. Renuka Devi Rangaswamy as the IRP of the CD and she was later confirmed as the RP of that CD to conduct the CIRP.

3. Due to many litigations between RPPL, RISPL (WoS Co), Committee of Creditors (CoCs) and the customers of both the CDs, a batch of application filed for the Simultaneous / Consolidation of CIRPs between RPPL & RISPL before the NCLT, Chennai. Such applications were opposed by RPPL and the Hon'ble NCLT dismissed the prayer sought for vide its order Dt: 01/11/2021.

4. In addition, a batch of applications filed before the NCLT, Chennai by many aggrieved parties against the approval of standalone Resolution Plan of RPPL. All these applications were dismissed by the Hon'ble NCLT and approved the Resolution Plan of RPPL vide its order in IA/460/2021, Dt: 01/02/2022. Subsequently, the Successful Resolution Applicant (SRA) partially implemented the NCLT approved Resolution Plan.

5. In this background, all aggrieved parties filed 2 batch of appeals before the Hon'ble NCLAT, Chennai, seeking for Simultaneous / Consolidation of CIRPs between RPPL and RISPL and to set aside the standalone Resolution Plan of RPPL. The Hon'ble NCLAT allowed the Consolidation of CIRPs by its order dated- 31/08/2023.

6. Consequently, the Hon'ble NCLAT set aside the approved Standalone Resolution Plan of RPPL vide its order dated-31/08/2023.

7. Subsequently the Hon'ble NCLT appointed Mrs.Renuka Devi Rangaswamy, the RP of RISPL as the RP of RPPL ("Present RP") also by replacing Mr.D.Ebenezer Inbaraj, who is the erstwhile RP of RPPL and further "Consolidated the CoCs of RPPL & RISPL" vide its order in IBA/1099/2019 & IBA/1424/2019, Dt:10/10/2023.

8. There are multiple disputes between both the CoCs of RPPL and RISPL in interpreting and understanding the NCLAT order dt: 31/08/2023, for whether the order directing to the ***"Consolidation of the Corporate Insolvency Resolution Processes"*** *or to the* ***"Consolidation of the Corporate Debtors"***.

9. In this background, the Hon'ble NCLT passed the detailed order with explanation about the **"Consolidation Committee of Creditors"** of RPPL & RISPL in IA/2329/2023, vide its order dated -14/10/2024.

10. Being so, in the Civil Appeals in 6690-6706 of 2023 filed by the CoC of RPPL Vs RISPL CoCs & 15 Ors., against the Consolidation of CIRP orders passed by the NCLAT, Dt-31/08/2023 was heard by the Hon'ble Supreme Court of India on 13/12/2024. During the hearing, the CoC of RPPL sought to withdraw the appeal challenging the Consolidation of CIRPs order passed by the Hon'ble NCLAT and further sought the direction from the Hon'ble Supreme Court to Consolidate the CoCs of RPPL & RISPL as per the order of the Hon'ble NCLT order Dt-10/10/2024. However, the Hon'ble Apex Court allowed withdrawal of the appeal challenging the Consolidation of CIRPs filed by the CoC of RPPL and further ordered the Hon'ble NCLAT to dispose the pending appeal which is stemmed from the impugned Consolidation of CoCs order passed by the Hon'ble NCLT, in IBA/1099/2019 and IBA/1424/2019 dated-10/10/2023 at the earliest.

11. Currently, there are three appeals in CA(AT)(CH)(Ins) No. 418/2023, 442/2023 & 448/2024 filed by the Prudent ARC Limited (Then ARCIL), the majority CoC of RISPL Vs CoC of RPPL & Ors., pending before the Hon'ble NCLAT pertaining to the impugned "Consolidation of Committee of Creditors of RPPL & RISPL" orders passed by the Hon'ble NCLT vide its order dated-10/10/2023 & 14/10/2024, As directed by the Hon'ble Apex court in its order dated-13/12/2024 for the early disposal of these appeals, the Hon'ble NCLAT heard these appeals in full and reserved for the orders.

12. In the interregnum, the majority of the Consolidated CoCs by their voting directed the RP go ahead with the issuance of Form-G and calling for the Resolution Plan for RPPL & RISPL separately. The Hon'ble NCLT denied the prayer to rerun the process vide its order dated-23/02/2026 due to pending litigations pertaining to the Consolidation matters before the Hon'ble NCLAT.

13. Against the above orders of the NCLT, the common RP filed 2 appeals in CA (AT) (CH) (Ins) No.109 & 113 of 2026 and the Hon'ble remitted this matter back to the NCLT vide its order dated -05/03/2026.

14. Thereafter the Hon'ble NCLT passed the revised orders on 02/04/2026, (Order uploaded on 05/05/2026) which allowed the prayers to rerun the CIRP of RPPL & RISPL .

15. Aggrieved by the orders of the NCLT to rerun the CIRP of RPPL & RISPL separately, the Minority Creditors filed 2 appeals in Company Appeal (AT) (CH) (Ins) No. 266 & 267 of 2026. In this matter, the Hon'ble NCLAT issued interim stay on the CIRP, that is issuing Form-G and other processes vide its daily order dt-27/05/2026.

16. And these 2 appeals in Company Appeal (AT) (CH) (Ins) No. 266 & 267 of 2026 is pending before the Hon'ble NCLAT for orders.

17. In the 8th Consolidated CoC meeting of RPPL & RISPL, dated-26/05/2026, the Consolidated CoCs with 100% voting rights approved for filing of the applications by the RP for the Exclusion of CIRP Time line, 125 days from 01/01/2026 to 05/05/2026 on account of judicial intervention in the CIRP of RPPL & RISPL and Extension of CIRP Time line for RPPL & RISPL from 06/05/2026 to 02/10/2026, that is 150 days to re-run CIRP of

RPPL & RISPL. These application in IA(I.B.C)/925(CHE)2026 & IA(I.B.C)/927(CHE)2026 are allowed by the Hon'ble NCLT vide its orders dated -16/06/2026.

18. Thereafter, the Hon'ble NCLT, Chennai, by its orders dated 12/10/2026 in IA(IBC)/1711/(CHE)/2026 in CP(IB)/1099(CHE)2019 for RPPL and IA(IBC)/1715/(CHE)/2026 in CP(IB)/1424/(CHE)/2019 for RISPL, allowed exclusion of the period from 06/05/2026 to 02/10/2026 from the respective CIRP timelines on account of judicial restraint / intervention and consequential extension of the CIRP timelines for 120 days from 03/10/2026 to 30/01/2027, as resolved in the 10th Consolidated CoC meeting held on 23/09/2026. Both orders record that the order of the Hon'ble NCLAT is awaited.

19. The present RP could not progress in calling for the Expression of Interest by issuing Form-G and subsequent steps like issuing Information Memorandum (IM), Request For Resolution Plan (RFRP) And Evaluation Matrix (EM) due to the interpretational issues between the Committee of Creditors of RPPL & RISPL and pending litigations. Based on the outcome of the order from the Hon'ble NCLAT, the CIRP would be progressed.