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\* **IN THE HIGH COURT OF DELHI AT NEW DELHI**

# **CNR No. DLHC010461182026**

+ **CRL.M.C. 7198/2026 & CRL.M.A. 30079/2026**

**GHCL EMPLOYEES STOCK OPTION TRUST .....Petitioner**

Through: Mr. Ravi Krishan Chandna, Ms. Shruti A. Chandna, Mr. Suraj Gupta, Mr. Udbhav K. Garg, Advs. and Mr. Ranjan Tiwari, Trustee

versus

**STATE OF NCT OF DELHI & ANR. ....Respondents**

Through: Mr. Satish Kumar, APP for the State Mr. Ratnil Chauhan, Mr. Vedant Sharma and Ms. Phalguni Nigam, Advs. for R-2

**CORAM:**

**HON'BLE MS. JUSTICE MANMEET PRITAM SINGH ARORA**

**ORDER**

**% 25.09.2026**

**CRL.M.A. 30079/2026 (for exemption)**

1. Allowed, subject to all just exceptions.
2. The application stands disposed of.

**CRL.M.C. 7198/2026**

3. The present petition is filed under Section 528 Bharatiya Nagarik Suraksha Sanhita ['BNSS'], 2023 seeking quashing or closing of Criminal Complaint No. 42646/2016 pending before the learned Judicial Magistrate First Class-01, Patiala House Courts ['JMFC'], arising out of a dispute between the Petitioner and Respondent No. 2, concerning a disputed debit and consequential recovery in the Petitioner's demat account.



4. It is stated that the dispute arose after Respondent No. 2 demanded a sum of Rs. 10.48 crores as an outstanding debit, which the Petitioner paid. However, the Petitioner subsequently learnt that the actual debit was Rs. 10,22,77,522/-, which resulted in an excess payment of Rs. 25,22,477.53p. Thereafter, Respondent No. 2 allegedly sold shares of GHCL<sup>1</sup> which belonged to the Petitioner. This led to civil, arbitral and criminal proceedings, including the present criminal complaint.

5. It is stated that during the pendency of these proceedings, the parties have amicably settled all disputes through a settlement dated 10.04.2026 [‘Settlement Agreement’], providing for final settlement and closure of the pending litigations against release/distribution of specified equity shares and dividend amounts.

6. Mr. Ranjan Tiwari, Trustee is present in Court and is identified by the learned counsel for the Petitioner.

7. Learned counsel for the Petitioner states that Mr. Ranjan Tiwari, who has filed the present petition has been duly authorized by the Petitioner Trust. He states that the resolution passed by the Board of Trustees dated 06.04.2026 authorizing Mr. Tiwari, to compromise the disputes and withdraw the subject complaint has been placed on record at page 75 of this petition.

7.1. He states that pursuant to the settlement, the connected arbitration proceedings were also disposed of *vide* order dated 15.04.2026, and, by a separate order dated 18.05.2026, coordinate Bench of this Court had already taken the settlement on record and quashed three other connected criminal complaints.

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<sup>1</sup> GHCL Ltd.



7.2. He states that since the subject complaint is at the stage of post-summoning evidence and the Trial Court did not permit its withdrawal after cognizance has been taken, the Petitioner has therefore, approached this Court seeking quashing of the proceedings in terms of the settlement, contending that continuation of the criminal proceedings would serve no useful purpose.

8. Issue notice. Mr. Satish Kumar, learned APP for the State accepts notice. He submits that State has no objection to the relief sought in the present petition.

9. Mr. Ratnil Chauhan, learned counsel accepts notice on behalf of Respondent No. 2/complainant. Learned counsel appearing on behalf of the Respondent No. 2 confirms the settlement agreement. He refers to the affidavit of issued by its representatives Mr. Harsh Vardhan Pathak, which has been filed at running page 86 of this petition.

10. This Court has heard the learned Counsel for the parties.

11. Learned counsel for the parties confirm that the settlement has been entered into voluntarily and without any coercion or undue pressure. In light of the aforesaid, parties seek quashing of the impugned complaint.

12. It is trite law that the High Court, invoking its inherent powers under Section 528 of the BNSS, is empowered to quash criminal proceedings on the basis of settlement arrived inter-se parties. Where the dispute is predominantly private in nature and does not involve any overriding societal or public interest, quashing the proceedings would serve the ends of justice and prevent the abuse of the process of law. In this regard, this Court finds it apposite to refer to the judgment of the Supreme Court in **Gian Singh v.**



State of Punjab<sup>2</sup> wherein it was held as under: -

**“58. Where the High Court quashes a criminal proceeding having regard to the fact that the dispute between the offender and the victim has been settled although the offences are not compoundable, it does so as in its opinion, continuation of criminal proceedings will be an exercise in futility and justice in the case demands that the dispute between the parties is put to an end and peace is restored; securing the ends of justice being the ultimate guiding factor.** No doubt, crimes are acts which have harmful effect on the public and consist in wrongdoing that seriously endangers and threatens the well-being of the society and it is not safe to leave the crime-doer only because he and the victim have settled the dispute amicably or that the victim has been paid compensation, yet certain crimes have been made compoundable in law, with or without the permission of the court. In respect of serious offences like murder, rape, dacoity, etc., or other offences of mental depravity under IPC or offences of moral turpitude under special statutes, like the Prevention of Corruption Act or the offences committed by public servants while working in that capacity, the settlement between the offender and the victim can have no legal sanction at all. However, certain offences which overwhelmingly and predominantly bear civil flavour having arisen out of civil, mercantile, commercial, financial, partnership or such like transactions or the offences arising out of matrimony, particularly relating to dowry, etc. or the family dispute, **where the wrong is basically to the victim and the offender and the victim have settled all disputes between them amicably, irrespective of the fact that such offences have not been made compoundable, the High Court may within the framework of its inherent power, quash the criminal proceeding or criminal complaint or FIR if it is satisfied that on the face of such settlement, there is hardly any likelihood of the offender being convicted and by not quashing the criminal proceedings, justice shall be casualty and ends of justice shall be defeated.** The above list is illustrative and not exhaustive. Each case will depend on its own facts and no hard-and-fast category can be prescribed.

**61.** The position that emerges from the above discussion can be summarised thus: the power of the High Court in quashing a criminal proceeding or FIR or complaint in exercise of its inherent jurisdiction

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<sup>2</sup> (2012) 10 SCC 303



is distinct and different from the power given to a criminal court for compounding the offences under Section 320 of the Code. Inherent power is of wide plenitude with no statutory limitation but it has to be exercised in accord with the guideline engrafted in such power viz. : **(i) to secure the ends of justice, or (ii) to prevent abuse of the process of any court.** In what cases power to quash the criminal proceeding or complaint or FIR may be exercised where the offender and the victim have settled their dispute would depend on the facts and circumstances of each case and no category can be prescribed. However, before exercise of such power, the High Court must have due regard to the nature and gravity of the crime. Heinous and serious offences of mental depravity or offences like murder, rape, dacoity, etc. cannot be fittingly quashed even though the victim or victim's family and the offender have settled the dispute. Such offences are not private in nature and have a serious impact on society. Similarly, any compromise between the victim and the offender in relation to the offences under special statutes like the Prevention of Corruption Act or the offences committed by public servants while working in that capacity, etc.; cannot provide for any basis for quashing criminal proceedings involving such offences. **But the criminal cases having overwhelmingly and predominatingly civil flavour stand on a different footing for the purposes of quashing, particularly the offences arising from commercial, financial, mercantile, civil, partnership or such like transactions or the offences arising out of matrimony relating to dowry, etc. or the family disputes where the wrong is basically private or personal in nature and the parties have resolved their entire dispute. In this category of cases, the High Court may quash the criminal proceedings if in its view, because of the compromise between the offender and the victim, the possibility of conviction is remote and bleak and continuation of the criminal case would put the accused to great oppression and prejudice and extreme injustice would be caused to him by not quashing the criminal case despite full and complete settlement and compromise with the victim. In other words, the High Court must consider whether it would be unfair or contrary to the interest of justice to continue with the criminal proceeding or continuation of the criminal proceeding would tantamount to abuse of process of law despite settlement and compromise between the victim and the wrongdoer and whether to secure the ends of justice, it is appropriate that the criminal case is put to an end and if the answer to the above question(s) is in the affirmative,**



**the High Court shall be well within its jurisdiction to quash the criminal proceeding.”**

[Emphasis Supplied]

13. Further, in **Narinder Singh & Ors. v. State of Punjab & Anr.**<sup>3</sup>, the Supreme Court has also laid down guidelines for High Courts while accepting settlement deeds between parties and quashing the proceedings. The relevant observations in the said decision read as under:

“29. In view of the aforesaid discussion, we sum up and lay down the following principles by which the High Court would be guided in giving adequate treatment to the settlement between the parties and exercising its power under Section 482 of the Code while accepting the settlement and quashing the proceedings or refusing to accept the settlement with direction to continue with the criminal proceedings:

29.1. Power conferred under Section 482 of the Code is to be distinguished from the power which lies in the Court to compound the offences under Section 320 of the Code. No doubt, under Section 482 of the Code, the High Court has inherent power to quash the criminal proceedings even in those cases which are not compoundable, where the parties have settled the matter between themselves. However, this power is to be exercised sparingly and with caution.

**29.2. When the parties have reached the settlement and on that basis petition for quashing the criminal proceedings is filed, the guiding factor in such cases would be to secure:**

**(i) ends of justice, or**

ii) to prevent abuse of the process of any court.

**While exercising the power the High Court is to form an opinion on either of the aforesaid two objectives.**

29.3. Such a power is not to be exercised in those prosecutions which involve heinous and serious offences of mental depravity or offences like murder, rape, dacoity, etc. Such offences are not private in nature

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<sup>3</sup> (2014) 6 SCC 466



and have a serious impact on society. Similarly, for the offences alleged to have been committed under special statute like the Prevention of Corruption Act or the offences committed by public servants while working in that capacity are not to be quashed merely on the basis of compromise between the victim and the offender.

**29.4. On the other hand, those criminal cases having overwhelmingly and predominantly civil character, particularly those arising out of commercial transactions or arising out of matrimonial relationship or family disputes should be quashed when the parties have resolved their entire disputes among themselves.**

29.5. While exercising its powers, the High Court is to examine as to whether the possibility of conviction is remote and bleak and continuation of criminal cases would put the accused to great oppression and prejudice and extreme injustice would be caused to him by not quashing the criminal cases.”

[Emphasis Supplied]

14. The parties have amicably resolved all their inter se disputes, and Petitioner (who represents the complainant) has categorically affirmed that the settlement has been entered into voluntarily. Keeping in view the nature of the dispute and the fact that the parties have amicably settled the dispute, this Court is, therefore, of the view that there is no use continuing with proceedings of the present complaint as it would be misuse of the process of the Court and an unnecessary burden on the State exchequer. Further this Court is also of the considered opinion that it is a fit case to exercise discretionary jurisdiction under Section 528 of the BNSS.

15. In view of the above, the Criminal Complaint No. 42646/2016 pending before the learned Judicial Magistrate First Class-01, Patiala House Courts listed on 27.10.2026, is hereby closed and shall stand disposed of. The order taking cognisance of the subject complaint and issuing summons



to the Respondent No. 2 is hereby set aside.

16. It is directed that parties shall abide by the terms of settlement.

17. The petition is allowed in the aforesaid terms.

18. Pending application(s) is disposed of.

19. The digitally signed copy of this order, duly uploaded on the official website of the Delhi High Court, [www.delhihighcourt.nic.in](http://www.delhihighcourt.nic.in), shall be treated as a certified copy of the order for the purpose of ensuring compliance. No physical copy of order shall be insisted by any authority/entity or litigant.

**MANMEET PRITAM SINGH ARORA, J**

**SEPTEMBER 25, 2026/msh/AM**