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* **IN THE HIGH COURT OF DELHI AT NEW DELHI**
+ LPA 251/2024 & CM APPL. 18674/2024 CM APPL. 18675/2024
REFOP INDIA LIMITED Appellant

Through: Mr. Rajshekar Rao, Sr. Advocate with
Mr. Ajoy Roy, Mr. Aayush Kevlani,
Ms. Purnima Mathur, Mr. Arsh
Rampal, Mr. Niraj Singh and Mr.
Prateek, Advocates

versus

UNION OF INDIA & ANR. Respondents

Through: None

% Date of Decision: 28th March, 2024

CORAM:**HON'BLE THE ACTING CHIEF JUSTICE****HON'BLE MS. JUSTICE MANMEET PRITAM SINGH ARORA****JUDGMENT****MANMOHAN, ACJ : (ORAL)****CM APPL. 18674/2024 and CM APPL. 18675/2024 (for exemption)**

Allowed, subject to all just exceptions.

Accordingly, the present applications stand disposed of.

LPA 251/2024

1. Present appeal has been filed under Clause X of the Letters Patent of the then High Court of Judicature at Lahore, which stands extended to the High Court of Delhi, challenging the judgment dated 16th February, 2024 ('impugned judgment'), whereby the learned Single Judge dismissed the writ petition i.e., WP(C) 1546/2021, upholding the Registrar of Companies (ROC) i.e., Respondent No.2's decision dated 07th August, 2020 ('impugned decision').

2. The ROC by its impugned decision had dismissed the Appellant's



application dated 21st October, 2014 filed under Section 18 of the Companies Act, 2013 ('the Act') seeking conversion from an 'unlimited liability company' to a 'limited liability company'.

3. The Appellant herein had initially filed an application for conversion of the company into a 'limited liability company' along with all relevant and necessary e-forms on 21st October, 2014 ('the Appellant's application'). It is stated that subsequently on 12th November, 2014, the Appellant filed a clarification explaining the compliance of Section 18 of the Act.

4. It is a matter of record that during the pendency of the said application, Union of India brought out Companies (Incorporation) Third Amendment Rules, 2016 w.e.f. 27th July, 2016. Consequently, Rule 37 was inserted in the Companies (Incorporation) Rules, 2014 which prescribed the procedure for conversion of 'unlimited liability company' to 'limited liability company'.

5. The Appellant's application was initially rejected by ROC *vide* order dated 05th October, 2016, which was set aside by this Court in W.P.(C) 952 of 2017 *vide* order dated 03rd March, 2020, with a direction to ROC to decide the application afresh, in accordance with law, after giving adequate opportunity of being heard to the Appellant.

6. In pursuance to the aforesaid directions, the Appellant was granted an opportunity of hearing by ROC on 30th June, 2020 and thereafter, the ROC rejected the Appellant's application by the impugned decision dated 07th August, 2020. The ROC concluded that in the facts of the case, it is not just and equitable to approve the company's conversion application without 'No Objection Certificates' ('NOCs') of creditors, lenders and other stakeholders



who are the creditors of the company. The ROC further held that if the status of the company is converted, it will be prejudicial to the interest of the said creditors, lenders and other stakeholders. The relevant portion of the order of the ROC reads as under:

"8. In view of above facts and position of law, rules and Government policies following are observed :-

- i. *It is further observed that SFIO has filed various prosecutions under the provisions of Companies Act, 2013 in First Class Magistrate Court, Gurgaon and under Sections 628, 58A(6), 209(1) & (6) r/w 209(5), AS-9 r/w 211(3A), (3B) & (3C), 211(1) & (2) r/w 211(8), 217 (2AA) r/w 217(6), 227(2) r/w 233, 166(1) & 210 of the Companies Act, 1956 and sections 477A, 464, 471, 405 r/w 406, 418, 107, 409, 120A r/w 120B of the India Penal Code, 1870. **However, the matter is still sub-judice.***
- ii. *As per data generated by MCA-21 service provider vide ticket no. SR1489245, **no company was converted from "Un-Limited Liability Company" to "Limited Liability Company w.e.f. 01.04.2014 to 27.07.2016 i.e. up to insertion of new Rule 37 by the Companies (incorporation) Third Amendment Rules, 2016 w.e.f 27.07.2016. The procedure for conversion of Un-Limited Liability Company" to "Limited Liability Company" was prescribed w.e.f. 27.07.2016 in the companies (incorporation) Rules, 2014 by notification of e- Form 27 to be filed with ROC online for approval of conversion application as per Section 398, 400 & 403 of Companies Act, 2013 r/w Rule 10 of the Companies (Registration offices & Fees) Rules, 2014.***

*As per interpretation of Law, the **Section 18 cannot be read in isolation and it should be read with the other provisions of CA, 2013 & Rules made there under for making any application to the Registrar of Companies under this Act.** Therefore, the Company is required to file conversion application in a prescribed e-form under Section 398, 400 r/w Section 18, 403 & Companies (Registration Office & Fees) Rules, 2014 for conversion from a Un-Limited Liability Company to Limited Liability Company so that on approval of said e-form system automatically change the name of the company by virtue of proviso to Section 13 and generate fresh Certificate of Incorporation from the date of approval of ROC. Thus, the company has not filed its conversion application dated 21.10.2014 in appropriate e-form GNL-1 (SRN C29807955) with ROC.*



- iii. However, the ROC, Delhi has kept the Company's application dated 21.10.2014 alive till notification of Rules/procedure and e-form INC 27 and rejected the application on 05.10.2016 to protect the interest of creditors, stakeholders and public interest keeping in view of factual position, position of law on protection of interest of creditors on conversion of status from one class of company to another class as company was involved in falsification of Books of Accounts & financial statements during the period of 2008 to 2011 by raising fictitious Invoices as observed in SFIO investigation which was ordered by the Ministry in 2012 based on recommendation of Registrar of Companies, Delhi itself.
- iv. The company has not enclosed with conversion application date 21.10.2014 (vide SRN C29807955) in respect of (a) list of Creditors, suppliers & Stakeholders to whom amount was payable as on date of conversion nor it has attached any NOC from them on account of conversion of status of company, (b) any public advertisement in newspaper inviting objection of creditors/stakeholders (c) undertakings/declaration of the 3 shareholders of the company giving their guarantee to bring assets to the company if company fails to repay its creditors.

Whereas, the subject company has enclosed a declaration in Writ petition before Hon'ble High Court, Delhi (same was not enclosed in the Company's application before ROC vide SRN C-29807955) from only 1 shareholder i.e., adidas Technical Services P. Ltd having 2 Equity Shares of the company (representing less than 1% of total share capital) that all liability, dates, obligation, whether quantifiable, contingent otherwise incurred by or on behalf of subject company (Reebok India Company) before conversion into Limited Liability Company may be enforced in the manner if the conversion has not been done to the extent of its shareholding ratio subject to the condition that Reebok India Company shall comply with all conditions, restrictions and limitations, if any, imposed by ROC Delhi at the time of making application for conversion.

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- vi. The Auditors of the Company have given serious adverse remarks/qualifications in the financial statements as on 31.03.2014 i.e., preceding to the date of Company's application dated 21.10.2014. The Auditor have also stated that accumulated loss at the end of financial year is more than 50% of net worth and company has cash losses in current year & preceding financial year. Further the company has used funds amounting to Rs. 3,50,87,54,000/- raised on short term basis primarily to finance operating losses.
- vii. On an analysis of financial statements of the company as mentioned at para 5 above the company have net deficit in current liabilities over the



assets amounting to Rs. 2117.52 Crores, Rs. 2175.32 Crores & Rs. 2122.14 Crores as on 31.03.2014, 31.03.2015 & 31.03.2019 respectively due to cash losses incurred by the company during the past financial years and the net worth of the company is negative and if company goes into winding up or is unable to pay its debts/liabilities then only the 3 shareholders of subject company (Reebok India Company) have to bring money to pay the debts of the company. They are liable to pay its creditors in full by virtue of section 2 (92) of the companies Act, 2013 as liability of shareholders are unlimited in case of Un-Limited Liability Company.

viii. Whereas there is a dispute among shareholders and 1 shareholder namely Focus Energy Limited has filed petition under Section 237, 247, 397, 398 r/w402, 403 & 406 of CA, 1956 against Reebok India Company, Auditors and Others and seeking various reliefs from NCLT Bench Delhi.

(Emphasis supplied)

7. The Appellant challenged the impugned decision of the ROC on the ground that in view of Section 18(3) of the Act since the debts, liabilities, obligations or contracts incurred or entered by or on behalf of the company with unlimited liability will continue to be enforceable even after conversion, the concerns raised by the ROC were not valid and do not arise for consideration. It is stated that for the same reason, the prosecution initiated by Serious Fraud Investigation Officer ('SFIO') could not be considered as an impediment to approve the conversion.

8. In the writ proceedings, the learned Single Judge called upon the Appellant to address him on the applicability of the newly inserted Rule 37 to the Appellant's application. In reply, the Appellant contended that its application dated 21st October, 2014 for conversion was to be decided in accordance with the law as it existed in the statute, on the day when the application was made and Rule 37 which was inserted subsequently w.e.f. 27th July, 2016 shall not govern the pending applications.

9. However, the learned Single Judge rejected the aforesaid submissions



of the Appellant and has dismissed the writ petition *vide* the impugned judgment dated 16th February, 2024. The learned Single Judge has held that the Appellant has no vested right of conversion and since the application was pending, the newly inserted Rule 37 would be applicable to a pending application. The relevant finding of the learned Single Judge reads as under:

“21. This Court is of the opinion that the lacuna in the Companies (Incorporation) Rules, 2014 is being sought to be cured by the 2016 Amendment. Since the purpose of the amendment is to cure the defects which existed in the law by giving discretion to the RoC to satisfy himself that there are sufficient means in the company to answer their debts even after conversion, it cannot be said that it would operate only to applications filed after the 2016 amendment. Merely filing an undertaking as mandated under Section 18(3) would not take care of the interests of the creditors which is now sought to be protected under the 2016 amendment.

.....
24. The Division Bench of this Court in its Order dated 03.03.2020 had only directed the ROC to decide the application of the Petitioner afresh in accordance with law. As of today, there is no challenge to the 2016 Regulations. This Court is of the opinion that since the 2016 Amendment was only curative in nature and only intended to protect the interests of the creditors, the amended rules, therefore, must apply to applications which are pending with the ROC, and the same must apply to the application of the petitioner/company. The right of the Petitioner for conversion from unlimited company to limited company **has not been taken away.** In fact, the petitioner/company had no vested right to be granted a certification of conversion to a limited liability company. The rules have only become more stringent inasmuch as the RoC has additional criteria to satisfy himself regarding the net worth of the company and as to whether any investigation/inspection is pending against the company or not and only on being satisfied, the permission for conversion can be granted.

25. Viewed in this light, the reasons given by the RoC for rejecting the application of the Petitioner on the ground that various prosecutions have been filed by the Serious Fraud Investigation Organization against the Petitioner for offences under the Companies Act and the IPC and that the e-Form 27 which was to be filed with the Registrar of Companies was not in compliance with Rule 37 of the 2016 Rules cannot be said to be so perverse especially keeping in mind the interest of the shareholders and the interest of the creditors. The RoC has also observed that the petitioner/company has suffered substantial financial losses and has a net



deficit in current liabilities over the assets in excess of Rs. 2100 Crores. The registrar was also not provided with an NOC or undertaking from all the shareholders to support the conversion application and the petitioner did not even issue a public advertisement inviting objections from various creditors/stakeholders on the issue of conversion.

(Emphasis supplied)

10. Learned senior counsel for the Appellant contends that the learned Single Judge erred in holding that the newly inserted Rule 37 is in nature of an explanation and clarification and therefore, the same will apply to the Appellant's pending application. He states that Rule 37 significantly expands and alters the scope of Section 18 of the Act making it onerous for the Appellant and therefore, it could not have been given a retrospective effect.

10.1. He states that the Appellant has a vested right for seeking conversion as per the statutory scheme of Section 18 of the Act as it existed on 21st October, 2014 and the same could not have been taken away by the retrospective application of the amended Rule 37 which came into effect on 27th July, 2016.

10.2. He states that in the present case, there was no larger public interest involved and the interest of the creditors were already protected under the statutory scheme of Section 18 (3) of the Act as observed by the learned Single Judge in the earlier order dated 23rd March, 2023. He states that by insisting on an NOC from the creditors, the ROC has sought to render the statutory scheme otiose.

10.3. He states that the Appellant's affidavit dated 05th April, 2023 demonstrates compliance with Section 18 (3) of the Act to protect the interests of creditors and stakeholders. He further states that under the



statutory scheme of Section 18 of the Act, the ROC was only required to examine whether the Appellant had submitted an appropriate declaration in terms of the Section 18 (3) of the Act.

10.4. He states that Respondent No.2 was not required to satisfy himself with Appellant's compliance before permitting the conversion. Moreso, when unamended Section 18 did not entail any subjective satisfaction by the Respondent No.2.

10.5. He states that since the Appellant's application was to be decided as per the conditions set out in Section 18 of the Act, which falls in Chapter II of the Act, the ROC erred in referring to and applying the conditions made applicable to conversion of an 'unlimited liability partnership' to a 'limited liability partnership'. He states that Section 366, which falls in Chapter XXI of the Act, cannot be relied upon by ROC for rejecting the application of the Appellant.

11. We have heard the learned senior counsel for the Appellant and perused the record.

12. The limited issue arising for consideration in the present appeal is whether the Appellant's application filed on 21st October, 2014 before the ROC will be governed by the conditions in the statutory provision of Section 18 of the Act as it existed on the said date or the additional criteria provided in Rule 37, which was inserted subsequently by the Legislature w.e.f. 27th July, 2016, would also be applicable to the said application.

13. The Appellant contends that it acquired a vested right for conversion on 21st October, 2014 when it had filed the application for conversion. The Appellant contends that all the conditions stipulated under Section 18 of the



Act have been complied with and therefore, the application was to be allowed by the ROC. The Appellant contends that the reasons recorded by ROC for rejecting the application for conversion are beyond the statutory scheme of Section 18 of the Act and therefore, the impugned decision of the ROC is to be set aside.

14. The Appellant contends that the reasons recorded by the ROC for rejecting the application for conversion, which finds its genesis in Rule 37, could not have been permitted as the said Rule came into existence on 27th July, 2016, whereas the Appellant's application was dated 21st October, 2014. The Appellant contends that it has a vested right to conversion as per the law as it stood on 21st October, 2014 and the additional criteria prescribed by the Legislature in Rule 37 cannot be made applicable to the pending application.

15. The Appellant contended that the learned Single Judge by holding that compliance of Rule 37 is mandatory for all pending applications under Section 18 of the Act has in effect of given retrospective effect to a delegated legislation which is contrary to law.

16. We are unable to accept the submissions of the Appellant and are of the opinion that the Appellant did not acquire any vested right of conversion upon filing the application under Section 18 of the Act on 21st October, 2014 with the ROC. It is well settled by Supreme Court that the relevant law for grant of approval of an application would be the date on which the approval is granted. In this regard, we may refer to the judgment of Supreme Court in ***Usman Gani J. Khatri of Bombay v. Cantonment Board and Ors.***¹,

¹ (1992) 3 SCC 455, Paragraph 24



wherein at paragraph 24 it has been held as under:

*“24. It appears from the record that the Union Ministry of Environment, State of Maharashtra, National Commission on Urbanization and Expert Working Group on Cantonment Areas took notice of this problem in the city of Pune and suggested schemes which took the shape of orders issued by the GOC-in-Chief, Southern Command and amendments in the bye-laws by the Cantonment Board. **The petitioners did not acquire any legal right in respect of building plans until the same were sanctioned in their favour after having paid the total amount of conversion charges in lump sum or in terms of sanctioned instalments and getting conversion of their land in freehold tenure.** The first scheme of restrictions was brought into force long back on December 24, 1982 and the second on March 26, 1984. The petitioners did not submit any fresh building plans in accordance with the first or the second scheme of restrictions. Many of the petitioners have not paid a single pie towards the conversion charges, some of them have paid only few instalments and the others though have paid the instalments but not according to the schedule. In any case the High Court is right in taking the view that the building plans can only be sanctioned according to the building regulations prevailing at the time of sanctioning of such building plans. **At present the statutory bye-laws published on April 30, 1988 are in force and the fresh building plans to be submitted by the petitioners, if any, shall now be governed by these bye-laws and not by any other bye-laws or schemes which are no longer in force now.** If we consider a reverse case where building regulations are amended more favourably to the builders before sanctioning of building plans already submitted, the builders would certainly claim and get the advantage of the regulations amended to their benefit.”*

(Emphasis supplied)

17. The said statement of law was reiterated by the Supreme Court in *NDMC v. Tanvi Trading and Credit (P) Ltd.*², wherein at paragraph 39 it has been held as under:

*“39. **It is well settled that the law for approval of the building plan would be the date on which the approval is granted and not the date on which the plans are submitted. This is so in view of para 24 of the decision of this Court in Usman Gani J. Khatri v. Cantonment Board [(1992) 3 SCC 455].** It would not be out of place to mention that on 7-2-2007, the Master Plan, 2021 has been approved in which the LBZ guidelines have been incorporated and since the plan submitted by the respondents was not approved up to the date of coming into force of*

² (2008) 8 SCC 765, Paragraph 39



Master Plan of 2021, the LBZ guidelines will apply with full force to the plan submitted by the respondents and the plan which is contrary to the LBZ guidelines could not have been directed to be sanctioned.”

(Emphasis supplied)

18. The reliance placed by the Appellant to the directions of this Court in paragraph 6 of the order dated 03rd March, 2020 in W.P.(C) 952/2017 to contend that the ROC had to decide the application only with reference to law and Rules as it existed as on 21st October, 2014 is without any merit. The direction to the ROC to decide the Appellant’s application in accordance with law meant the extant law, as it existed on the date of grant of approval of the application.

19. The contention of the Appellant that by applying Rule 37 to pending applications, the Rule has been given retrospective effect is incorrect. It would be retrospective if an earlier approval granted for conversion was sought to be made void or voidable, at the instance of ROC, on the criteria laid down in Rule 37.

20. In this regard, we may note that the ROC in the impugned decision at paragraph 8(ii) has in fact recorded that between 01st April, 2014 and 27th July, 2016 i.e., up to the insertion of the new Rule 37, no company was converted from ‘unlimited liability company’ to ‘limited liability company’. It is a matter of record that Section 18 of the Act came into force on 01st April, 2014. The ROC has noted that the procedure for conversion was prescribed under the new regime for the first time only with the incorporation of Rule 37 and therefore, application for conversion is to be governed as per the e-form 27 prescribed under the Rules. The aforementioned facts evidence that there was a vacuum, which was sought to be filled up by



the Legislature and Rule 37 was inserted to supply the omission so as to facilitate the applications for conversion.

21. Further the Supreme Court in *State of Bihar v. Ramesh Prasad Verma*³ has held that a legislation, if clarificatory, declaratory or explanatory in nature and purport will have retrospective operation especially in the absence of any indication to the contrary. The Supreme Court referred to its earlier decisions on this issue and held as under:

“18. All the decisions cited at the Bar are to the effect that a delegated legislation cannot traverse beyond the contours of the authority endowed by the parent statute and unless authorised by it, is not empowered to make any law or provision with retrospective effect, impairing the already vested rights of those likely to be adversely affected thereby. In our mind, these pronouncements, in the singular facts of the case are of no avail to the respondents having regard in particular to the clarificatory nature of the Notification dated 26-12-2001.

19. In CIT v. Gold Coin Health Food (P) Ltd. [CIT v. Gold Coin Health Food (P) Ltd., (2008) 9 SCC 622], a three-Judge Bench of this Court, while dwelling on the sweep of a clarificatory or declaratory legal provision, relied on the following extract from the celebrated treatise “Principles of Statutory Interpretation”, 11th Edn., 2008 by Justice G.P. Singh: (SCC p. 630, para 19)

“19. ... ‘The presumption against retrospective operation is not applicable to declaratory statutes. As stated in Craies and approved by the Supreme Court: “For modern purposes a declaratory Act may be defined as an Act to remove doubts existing as to the common law, or the meaning or effect of any statute. Such acts are usually held to be retrospective....” ...An explanatory Act is generally passed to supply an obvious omission or to clear up doubts as to the meaning of the previous Act. It is well settled that if a statute is curative or merely declaratory of the previous law, retrospective operation is generally intended. The language “shall be deemed always to have meant” or “shall be deemed never to have included” is declaratory, and is in plain terms retrospective. In the absence of clear words indicating that the amending Act is

³ (2017) 5 SCC 665



*declaratory, it would not be so construed when the amended provision was clear and unambiguous. An amending Act may be purely clarificatory to clear a meaning of a provision of the principal Act which was already implicit. **A clarificatory amendment of this nature will have retrospective effect and, therefore, if the principal Act was existing law when the Constitution came into force, the amending Act also will be part of the existing law.***”

(emphasis supplied)

20. The following quote contained in *Zile Singh v. State of Haryana* [*Zile Singh v. State of Haryana*, (2004) 8 SCC 1: AIR 2004 SC 5100] was also noted with approval: (SCC p. 9, para 14)

*“14. The presumption against retrospective operation is not applicable to declaratory statutes.... In determining, therefore, the nature of the Act, regard must be had to the substance rather than to the form. If a new Act is “to explain” an earlier Act, it would be without object unless construed retrospectively. **An explanatory Act is generally passed to supply an obvious omission or to clear up doubts as to the meaning of the previous Act. It is well settled that if a statute is curative or merely declaratory of the previous law, retrospective operation is generally intended.**... An amending Act may be purely declaratory to clear a meaning of a provision of the principal Act which was already implicit. A clarificatory amendment of this nature will have retrospective effect (*Ibid.*, pp. 468-69).”*

(emphasis supplied)

21. The proposition has been so well laid that we do not wish to burden the present rendition by referring to other rulings in the same vein. **Suffice it to state that any legislation or instrument having the force of law, if clarificatory, declaratory or explanatory in nature and purport, in order to supply an obvious omission or to clear up doubts qua any prior law, retrospective operation thereof is generally intended.** Applying this test, in the absence of any indication to the contrary, either in the parent Act or the Rules or the notifications involved, we are thus of the unhesitant opinion that on a conjoint reading of Rule 26 and the two notifications, the enhanced rate of royalty at Rs 100 per cubic metre for boulder, gravel and shingle, which are used or are capable of being used for making chips would be realisable w.e.f. 1-4-2001 and axiomatically thus, the respondents are liable to discharge the demand, therefor, as raised in terms thereof. The respondents were fully aware of the amended rate of Rs 100 per cubic metre for the minerals extracted by them and thus the reasoning of the High Court



that they might not have passed on the burden to their purchasers is without any factual basis and being clearly speculative is untenable. The High Court, in our view, had clearly erred in interpreting the relevant legal provisions and the Notification dated 26-12-2001 in particular in holding that the enhanced rates, as fixed by the Notification dated 24-3-2001, would be payable for the minerals involved, as extracted from the two areas, mentioned in the Notification dated 26-12-2001 on and from that date. The determination made by the High Court is thus indefensible and consequently, the impugned decision [Ramesh Prasad Verma v. State of Bihar, 2009 SCC OnLine Pat 299: (2010) 1 PLJR 238] is hereby set aside.”

(Emphasis supplied)

22. Thus, even if it is assumed that any sliver of a right vested in the Appellant due to the filing of its application on 21st October, 2014, in view of the fact that the Legislature sought to fill up an omission in the existing law by providing Rule 37 and e-form 27 to enable the ROC to process the application, the Appellant was bound to comply with the mandate of Section 18, Rule 37 and file e-form 27. The Appellant cannot absolve itself from the liability of complying with the extant law during the pendency of its application.

23. The contention of the Appellant that the ROC by insisting on NOCs from the creditors, lenders and stakeholders has sought to render Section 18(3) otiose is without any merit. The requirement of NOC has been statutorily incorporated in Rule 37 and the said Rule also contemplates issuance of notice by the applicant-company to each of its creditors inviting objections, if any, to the proposed conversion. The Appellant has not challenged the vires of the Rule 37 and, in fact, consciously abandoned the challenge initially made to the said Rule. Thus, with the said Rule existing on the statute book, the objection of the ROC with respect to the non-circulation of this application of conversion to the creditors, lenders and



stakeholders of the applicant-company is not arbitrary and is in conformity with Rule 37.

24. The reasons set out by the ROC in its impugned decision for rejecting the application correspond with the criteria set out in Rule 37 and therefore, the Appellant's contention that the ROC's decision is contrary to the legislative intent of Section 18 of the Act is without any merit.

25. The contention of the Appellant that ROC in the impugned decision erred in referring to Section 366 of the Act read with Rules 3 and 4 of the Companies (Authorised to Register) Rules, 2014 as it is not attracted to an application filed under Section 18 of the Act, does not persuade us to set aside the impugned decision. The ROC has recorded in the impugned order that it adverted to the principles laid down in Section 366 and the Rules, 2014 as the applicant herein was objecting to the newly inserted Rule 37 and as per ROC, the Rules of 2014 also embodied the same spirit of the statute. In view of the learned Single Judge's finding as upheld by this Court that Rule 37 governs the Appellant's application dated 31st October, 2014 and finding of this Court that the conclusions drawn by ROC in its impugned decision find its basis in the newly inserted Rule 37, we are not inclined to interfere with the impugned decision of the ROC on this ground.

26. Accordingly, we find no merit in the present appeal and the same is dismissed along with pending applications.

ACTING CHIEF JUSTICE

MANMEET PRITAM SINGH ARORA, J

MARCH 28, 2024/msh/sk