

IN THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH
COURT-IV
INTERLOCUTORY APPLICATION NO. 223/2024
IN
CP/159/PB/2021

IN THE MAIN MATTER OF:

Rajesh Rajpal & Ors ...Applicant
Versus
M/s. Rajpal Polytex Pvt Ltd & Ors. ...Respondent

AND IN THE MATTER OF

Rajesh Rajpal ...Applicant
Versus
M/s. Rajpal Polytex Pvt Ltd & Ors. ...Respondent

CORAM:

SHRI MANNI SANKARIAH SHANMUGA SUNDARAM
HON'BLE MEMBER (JUDICIAL)

SHRI ATUL CHATURVEDI
HON'BLE MEMBER (TECHNICAL)

Order Delivered on 08.06.2026

PRESENT:

For the Applicant : Adv. Sharad R
Adv. Ankita Sharma
For the Respondent : Adv. Ankit Singhal
Adv. Prerna Prajapati, Adv. Kriti Bhatia for R-1
to R-3

ORDER

Per: Manni Sankariah Shanmuga Sundaram
Member (Judicial)

1. The present application, IA/223/ND/2024, has been filed by Mr. Rajesh Rajpal who is Petitioner No. 1 in the main petition seeking the substitution of the legal representative in the main petition pursuant to the demise of the Petitioner No. 2 in Company Petition CP/159/PB/2021, under Rule 11 read with Rule 53 of the National Company Law Tribunal Rules, 2016.

2. That the applicant Mr Rajesh Rajpal seeks following relief from this tribunal:
 - a) *To allow the present application of substitution of Legal Representative in the interest of justice.*
 - b) *To allow the Petitioner No. 1 to be substituted as Legal Representative of deceased petitioner No. 2 along with all consequential reliefs and directions.*
 - c) *To allow the amended Memo of Parties to be taken on record.*
 - d) *To pass any such other order as this Hon'ble court may consider fit and proper.*
3. That the applicant has relied upon the following facts in his petition for the relief sought above:
 - a) That petitioner No. 2 Late Mr. Sanjay Rajpal died on 07.01.2024 leaving behind his wife Aarti Rajpal and two minor children.
 - b) The deceased Sanjay Rajpal, left a will bequeathing his entire property consisting of both movable and immovable property to his wife and children, except 9500 shares in Respondent No. 1 which he bequeathed to his brother and Petitioner No. 1 in the main petition.
 - c) Due to the death of the Sanjay Rajpal, the' Petitioner No.2 the memo. of the main petition needs to be amended.
 - d) That the Applicant and petitioner No. 2 has accepted the rights and obligations in the above shares and is willing to be substituted as a legal representative of the deceased Petitioner as per Rule 53 of National Company Law Tribunal Rules 2016 read with other applicable rules.
 - e) The applicant has stated that he has filed the present application within 90 days of demise of the Petitioner No. 2 and this is under the prescribed limitation.
 - f) The Applicant submits that no adverse effect would take place if the present application is allowed and the Petitioner no. 1 is allowed to be substituted as legal representative of late Petitioner no 2.
 - g) Relevant excerpts from the will relied by the Applicant is reproduced below reads thus:

I hereby declare that during my life time I shall continue to remain in full enjoyment and possession of my properties and after my death, all my movable and immovable properties (except 9500 shares of M/s Rajpal Polytex Pvt. Ltd.) will go in favour of my wife - SMT. AARTI RAJPAL in all respect.

She shall be entitled to use, enjoy, sell, transfer or whatsoever the said properties as she likes to deal with the same with her own choice without any objection from anyone, which is necessary for her bonafide needs and requirements. That after my death, my wife Smt. AARTI RAJPAL shall have full rights to mutate or transfer the respective aforesaid properties/assets in her own name from the competent authority or MCD/ Concerned department.

I hereby also declare that during my life time I shall continue to remain owner of 9500 shares of Rajpal Polytex Pvt. Ltd. And after my death these shares will go in favour of my brother SHRI RAJESH RAJPAL in all respect.

Sh. RAJESH RAJPAL shall become owner of such 9500 shares and he shall be entitled to use, enjoy, sell, transfer, represent, become claimant and or any other whatsoever as may be decided by him about the said shares of the said company.

4. The respondents number 1 & 2 in their reply dated 15th May 2025 have questioned the authenticity of the will and have made following submissions:

FORGED AND FABRICATED WILL WITH FORGED SIGNATURES

- a) The alleged Will dated 31.12.2023 has been attested by 2 witnesses being Sonia Rajpal (Wife of Petitioner no. 1) and Mayank Rajpal (Son of Petitioner no. 1).
- b) That the Petitioner no. 1 has approached this Tribunal with unclean hands and is guilty of concealing / suppressing material facts within his knowledge and misleading this Hon'ble Tribunal and has no right to be heard on merits. Accordingly, the captioned Interlocutory Application needs to be rejected summarily on this ground alone.
- c) That the alleged Will dated 31.12.2023 is a forged and fabricated document prepared by the Petitioner no. 1 to usurp the shares of Petitioner no. 2. The signatures of the Petitioner no. 2 have been forged on the alleged Will dated 31.12.2023.
- d) That the signatures of the Petitioner no. 2 on the alleged Will dated 31.12.2023 were compared with the admitted signatures of the Petitioner no. 2 on the affidavit filed with the captioned Petition, by an independent handwriting and fingerprints expert -BN Srivastava. By his report dated 06.05.2025, he has certified that the disputed signatures of the Petitioner no. 2 on the alleged Will dated

31.12.2023 have not been written by the writer of the admitted signatures of the Petitioner no. 2 on the affidavit filed with the captioned Petition.

NON-JOINDER OF NECESSARY PARTIES

- e) That, since the Petitioner no. 2 is survived by his wife (Aarti Rajpal) and 2 children (Nandini Rajpal and Sejas Rajpal) and despite the fact that the said persons are not parties to the original Petition, the Petitioner no. 1 has intentionally not arrayed them as a party(ies) to the Interlocutory Application in an attempt to surreptitiously usurp the shares of Petitioner no. 2.
- f) That it is, thus, submitted that the captioned Interlocutory Application is liable to be dismissed on account of mis-joinder and / or non-joinder of proper and necessary parties to the captioned Interlocutory Application.

UNREGISTERED WILL / NO PROBATED WILL OR LETTER OF ADMINISTRATION OR SUCCESSION CERTIFICATE

- g) That the alleged Will dated 31.12.2023 is not a registered Will nor is the Will probated by the executor. Further, the Petitioner no. 1 has failed to state when the alleged Will dated 31.12.2023 was executed by the executor.
- h) That there is no letter of administration /succession certificate granted to the Petitioner no. 1 in respect to the estate of the Petitioner no. 2. The Petitioner no. 1 has failed to provide copy of Probated Will Letter of Administration / Succession Certificate to the Respondent no. 1 Company.

MALAFIDE ATTEMPT TO USURP TITLE OF SHARES

- i) That the present Interlocutory Application has been filed by Petitioner no. 1, seeking the following reliefs:
 - i. To allow the present application of substitution of Legal Representative in the interest of justice.
 - ii. To allow the Petitioner no. 1 to be substituted as Legal Representative of deceased Petitioner no. 2 along with all consequential reliefs and directions.
 - iii. To allow the amended Memo of Parties to be taken on record.
 - iv. To pass any such other order as this Hon'ble court may consider fit and proper"
- j) That, the malafides of the Petitioner no. 1 are writ large from the fact that prayers made in the captioned Interlocutory Application are vague, indeterminate and show the surreptitious attempt of the

Petitioner to hood wink this Hon'ble Tribunal to grant title to the Petitioner no. 1 with respect to the shares of the Petitioner no. 2 in the Respondent no. 1 Company. It is submitted that it is trite law that a person determined as a legal representative, only has right to represent the estate for the adjudication of the case and does not have any right to the estate.

MALAFIDE ATTEMPT TO DELETE PETITIONER NO. 2

- k) That malafides of the Petitioner no. 1 are evident from the amended Memo of parties (Annexure-4 of the IA) filed with the captioned Interlocutory Application wherein instead of bringing on record the Petitioner no. 1 as the alleged legal representative of Petitioner no. 2, the Petitioner no. 2 has been deleted from the array of parties. The relevant extract of the said amended Memo of parties is as under:

"AMENDED MEMO OF PARTIES

1. RAJESH RAJPAL

SON OF LATE SH. KC RAJPAL

*RESIDENT OF B-5/44, PASCHIM VIHAR, WEST DELHI, NEW DELHI
110063*

RAJPALRAJESH@GMAIL.COM

PETITIONER"

ABUSE OF PROCESS OF LAW TO DELAY THE PETITION

- l) That the Interlocutory Application is an abuse of process of law and has been filed with the sole objective to derail and delay the hearing of the captioned Petition. The same is also evident from the fact that though the Company Petition was filed on 22.05.2020, the same was registered after 1 year 4 months on 21.09.2021, as the Petitioners failed to remove the objections.

ANALYSIS AND FINDING

5. That the respondents have raised multiple questions on the authenticity of the will terming it forged and fabricated. They have also stated that the will is neither registered nor probated.
6. The respondents have alleged that the petitioner has not been able to give any information regarding the execution of the will.
7. That this tribunal has considered the interlocutory application and the reply of the respondents and is of the view that this tribunal is not a correct forum to authenticate or adjudicate on the veracity of the will.

8. The whole premise of the application is contingent upon the veracity of the will and the same has been questioned by the respondents. This tribunal not being a correct forum to adjudicate upon the veracity of the will, will not delve into arguments and submissions made by either parties at this stage, till this is confirmed at the right forum/court.
9. That the wife and children of the deceased petitioner are alive and hence are class I heir of the deceased petitioner. The class I heirs are the legal heirs of the estate of the deceased person and till they relinquish or transfer their rights for any reason whatsoever, no other person has the right to represent the deceased person and that includes the brother of the deceased.
10. That the Applicant has failed to add the class I heirs of the deceased petitioner in the IA. The class I heirs have the first right to the estate of the deceased as per established law.
11. That even without going into the authenticity of the will, wife and children of the deceased petitioner being alive, hence making them the necessary party to the I.A., by virtue of being Class I heir.
12. That the applicant cannot be termed the legal heir to the estate of the deceased and has failed to implead the necessary party to this I.A.
13. That on account of non-impleadment of the necessary parties and the authenticity of the will being questioned, this tribunal cannot entertain this application.
14. Accordingly, the I.A. is dismissed.

List the main matter on 14.07.2026.

Sd/-

**ATUL CHATURVEDI
MEMBER (TECHNICAL)**

Sd/-

**MANNI SANKARIAH SHANMUGA SUNDARAM
MEMBER (JUDICIAL)**