



IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
WRIT PETITION NO.3592 OF 2025

Rajesh Ramesh Kamath Liquidator of Sangeeta
Aviation Services Private Limited ... Petitioner
Vs.
Registrar of Companies, Mumbai and others ... Respondents

Mr. Manoj Mishra for Petitioner.

Mr. Ashish Mehta a/w. Mr. Yash Palan i/b. Yash Palan for Respondent Nos.1 & 2.

**CORAM : MANISH PITALE &
SHREERAM V. SHIRSAT, JJ.**
DATE : FEBRUARY 05, 2026

ORDER :

. The petitioner is a company represented by liquidator and the grievance raised in the present petition concerns fraudulent registration of respondent No.3 company and in that context, the prayer of the petitioner for cancellation of registration. It is alleged that an almost identically named company was wrongly and fraudulently registered by respondent No.1, in the teeth of the provisions of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014.

2. The petitioner further claims that due to the said fraudulent registration of respondent No.3 company, as a result of connivance between respondent No.5 i.e. the suspended director of the petitioner company and the officials of the respondent No.1 - Registrar of Companies, substantial amounts payable to the petitioner company were illegally diverted to the account of respondent No.3. On this basis, the petitioner has approached this Court, not only seeking cancellation of registration of the respondent No.3 company, but also a direction to the respondent No.2 - Union of India through the Ministry of Corporate

Affairs to take necessary action for initiating inquiry and investigation against the respondent No.1 and its officials. The petitioner has also prayed for direction to the respondent No.4 bank to remit balance amount lying in the account of respondent No.3 to the liquidation account of the petitioner i.e. the corporate debtor (under liquidation). Apart from this, the petitioner is also claiming imposition of penalty on respondent No.1 and a direction to the respondent No.1 to pay appropriate compensation / damages into the liquidation account of the petitioner i.e. the corporate debtor (under liquidation).

3. The petitioner, who is the corporate debtor (under liquidation), was registered as a company named 'Sangeeta Aviation Services Private Limited' on 30.07.2012, with the respondent No.1 - Registrar of Companies, Mumbai. Prior to commencement of the insolvency process, respondent Nos.5, 6 and 7 were directors of the said company and as on today, they are the suspended directors. On a corporate debtor filing a petition before the National Company Law Tribunal, Mumbai (NCLT), seeking initiation of Corporate Insolvency Resolution Process (CIRP), on 10.08.2021, the petitioner was admitted into CIRP process and an Interim Resolution Professional (IRP) was appointed, as a consequence of which, moratorium came into effect.

4. On 29.09.2021, the NCLT passed an order replacing the IRP for the rest of the CIRP Process. During this period, a new company i.e. respondent No.3 was clandestinely incorporated on 09.11.2021 with the name 'Sangeeta Aviation Service Private Limited', despite the fact that the said name bore a striking resemblance with the name of the petitioner.

5. It is the case of the petitioner that despite the fact evident even from the application moved for incorporating the said Sangeeta Aviation Service Private Limited showing striking similarity and other such

aspects, respondent No.1 illegally proceeded to incorporate and register the company in violation of Section 4 of the Companies Act and Rule 8 of the aforesaid Rules. Upon such fraudulent registration, the respondent No.3 company approached entities, who were to pay certain amounts to the petitioner corporate debtor company, and siphoned off substantial amounts of money. These included payments illegally received from the Directorate of Aviation, Government of Chhattisgarh and the Airport Authority of India in November 2021 and January 2022 respectively. When the petitioner became aware, during the CIRP process about the said fraud, it approached the respondent No.4 Bank for freezing the bank account of the respondent No.3 and thereupon, the respondent No.4 debit-freezed the said account of the respondent No.3. It is to be noted that when the IRP raised hue and cry about the aforesaid fraud, the respondent No.3 changed its name from 'M/s. Sangeeta Aviation Service Private Limited' to 'M/s. S4 Aviation Service Limited'. In this backdrop, the respondent No.3 filed a writ petition before this Court to challenge the debit-freezing of its account by respondent No.4 Bank. But, when the IRP of the petitioner corporate debtor placed the information about the fraud before this Court, the respondent No.3 did not proceed with the said writ petition. Accordingly, the Writ Petition bearing (L) No.4189 of 2022 was disposed of by a Division Bench of this Court.

6. Thereafter, the petitioner corporate debtor was placed in the process of liquidation by an order dated 20.10.2023 passed by the NCLT and the petitioner Rajesh Ramesh Kamath was appointed as the liquidator. The petitioner has filed separate writ petitions against the Directorate of Aviation, Government of Chhattisgarh in the High Court of Chhattisgarh and against the Airport Authority of India before the Delhi High Court with regard to its grievance about payments being illegally diverted into the account of the respondent No.3 company. The present petition is filed for reliefs noted hereinabove and it is the case of

the petitioner that due to the utter failure on the part of the respondent No.1 in performing its duties as per law and also in connivance with respondent No.3, and the suspended directors of the petitioner corporate debtor, serious fraud has been committed, for which remedial action is necessary.

7. The respondents were served in this petition. But, only respondent No.1 has appeared through counsel. Reply affidavit of respondent No.1 is also on record. In the reply affidavit, it is stated that registration of respondent No.3 was undertaken as per Rule 8 of the aforesaid Rules. It was further submitted that the petitioner ought not to have filed the present writ petition and instead other remedies under civil and criminal laws are available. On this basis, it was stated that the writ petition may be dismissed. The allegation of connivance on the part of officials of respondent No.1 was denied and reliance was placed on a system called 'SPICe+ system', which is used by the respondent No.1 for expeditious registration of corporate entities and allotting corporate identity number.

8. Mr. Mishra, learned counsel appearing for the petitioner relied upon the documents filed along with the writ petition and submitted that the fraud committed by the respondent No.3 in connivance with the officials of respondent No.1 is evident from the documents on record. By referring to the names of the two companies, it was stated that, but for the deletion of the alphabet 's' from the word 'services', there was no difference at all between the names of the companies and that the respondent No.1 could not have registered and incorporated the respondent No.3 company as such a step violated Rule 8 of the aforesaid Rules framed under the Companies Act. By referring to the said Rule, it was submitted that the respondent No.1 could not have granted such registration to the respondent No.3 company and it could not have been incorporated as per law. It was highlighted that respondent No.5, who

was one of the suspended directors of the petitioner company (corporate debtor), had signed on all documents pertaining to the respondent No.3 company although he was not even a director in the said company. He had also signed documents for opening bank accounts due to which, the aforesaid amounts were illegally siphoned off. It was submitted that, therefore, the writ petition deserves to be allowed and the registration of the respondent No.3 company must be cancelled. It was submitted that appropriate direction ought to be issued to the respondent No.4 bank to remit the balance amount lying in the account of respondent No.3 fraudulent company to the liquidation account of the petitioner corporate debtor. It was further submitted that this Court ought to issue directions for initiating inquiry and investigation into the functioning of respondent No.1 and its officials.

9. It was submitted that in the reply affidavit filed on behalf of respondent No.1, shockingly, reliance was placed on a version of Rule 8 of the said Rules, which does not exist at all. It was further submitted that the respondent No.1, instead of initiating civil and criminal proceedings against the fraud committed by the respondent No.3 and respondent Nos.5 and 6, was wrongly placing the onus on the petitioner for initiation of such proceedings. On this basis, it was submitted that this Court may issue appropriate directions.

10. On the other hand, Mr. Mehta, learned counsel appearing for respondent No.1, initially sought to defend the actions of respondent No.1. But, subsequently, he conceded to the fact that Rule 8 quoted in the reply affidavit of respondent No.1 was erroneously extracted. He could not deny that the language of Rule 8 is as relied upon by the petitioner and that the quotation in the reply affidavit was wrong. In that light, he submitted that the prayer for cancellation of registration of the respondent No.3 company may be considered by this Court after taking

into account the correct version of Rule 8 relied upon by the petitioner. It was submitted that the aforesaid system i.e. SPICe+ system was being used by the respondent No.1 for quick and expeditious disposal of the applications for registration and incorporation of entities. Human intervention was minimal and this was one of the reasons that led to registration of the respondent No.3 company. It was submitted that in such a situation, if this Court is contemplating issuing certain directions in respect of the prayer made by the petitioner for inquiry and investigation into the functioning of respondent No.1 and its officials, further time may be granted to file a detailed additional affidavit.

11. We have considered the rival submissions in the light of the material available on record. Relevant portion of Rule 8 of the aforesaid Rules pertaining to incorporation of companies, framed under the Companies Act, reads as follows:-

“8. Names which resemble too nearly with name of existing company.-

(1) A name applied for shall be deemed to resemble too nearly with the name of an existing company, if, and only if, after comparing the name applied for with the name of an existing company by disregarding the matters set out in sub-rule (2), the names are same.

(2) The following matters are to be disregarded while comparing the names under sub-rule (1):-

- (a) the words like Private, Pvt, Pvt., (P), OPC Pvt. Ltd., IFSC Limited, IFSC Pvt. Limited, Producer Limited, Limited, Unlimited, Ltd, Ltd., LLP, Limited Liability Partnership, company, and company, & co, & co., co., co, corporation, corp, corpn, corp or group;
- (b) the plural or singular form of words in one or both names;
- (c) type and case of letters, spacing between letters, punctuation marks and special characters used in one or both names;
- (d) use of different tenses in one or both names;
- (e) use of different phonetic spellings including use

of misspelled words of an expression;

- (f) use of host name such as 'www' or a domain extension such as 'net', 'org', 'dot' or 'com' in one or both names;
- (g) the order of words in the names;
- (h) use of the definite or indefinite article in one or both names;
- (i) a slight variation in the spelling of the two names including a grammatical variation thereof;
- (j) complete translation or transliteration, and not part thereof, of an existing name, in Hindi or in English;
- (k) addition of the name of a place to an existing name, which does not contain the name of any place;
- (l) addition, deletion, or modification of numerals or expressions denoting numerals in an existing name, unless the numeral represents any brand;

Provided that clauses (f) to (h) and clauses (k) and (l) shall not be disregarded while comparing the names, if a no objection by way of a Board resolution has been provided by an existing company."

12. The above-quoted portion of the Rule is followed by detailed illustrations to help understand the application of the said Rule to various situations.

13. We find substance in the contention of the petitioner that on a proper application of Rule 8 of the aforesaid Rules, respondent No.3 could not have been registered as a company bearing the name 'Sangeeta Aviation Service Private Limited' as it was clearly and strikingly similar to the name of the petitioner corporate debtor i.e. 'Sangeeta Aviation Services Private Limited'. The only difference being deletion of alphabet 's' from the word 'services' clearly demonstrated that the respondent No.1 could not have registered and incorporated respondent No.3 with the name 'Sangeeta Aviation Service Private Limited'. Apart from this,

we find that the registered address of both the companies was shown as 'Akshay Mittal Estate, Andheri (East), Mumbai'. We also find that common domain name viz. *supremeaviation.com* was used in the registered e-mail ID of respondent No.3, when the said domain name was already being used by the suspended director of the petitioner corporate debtor. Even the company letterhead was replicated by the respondent No.3 when compared with the letterhead of the petitioner corporate debtor.

14. The documents on record also show that respondent No.5, who is the suspended director of the petitioner corporate debtor, had signed the documents for and on behalf of the respondent No.3 company, which was masquerading as the petitioner corporate debtor before various institutions. It is to be noted that the said respondent No.5, who was the suspended director of the petitioner corporate debtor company, was not even shown as one of the directors of respondent No.3 when it was registered as 'Sangeeta Aviation Service Private Limited'. Such documents include vendor information submitted to the Directorate of Aviation, Government of Chhattisgarh and other entities, where the name of the petitioner corporate debtor was shown as a vendor, with the signature of the suspended director respondent No.5 and the amount paid by such entities to whom the representation was made, was illegally received and diverted into the bank accounts opened in the name of the respondent No.3 company. The bank account statement at exhibit 'J' shows that although the account was in the name of the respondent No.3 'M/s. Sangeeta Aviation Service Private Limited', payment receivable by the petitioner corporate debtor i.e. M/s. Sangeeta Aviation Services Private Limited was received and immediately transferred on the next date into another entity, showing the manner in which the fraud was perpetrated on the petitioner. We find that such a fraud could not have been perpetrated, but for the wrongful and illegal registration of the

respondent No.3 named as 'M/s. Sangeeta Aviation Service Private Limited' by the officials of the respondent No.1. The effect of such a fraud cannot be said to have been diluted merely because subsequently, the name of respondent No.3 was changed to 'S4 Aviation Service Private Limited'. It is clear that on proper application of Section 4(2)(a) of the Companies Act, which prohibits incorporation of a company with the name, which resembles too nearly to the name of the existing company, read with Rule 8 of the aforesaid Rules, the respondent No.1 ought not to have registered respondent No.3 as a company bearing the name 'M/s. Sangeeta Aviation Service Private Limited'.

15. It is shocking that in the reply affidavit filed on behalf of the respondent No.1, the aforesaid obvious fraudulent registration is sought to be justified relying on Rule 8(2) of the aforesaid Rules. We find that in the affidavit sworn by a Deputy Registrar of the office of respondent No.1, Rule 8 is reproduced. But, the said reproduced version of Rule 8 has no connection with the actual Rule 8 as it exists, which has been quoted hereinabove. In the reply affidavit of respondent No.1 at paragraph 10(b), Rule 8 purportedly of the Companies (Incorporation) Rules, 2014 has been reproduced as follows:-

“Rule 8: Names which resemble too nearly with name of existing company

- (1) A name applied for shall be considered undesirable, if-
 - (a) it is identical with or too nearly resembles the name of a limited liability partnership or an existing company; or
 - (b) it resembles closely the name of a company in liquidation; or
 - (c) it includes the words or expressions prohibited under the Emblems and Names (prevention of Improper Use) Act, 1950; or
 - (d) it includes the name of a registered trade mark or a trade mark which is subject of an application for registration, unless the consent of the owner or applicant for registration, as the case may be, has been obtained and produced by the promoters; or

- (e) it is identical with or too nearly resembles the name of a company incorporated outside India and reserved by such company with the Registrar, whether under section 380 or otherwise.

(2) A company shall not be registered with a name which is identical with or too nearly resembles the name of an existing company, and while considering an application for reservation of name, the Registrar shall have regard to the following:

- the names shall be allowed if the existing company by its Board Resolution has given a No Objection Certificate to use its name;
- the difference in the name shall be sufficient to distinguish it from the name of the existing company.

(3) For the purposes of determining whether a name resembles too nearly with an existing name, the following shall be disregarded:

- use of words like 'private', 'Pvt.', 'Ltd.', 'LLP', 'Company',
- plural or singular forms of words,
- type and case of letters,
- punctuation marks,
- commonly used words such as 'New', 'Modern', 'Shri', 'Shree', etc."

16. The above-quoted Rule in the reply affidavit of respondent No.1 is nothing but a figment of imagination and we find substance in the contention of the learned counsel for the petitioner that perhaps the said Rule has been downloaded on the basis of search through some artificial intelligence search engine, which has imagined and created the said Rule. This shows the extent of irresponsibility of the official of the respondent No.1, who has sworn the affidavit, wrongly quoting Rule 8 and then seeking to justify the action of respondent No.1 on the basis of such a wrongly quoted Rule 8(2). The said wrongly quoted sub-rule (2) of Rule 8 provides for the board resolution of the existing company giving a no objection certificate (NOC) for registration of a new company bearing a name, which is identical or nearly resembling the name of the existing company. We find this to be a shocking instance of

incompetence or even worse, connivance of the officials of the respondent No.1 - Registrar of Companies in order to help unscrupulous elements to commit fraud, facilitating siphoning off amounts of the petitioner corporate debtor. The whole line of argument taken in the reply affidavit on behalf of the respondent No.1 is based on such misquoting of Rule 8 of the said Rules.

17. In the reply affidavit, we also find much emphasis placed on behalf of the respondent No.1 on its 'SPICe+ system', which is an automated name similarity checking mechanism. It is simply stated that the said system approved the name 'Sangeeta Aviation Service Private Limited', and therefore, registration and incorporation of respondent No.3 was undertaken. Thereupon, reliance was placed on the 'NOC' purportedly given by the existing company, which was also a fraud and yet the said action was sought to be justified by the respondent No.1. The said respondent has further sought to justify its action by claiming that since the incorporation workflow to SPICe+ system does not include an automatic cross-verification mechanism to flag or alert the processing officer when an NOC is submitted by the directors of a company that has been subsequently admitted into CIRP, no fault can be found with such registration. We find that the aforesaid stand taken in the reply affidavit of respondent No.1 makes matters worse for the said respondent. An impression is sought to be given that due to lack of human interface and in the light of the functioning of the 'SPICe+ system', such registration of the respondent No.3 was undertaken. This is another reason why we are of the opinion that the respondent No.1 is seeking to justify the fraudulent manner in which the respondent No.3 was registered and incorporated as 'Sangeeta Aviation Service Private Limited'. If the aforesaid 'SPICe+ system' is so inadequate and incompetent, there is no reason why the officers of respondent No.1 - Registrar of Companies should have used such a system in the first place

and in any case, we find that a detailed enquiry into the matter is justified.

18. But, in the light of the fervent plea made by the learned counsel appearing for respondent No.1 that an additional opportunity may be granted to file an affidavit to explain the aforesaid aspects of the matter, including misquoting of the rule, before this Court passes any order to institute an inquiry against the officers of the respondent No.1, we are inclined to give one more opportunity.

19. But, the aforesaid aspect need not detain us from granting relief to the petitioner on prayers other than the prayer pertaining to institution of inquiry against the officers of respondent No.1. While keeping the writ petition pending, such reliefs can certainly be granted in the light of the observations made hereinabove.

20. We have come to the considered conclusion that in this case, respondent No.3 company was fraudulently incorporated in the name of 'Sangeeta Aviation Service Private Limited' although its name was strikingly and too nearly similar to the name of the already registered company 'M/s. Sangeeta Aviation Services Private Limited', which is the corporate debtor petitioner. It is of no consequence that when the fraud was discovered, the name of respondent No.3 was subsequently changed to 'M/s. S4 Aviation Service Limited'. We also find that the petitioner has suffered considerable financial loss due to significant amounts being diverted because of the fraud committed by respondent No.3, for which separate proceedings have already been initiated. The record also shows that the respondent No.4 Bank had taken steps to debit-freeze the account of respondent No.3. Considering the conclusions that we have reached hereinabove, we find that an appropriate direction ought to be issued to respondent No.4 to remit the balance amount lying in the account of the fraudulently registered and

incorporated respondent No.3 to the liquidation account of the petitioner corporate debtor (under liquidation).

21. Accordingly, we grant reliefs to the petitioner in terms of prayer clauses (A), (B) and (D), which read as follows:-

“(A) To issue a Writ of Mandamus and / or Writ in the nature of Mandamus and / or any other appropriate writ, orders or directions, thereby calling upon the Respondent No.1, being the Registrar of Companies, Mumbai, to show cause as to how it allowed the incorporation of the Respondent No.3 ‘M/s. Sangeeta Aviation Service Private Limited (CIN: U35999MH2021PTC371140)’ whose name had striking similarities to the Corporate Debtor ‘M/s. Sangeeta Aviation Services Private Limited (CIN: U62200MH2012PTC233881)’;

(B) To issue a Writ of Mandamus and / or Writ in the nature of Mandamus and / or any other appropriate writ, orders or directions, thereby directing the Respondent No.1, being the Registrar of Companies, Mumbai, to cancel the registration of the Respondent No.3 ‘M/s. Sangeeta Aviation Service Private Limited (CIN: U35999MH2021PTC371140)’;

(D) To pass an Order thereby directing the Respondent No.4 HDFC Bank Limited to remit the balance amount as lying in A/c. No.50200063285783 of the Respondent No.3/ sham company in its bank to the Liquidation A/c No.22506233223 of the Corporate Debtor (under liquidation) maintained with Standard Chartered Bank;”

22. Consequently, the registration and incorporation of respondent No.3 stands cancelled.

23. As regards prayer clauses (C), (E) and (F) pertaining to directions for instituting inquiry and investigation against the officers of the respondent No.1 and considering directions for imposing penalty on respondent No.1 and also directing the said respondent to pay compensation / damages to the petitioner, the respondent No.1 is granted time of four weeks to file an additional affidavit. Rejoinder, if any, shall

be filed within two weeks thereafter.

24. List the petition for consideration of reliefs in terms of prayer clauses (C), (E) and (F) on 26.03.2026, High on Board.

(SHREERAM V. SHIRSAT, J.)

(MANISH PITALE, J.)

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