

M/s Alstom Transport India Limited through its authorised signatory Shah Diptej Harshadkumar v. Additional Commissioner, CGST and Central Excise (Appeals) and Others

Case number: R/Special Civil Application No. 11025 of 2025 with Nos. 11029, 11030, 11033, 11034, 11035 and 11043 of 2025

Citation: No neutral or reporter citation verified from the official original.

Decision date: 23 January 2026

Amalgamation and export ITC refunds: partial transfer; registration compliance and pending Supreme Court appeals

Court: Gujarat High Court

Bench: Hon'ble Mr. Justice A. S. Supehia and Hon'ble Mr. Justice Pranav Trivedi

Decision stage: Final High Court merits dismissal; Supreme Court leave granted on 20 July 2026. Later procedural orders verified through 12 October 2026.

01 Facts of case and issues

Alstom Transport India Ltd. (ATIL), the transferee, challenged seven appellate orders dated 8 January 2025 reversing refunds sanctioned to Alstom Rail Transportation India Pvt. Ltd. (ARTIPL). The NCLT approved amalgamation of ARTIPL and two other companies into ATIL on 10 August 2023; the scheme's effective date was 22 September 2023. ARTIPL intimated the GST officer on 10 October 2023.

On 20 October 2023, ARTIPL used ITC-02 to transfer approximately Rs. 192.88 crore, retaining approximately Rs. 49.14 crore for refund claims. The lead claim concerned April 2023 exports: Rs. 2,56,75,437 was sanctioned and encashed. ARTIPL's registration was cancelled only from 29 November 2024. The dispute concerned whether accrued export-refund rights and that continuing registration could validate this route despite amalgamation. ATIL said the refund right had accrued when ARTIPL exported, and that Section 18(3) permitted rather than compelled transfer of the entire balance. Revenue disputed that statutory interpretation.

Pinpoint: Original physical pp. 1–6, paragraphs 1–13; pp. 19–20, paragraph 40; p. 40, paragraph 54. Original pp. 7–14, paragraphs 18–29; pp. 17–19, paragraphs 34–39.

02 Discussion by Hon'ble Court

The Court read the registration, cancellation and credit-transfer provisions together. Under Sections 22(4) and 25, ATIL's registration had to correspond to the RoC event; its anticipatory application and retrospectively effective registration were irregular. ARTIPL had to apply in REG-16 under Section 29(1)(a) and Rule 20, rather than rely on an intimation letter. The Court criticised the officer's delay too. It applied Section 87(2) to require cancellation from the NCLT-order date, while acknowledging that cancellation did not arise through a deeming fiction.

Relying on VKC Footsteps for the statutory nature of refunds and Safari Retreats for strict construction, it rejected deliberate partial ITC transfer followed by refund applications in the dissolved transferor's name. ITC-02 was the prescribed transfer mechanism; export-policy arguments could not excuse the identified

02 Discussion by Hon'ble Court

non-compliance. Paragraph 57 acknowledged no separate ITC-02 filing deadline, but required compliance with the connected registration timelines.

Crucially, paragraph 65 contemplated ATIL obtaining the entire credit and encashing it following statutory compliance. The judgment therefore cannot fairly be reduced to automatic destruction of all refund rights upon amalgamation. Applying *pari delicto*, the Court held that ARTIPL could not obtain a refund advantage from the officer's fault when it was itself at fault; ATIL could not obtain the proposed relief at that stage.

Pinpoint: Original pp. 23–36, paragraphs 42–52; pp. 40–51, paragraphs 55–66, especially 57 and 65–66. Cited authorities are reported as used by this Court; their complete records were not independently re-reviewed.

03 Judicial decision and operative relief

All seven writ petitions were dismissed, the Rules discharged and no costs awarded. The Court declined to interfere with the 8 January 2025 appellate orders reversing refund sanctions. It did not grant the alternative request for a fresh manual claim with objections waived and earlier payments adjusted.

Revenue was directed to issue instructions ensuring correct registration handling and prompt action when officers learn of amalgamation. The operative order did not itself quantify a fresh recovery, impose interest or penalty, or prescribe repayment terms. Separately, the Supreme Court has granted leave; its 12 October 2026 order adjourns a stay application for two weeks without granting a stay or deciding the merits.

Pinpoint: Original p. 16, paragraph 32; pp. 50–55, paragraphs 65–72. Supreme Court: 20 July 2026, paragraph 1; 12 October 2026, paragraphs 1–2, each p. 1.

04 In favour of

Revenue on the High Court refund dispute, accompanied by adverse observations and administrative directions concerning its officers; Supreme Court appeals remain pending in the verified orders.

Substantive refusal of taxpayer relief at High Court, not a remand or procedural-dismissal-only case. Admission of the appeals is neither affirmance nor reversal.

Pinpoint: Original paragraphs 65–72; Supreme Court orders of 20 July, 7 September and 12 October 2026.

05 AKHB REVIEW POINT

AKHB analysis: Plan GST registration, cancellation and ITC migration alongside the scheme. Preserve the NCLT order, RoC evidence, effective dates, ledger reconciliation, ITC-02 acceptance and the accountant's liabilities certificate. Identify separately who made the exports, held the credit and submitted each refund claim.

Do not extrapolate this complete-amalgamation dispute to every demerger or partial business transfer: Circular 133/03/2020 addresses apportionment where assets and liabilities transfer only partly. Nor treat paragraph 65 as an unconditional refund entitlement or the dismissal as a universal forfeiture rule. Check actual recovery notices and appellate interim protection separately; preserve claim and appeal limitation

05 AKHB REVIEW POINT

while the Supreme Court proceedings continue. A surviving portal registration alone should not be assumed to establish the dissolved company's continuing entitlement.

Pinpoint: AKHB commentary based on original paragraphs 42–58 and 62–72; CBIC Circular 133/03/2020-GST, paragraph 3(b), p. 3. These action points are analysis, not additional judicial directions.

Sources and limitations

Relevant provisions

CGST Act, 2017: Sections 18(3), 22(4), 25(1) and (8), 29(1)(a), 29(2)–(4), 54(3), 87(2), 107(2) and (11); Section 122(1)(xi) discussed. CGST Rules: Rules 8, 20, 22 and 41; Forms GST REG-01, REG-16, REG-17, REG-19, ITC-02 and RFD-06. IGST Act: Section 16. The Companies Act/Income-tax provisions in Mahagun are comparative authority.

Statutory note

The lead exports occurred in April 2023, before substitution of IGST Section 16(3) on 1 October 2023; the earlier LUT/bond refund route must be distinguished from later statutory wording. India Code's CGST consolidation, dated 11 June 2026, retains Sections 18(3), 22(4) and 87(2). The judgment's extracts are not a current consolidation: its Section 29(1)(c) and 29(2)(b)–(c) reproduce superseded wording, its Section 54(1) proviso predates the 1 October 2022 amendment, and its Section 54(3) export-duty proviso was omitted from 1 November 2024 when Section 54(15) was inserted. These collateral amendments do not themselves resolve this amalgamation dispute. Rules 20, 22 and 41 were checked against CBIC's 1 January 2022 consolidation, including Rule 41's 2019 explanation; no exhaustive post-consolidation rule-amendment audit is claimed.

Treatment note

Checked 12 October 2026: official Supreme Court orders verify notice on 13 May 2026 and leave granted on 20 July 2026 in SLP(C) 16124–16130/2026, thereafter Civil Appeals 9217–9223/2026, Diary 21626/2026. On 3 August, counter-affidavit time was granted; on 7 September the appeals were posted for final disposal on 1 December 2026. The 18 September order listed IA 282239/2026 for 12 October. Today's 12 October order, with only that stay application listed, records a request for rejoinder time and directs listing after two weeks. None of these six inspected orders grants a stay or disposes of the appeals. That is a bounded verified-order finding, not certification that no other order exists. An indexed 27 May procedural order could not be retrieved from the official endpoint and is not relied on for operative status; no exhaustive citator or live-docket certification is claimed.

Scope of source review

All 55 physical original pages, including paragraphs 1–72, every statutory quotation, cited-authority passage, appearance and signature block, were read and individually visually inspected. All six relied-on Supreme Court orders were read and visually inspected in full. Statutory and circular checks were targeted as identified below.

Source notes

Original bytes, including the leading UTF-8 BOM, remain unchanged; parser readability does not authenticate digital signatures. Paragraph 71 reverses the transferor/transferee labels: the facts and

reasoning identify ARTIPL as transferor and ATIL as transferee. Paragraph 62 prints 25 March 2023, whereas paragraphs 40(e), 43, 52 and 58 state 25 May 2023; both refer to a 21 December 2025 certificate. The note does not silently repair these dates. Paragraph 46 refers once to Section 20 where the surrounding discussion concerns Section 29(1)(a). Paragraph 52's summary gives alternative cancellation-date formulations; paragraphs 51–52 specifically apply Section 87(2) to 10 August 2023. The rounded retained-credit figure does not exactly reconcile with the other printed amounts. On this review the dynamic High Court link returned an unavailable-order notice for SCA/11025/2025; the unchanged official corpus original collected on 12 October 2026 is the source used.

Primary source

Source description: Complete 55-page official Gujarat High Court common judgment; six later official Supreme Court orders are separately identified.

Official source: [Open source document](#)

Source pages: 55

Judgment author: A. S. Supedia, J.

Outcome type: final high court merits

Additional source

Supreme Court: Alstom, 13 May 2026 notice order

Official source: [Open source document](#)

Pinpoint: SLP(C) 16124–16130/2026; sole operative sentence, p. 1. Entire one-page order reviewed.

Supreme Court: Alstom, 20 July 2026 leave order

Official source: [Open source document](#)

Pinpoint: Paragraphs 1–3, p. 1: leave granted, service and IA listing. Entire one-page order reviewed.

Supreme Court: Alstom, 3 August 2026 procedural order

Official source: [Open source document](#)

Pinpoint: Civil Appeals 9217–9223/2026; paragraphs 1–2, p. 1. Entire one-page order reviewed.

Supreme Court: Alstom, 7 September 2026 listing order

Official source: [Open source document](#)

Pinpoint: Sole operative sentence, p. 1: final-disposal listing on 1 December 2026. Entire one-page order reviewed.

Supreme Court: Alstom, 18 September 2026 IA listing order

Official source: [Open source document](#)

Pinpoint: IA 282239/2026, p. 1. Entire one-page order reviewed.

Supreme Court: Alstom, 12 October 2026 stay-application adjournment

Official source: [Open source document](#)

Pinpoint: IA 282239/2026 only; paragraphs 1–2, p. 1. Entire one-page order reviewed; no substantive stay ruling.

India Code: CGST Act consolidation as on 11 June 2026

Official source: [Open source document](#)

Pinpoint: Sections 18(3), 22(4), 25, 29, 54 and 87; physical pp. 34–35, 36–42, 57–60 and 76. Targeted statutory and amendment-footnote check.

CBIC: CGST Rules consolidated as on 1 January 2022

Official source: [Open source document](#)

Pinpoint: Rule 20, physical p. 21 (printed p. 18); Rule 22, physical pp. 23–24 (printed pp. 20–21); Rule 41, physical pp. 40–41 (printed pp. 37–38). Historical consolidation, not a claim of all amendments through October 2026.

CBIC Tax Information Portal: IGST Section 16 and amendment history

Official source: [Open source document](#)

Pinpoint: Section 16(3), amendment footnote 2 reproducing the pre-1 October 2023 version. Official indexed page text retrieved; subsequent direct-page request returned 502.

Notification 27/2023–Central Tax, 31 July 2023

Official source: [Open source document](#)

Pinpoint: Sole operative paragraph, p. 1: Finance Act 2021 Section 123 effective from 1 October 2023.

CBIC Circular 133/03/2020-GST, 23 March 2020

Official source: [Open source document](#)

Pinpoint: Paragraph 2, pp. 1–2, and paragraph 3(b), p. 3: apportionment for partial transfer of assets with liabilities. Used to bound practical extrapolation; not cited in the High Court judgment.

Disclosures and source rights

AI disclosure: Prepared with AI assistance from the complete official High Court judgment and the identified additional official sources. No human legal review is claimed.

General disclaimer: For professional information only; not legal advice. Read the full judgments and applicable law, verify later treatment and obtain case-specific professional advice before acting.

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Reserved date: 7 January 2026

Source checked: 12 October 2026