

NATIONAL COMPANY LAW APPELLATE TRIBUNAL, NEW DELHI

Company Appeal (AT) No. 199 of 2017

IN THE MATTER OF:

Dr. S. Gopinath & Anr.

...Appellants

Vs.

Orugallu Medicare Ltd. & Ors.

...Respondents

Present: For Appellants:- Mr. Venkateswararao Anumolu and Mr. Prabhakar Parnath, Advocate

For Respondents:-

ORDER

18.07.2017 Ld. Counsel for the appellants submitted that the impugned order dated 6th March, 2017 was served on the appellants by the National Company Law Tribunal (hereinafter referred to as "Tribunal") on 18th March, 2017. Thereafter, for the reasons mentioned in the petition for condonation of the delay, the appellants could not file the appeal within a period of 45 days and has been filed after the delay of 30 days, which is within the domain of Appellate Tribunal to condone.

2. Having heard Ld. Counsel for the appellants and Ld. Counsel for the respondents and taking into consideration the grounds shown in the petition, we condone the delay of 30 days in filing the appeal. I.A. No. 319 of 2017 stands disposed of.

3. This appeal has been preferred by the appellants against the order dated 6th March, 2017 passed by the Tribunal, Hyderabad Bench in

CP.No. 26 of 2013 (TP No. 101/HDB/2016), whereby and whereunder the petition preferred by the appellants under sections 397, 398, 399, 402 & 403 of the Companies Act, 1956 has been dismissed.

4. The Company Petition was preferred by the appellants in the year 2013 *inter alia* seeking declaration that the acts of 2nd Respondent in managing the affairs of 1st Respondent company and denying the rightful due of the appellants in the 1st respondent company amounting to oppression and mismanagement of the affairs of 1st respondent company. Prayer was also made to declare the shares issued after 2006 as illegal and void.

5. On hearing Ld. Counsel for the parties and perusal of the impugned order, we find that no specific case has been made out by appellants to show that the respondents oppressed the appellants or there is mismanagement of the company. Admittedly, the 1st appellant is the Chairman of the 1st Respondent Company and certain acts of oppression as alleged is of the years 2006 to 2012. It further appears that differences cropped up since the year 2003-04 among the Directors of the company, which according to the appellants is because of unprofessional attitude of 2nd respondent. However, the reasons why after delay of more than 10 to 12 years, the appellants preferred the Company Petition have not been explained.

6. Ld. Counsel appearing on behalf of the appellants submitted that for the years together no Annual General Meeting was called for. However, it is

accepted that Annual General Meeting was called for in the year 2012 i.e prior to filing of Company Petition in 2013, wherein the appellants were also asked to attend. There is nothing on the record to show that the appellants in the said Annual General Meeting of 2012 raised any acts of oppression and mismanagement of the earlier period. This apart, Ld. Tribunal has noticed that by the time the Tribunal was to pass order there is no oppression and mismanagement and the company was on going without any interference. In facts and circumstances, if the Tribunal declined to grant any relief to the appellants, we find no ground to interfere with the impugned order. In absence of any merit, the appeal is dismissed. However, in the facts and circumstances of the case there shall be no order as to cost.

(Justice S.J. Mukhopadhaya)
Chairperson

(Balvinder Singh)
Member(Technical)

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