

**IN THE HIGH COURT OF MANIPUR
AT IMPHAL**

WP(C) No.827 of 2022

Ms DSLS Co (Retail Outlet &
SKO Agency) Dealer
Indian Oil Corpn Ltd

... Petitioner

-Versus-

IOC Ltd & 2 Ors

... Respondents

**BEFORE
HON'BLE MR. JUSTICE A.GUNESHWAR SHARMA**

3.10.2025

Present Mr.N.Ibotombi, learned senior counsel assisted by Ms.Jinita, learned counsel for the petitioner and Mr.L.Shashibhushan, learned senior counsel assisted by Ms.Liya, learned counsel for the respondent IOC.

The petitioner, who is one of the partner of Ms DSLS Co. approached the respondents for re-constitution of partnership firm on the ground of death of one of the partner. Ms DSLS Co is a partnership firm with one Shri Jai Prakash Singh with 51% share and Shri O.Henry Singh with 49% share. On the demise of Shri Jai Prakash Singh, surviving partner Shri O.Henry Singh submitted a proposal for re-constitution of partnership firm. Vide letter dated 2.8.2022 the IOC sent letters to the LRs of deceased Jai Prakash Singh and Biswanath Singh, requesting for re-constitution of partnership firm. It is submitted that out of the LRs of Jai Prakash Singh and Biswanath Singh, two LRS i.e., Smt Saraswati Singh and Smt Sunita Singh, are not responding to the notice sent by the IOC.

Mr.N.Ibotombi, learned senior counsel for the petitioner draws attention of this Court to clause (H) of the Policy Guideline for re-constitution of Partnership and the same is reproduced hereunder:

"H". General Condition for guidelines for reconstitution of Commissioned Dealerships.

7. In cases Nominees(s)/Legal Heirs (s) is/are not responding: In cases where one or more of the Nominee (s)/ Legal heir (s) of deceased proprietor/ partner(s) have not given their consent within specified period of 30 days, another time period of 30 days (as reminder) shall be given their to the nominee(s)/ legal heir (s) for expressing their willingness to join the dealership failing which, it will be treated that they {non responding nominee (s)/ legal heir(s) of the deceased proprietor/partner(s)} are unwilling to be indicated in the Dealership and the OMC shall be at liberty to exercise its rights to approve reconstitution of the Dealership with the willing nominee(s)/legal heir(s). However, the surviving/ incoming proprietor/partner(s) of the reconstituted Dealership will have to indemnify the OMC against (Annexure-12) any claims or demands which may be made in future.”

Since, two of the LRS of Jai Prakash and Biswanath Singh are not responding to the Notice sent by the IOC in terms of the clause (H) of the General Guideline, partnership may be reconstituted with the LR of surviving partners. In this respect an additional affidavit dated 24.9.2025 is submitted by the petitioner herein. It is stated that in the additional affidavit in similar situation, vide order dated 6.8.2025 passed by this Court in WP(C) No.906 of 2022, re-constitution of partnership of a retail outlet has been permitted on the basis of surviving partners and responding LR. It is submitted that the present writ petition may be disposed of by giving liberty to the petitioner to resubmit fresh proposal through the SDMS within four weeks on the basis of no objection submitted by the responding LR, within a period of four weeks, thereafter, the IOC will issue necessary orders as per Rule.

The writ petition is disposed of with the permission to re-submit fresh proposal through SDMS within four weeks on the basis of no objection submitted by the responding LR within four weeks from today as required by the IOCL

With this observation the writ petition is disposed of.

JUDGE

Priyojit