

IN THE HIGH COURT OF KERALA AT ERNAKULAM

PRESENT:

THE HONOURABLE MR.JUSTICE T.R.RAMACHANDRAN NAIR

&

THE HONOURABLE MR. JUSTICE B.SUDHEENDRA KUMAR

FRIDAY, THE 10TH DAY OF APRIL 2015/20TH CHAITHRA, 1937

Co.Pet.No. 38 of 2014 ()

PETITIONER:

THOMAS GEORGE

RESIDING AT NEELAMPILALIL HOUSE, VIJAYA ROAD
AYANI NADA, MARADU, ERNAKULAM.

BY ADVS.SRI.N.DHARMADAN (SR.)

SRI.M.R.VENUGOPAL

RESPONDENTS:

1. UNION OF INDIA
REPRESENTED BY SECRETARY TO THE GOVERNMENT
MINISTRY OF CORPORATE AFFAIRS, SHASTRI BHAVAN
RAJENDRA PRASAD ROAD, NEW DELHI - 110 001.
2. MALAYALAYALAM INDUSTRIES LTD.,
MERMAID COMPLEX, KANIAMPUZHA ROAD, VYTTILA
ERNAKULAM - 682 019
REPRESENTED BY THE MANAGING DIRECTOR.
3. JOHN MATHEW,
CHAIRMAN, MALAYALAM INDUSTRIES LTD., MERMAID COMPLEX
KANIAMPUZHA ROAD, VYTTILA, ERNAKULAM - 682 019.

R2 BY ADV. SRI.VAKKOM N.VIJAYAN

R2 BY ADV. SMT.V.RENJU

R2 BY ADV. SRI.P.ANIYAN

R BY SRI.N.NAGARESH, ASSISTANT SOLICITOR GENERAL

THIS COMPANY PETITION HAVING BEEN FINALLY HEARD ON
10-04-2015, THE COURT ON THE SAME DAY PASSED THE FOLLOWING:

APPENDIX

PETITIONER(S)' EXHIBITS

ANNEXURE - I: TRUE COPY OF BALANCE SHEET AND REPORT OF THE COMPANY
DT. 25.6.2013.

ANNEXURE - II: TRUE COPY OF BALANCE SHEET AND REPORT OF THE COMPANY
DATED 2.9.2014.

ANNEXURE -III: TRUE COPY OF THE AGREEMENT DATED 30.3.2015.

RESPONDENT'S EXHIBITS:

ANNEXURE R1: TRUE COPY OF THE LETTER DATED 4.4.2014 RECEIVED FROM
THE ESI CORPORATION.

ANNEXURE R2: TRUE COP OF THE LICENCE ISSUED IN THE NAME OF THE
PRESENT MANAGING DIRECTOR.

ANNEXURE R3: TRUE COPY OF THE CERTIFICATE OF REGISTRATION ISSUED BY
THE ASST. COMMISSIONER, DEPARTMENT OF COMMERCIAL TAXES CHANGING THE
MANAGING DIRECTOR WITH EFFECT FROM 6.12.2012.

ANNEXURE R4: TRUE COPY OF THE LICENCE ISSUED BY THE FOOD SAFETY
STANDARDS AUTHORITY OF INDIA IN THE NAME OF THE PRESENT MANAGING
DIRECTOR.

ANNEXURE 5: TRUE COPY OF THE PROCEEDINGS DATED 15.4.2013 OF THE
EXCISE COMMISSIONER, THIRUVANANTHAPURAM.

TRUE COPY

PA TO JUDGE

Scl.

**T.R. RAMACHANDRAN NAIR
&
B. SUDHEENDRA KUMAR, JJ.**

Comp. Petition No. 38 of 2014

Dated this the 10th day of April, 2015.

JUDGMENT

T.R. Ramachandran Nair, J.

The prayers made by the petitioner in this company petition are as follows:

(a) This Hon'ble Court may be pleased to pass orders for the declaration that all the affairs of the Malayalam Industries Company Limited should be investigated by competent Inspector to be appointed in this behalf by the Central Government under Section 237(a) under the provisions of the Companies Act, 1956; and

(b) Grant such other or further relief as this Hon'ble Court may deem fit and necessary in the circumstance of this case.

2. We heard Sri.N. Dharmadan, the learned Senior Counsel appearing for the petitioner, Sri. Vakkom N. Vijayan, the learned counsel appearing for respondents 2 and 3 and the

learned Assistant Solicitor General Sri. N. Nagaresh for the first respondent.

3. The learned senior counsel Sri.N. Dharmadan submitted that in the light of the mediation settlement agreement between the parties, appropriate follow up action has to be taken by the first respondent for conducting an inspection into the affairs of the second respondent by appointing Registrar of Companies or any other inspectors. The learned counsel for respondents 2 and 3 has no objection for the said course also. The mediation settlement agreement has been produced as Annexure III along with C.A.No.171 of 2015 in this company petition. We have disposed today by a common judgment in Comp.Appeals Nos.3 and 4 of 2014 by recording the settlement. Clause 1 of the settlement, is the one agreed to by both sides to have an inspection into all affairs of the 2nd respondent.

In that view of the matter, we issue a direction as sought for. The first respondent will have to take appropriate action

in the matter. For enabling the first respondent to pass appropriate orders, the petitioner will furnish a copy of this judgment along with the judgment in Comp. Appeals Nos.3 and 4 of 2014, along with a proper representation. On receipt of the same, appropriate action will have to be taken by the first respondent. The learned Senior Counsel for the petitioner, requested that the first respondent may be directed to take appropriate action within a time limit. We direct the first respondent to see that effective action is taken within a period of six months from the date of receipt of a copy of this judgment and the representation from the petitioner.

Sd/-
T.R. RAMACHANDRAN NAIR
JUDGE

Sd/-
B. SUDHEENDRA KUMAR
JUDGE

Scl.