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**IN THE HIGH COURT OF JUDICATURE AT BOMBAY  
ORDINARY ORIGINAL CIVIL JURISDICTION**

**COMPANY PETITION NO.1249 OF 2015**

M/s Royal Aircon Pvt.Ltd.

..Petitioner.

Vs

M/s Aurochem Pharmaceuticals (India)  
Private Limited

..Respondent.

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Dr. D.S. Hatle with Deepak Jamsandekar for Petitioner.

Mr. D.P. Desai for Respondent.

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**CORAM: A.S. GADKARI, J.**

**DATE: 03 AUGUST 2017.**

**P.C.:**

1] By the present petition under Section 433(e), 434 read with 439 of the Companies Act, 1956, the petitioner has prayed for winding up of the respondent-Company namely M/s Aurochem Pharmaceuticals (India) Private Limited.

2] It is the case of the petitioner that, the respondent-company placed purchase orders for manufacturing modular panels with the petitioner. In pursuance of the purchase order, the petitioner sold, supplied and delivered the goods to the respondent for an amount aggregating to

Rs.1,13,80,540/- (One Crore Thirteen Lakhs Eighty Thousand Five Hundred Forty Only). The respondent in discharge of its liability made payment of Rs.94,14,975/- leaving behind the outstanding amount of Rs.19,65,565/-. As the respondent did not pay the balance amount, petitioner issued a statutory notice dated 12.2.2015. The respondent received it and by its reply dated 11.5.2015 raised dispute with respect to the payment of balance amount of Rs.19,65,565/- on the ground that, the said amount has been adjusted towards the payment to the sister-concern of the petitioner namely Unidos Engineering Solutions Pvt. Ltd. and denied its liability to pay the amount.

**3]** The petitioner therefore filed the present petition on 19.8.2015 seeking winding up of the respondent-Company. The petition is accepted on 15.12.2015 and in pursuance of directions of the Company Registrar, the petitioner issued a notice of acceptance to the respondent. On receipt of notice, the respondent caused its appearance and has filed an affidavit-in-reply dated 27.6.2017 and disputed the claim of the petitioner.

**4]** Heard the learned Counsel for the parties. Perused the petition and the documents annexed thereto and the affidavit filed by the respondent.

5] The record clearly indicates that out of the aggregate amount of Rs.1,13,80,540/-, the respondent has admittedly paid Rs.94,14,975/- leaving behind the alleged outstanding of Rs.19,65,565/-. Thus it is clear that the respondent has paid more than 80% of the total payment to the petitioner and raised dispute with respect to the balance amount on the ground that the said amount has already been paid to the sister-concern of the petitioner namely Unidos Engineering Solutions Pvt. Ltd.

In view of the above, it is clear that the respondent is commercially solvent to pay the alleged balance debts dues to the petitioner. It is to be noted here that, the respondent in its reply has categorically taken a stand that the balance amount of Rs.19,65,565/- has been adjusted to other work orders which were issued in favour of the sister-concern of the petitioner namely Unidos Engineering Solutions Pvt. Ltd. and has disputed the liability to make payment. According to me the defence taken by the respondent is a substantial dispute which gives rise to triable issues.

6] In view thereof, I see no merits in the present petition. The petition is accordingly dismissed.

**(A.S. GADKARI, J.)**