

ORDER SHEET
IA NO. GA/1/ 2020
GA NO.2234 OF 2019
With
CS 159/ 2010
In APO/108 of 2020
IN THE HIGH COURT AT CALCUTTA
Civil Appellate Jurisdiction
ORIGINAL SIDE

NAVIN CHANDRA OJHA
Versus
CALCUTTA SAFE DEPOSIT COMPANY LIMITED AND ORS.

BEFORE:

The Hon'ble JUSTICE I. P. MUKERJI

AND

The Hon'ble JUSTICE MD. NIZAMUDDIN

Date : 13th October, 2020.

(Via Video Conference)

Appearance:

Mr. Mainak Bose, Adv.
Mr. Aniruddha Mitra, Adv.
Mr. Anirban Ghosh, Adv.
For appellant
Mr. Shuvasish Sen Gupta, Adv.

Mr. Dhruba Ghosh, Sr. Adv.
Mr. Rohit Banerjee, Adv.
Mr. Asoke Basu, Adv.
For respondents

The Court : As a short question is involved in this appeal, we proposed, to hear out the same dispensing with all formalities.

The question before this Court is whether Mr. Dhruba Ghosh's client continues to be a member of the Interim Board. The answer of this question would turn on the interpretation of Section 168 of the Companies Act, 2013 to determine his alleged resignation was valid or not.

Mr. Ghosh, learned senior advocate submits that the resignation was not valid and that his client continues to be a member of the Board whereas Mr. Mainak Bose, learned advocate submits that by virtue of the alleged resignation, he has ceased to be a member of the Board.

The learned single judge held that "provisions of Section 168 have not been fulfilled". No reason has been advanced.

We modify the impugned order dated 24th September, 2020 as follows:-

- (a) The meeting of the Interim Board scheduled to be held today shall be held with the participation of both Mr. Ghosh's client and Mr. Bose's client.

- (b) Two resolutions will be recorded. At the taking of the first resolution, Mr. Ghosh's client shall vote.
- (c) The second resolution will be recorded where he shall abstain from voting.
- (d) Both the resolutions shall be placed before the learned single judge on 16th October, 2020 when the interim application shall be reconsidered and disposed of, at the convenience of the Court.

The impugned order dated 24th September, 2020 is set aside and the interim application remanded to the learned single judge.

The Chairman of the Board prays for discharge. He shall preside over the meeting today and renew his prayer before the learned single judge.

All points are kept open before the learned single judge.

The appeal (APO 108 of 2020) and connected application are disposed of.

(I. P. MUKERJI, J.)

(MD. NIZAMUDDIN, J.)

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