Ashwini

IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

WRIT PETITION NO. 4584 OF 2022

Ravindra Shamrao Mandrekar ...Petitioner
Versus
Mumbai Cricket Association & Anr ...Respondents

WITH

WRIT PETITION NO. 4362 OF 2022

Neil Ravindra Savant ...Petitioner
Versus
Mumbai Cricket Association ...Respondent

Mr Darius Khambata, Senior Advocate*, with Rohaan Cama, Aditya Mehta, Chandrajit Das & Kyrus Modi, i/b Rashmikant & Partners, for the Petitioner.*
Mr RA Dada, Senior Advocate*, with AS Khandeparkar & Vikas Warerkar, i/b Warerkar & Warerkar, for Respondent No.1.*
Mr Ajinkya Naik*, Secretary of MCA present.*
Mr Deepak Patil*, Jt Secretary of MCA present.*

CORAM G.S. Patel &
Dr Neela Gokhale, JJ.
DATED: 6th February 2023

PC:-

1. We heard Mr Khambata briefly on the last occasion. We then suggested a possible solution. Both sides took time.

2. Today we are informed that Writ Petition No. 4362 of 2022 is sought to be unconditionally withdrawn. It is dismissed as withdrawn.

3. Before us. the controversy relates to two particular items taken up at rival Annual General Meetings held on 19th March 2022 and 13th September 2022 by the rival groups. Broadly stated, the matters in controversy relate to an approval of the accounts for the years ending 31st March 2019, 31st March 2020 and 31st March 2021. The demand of the Petitioner and others supporting him is that for these three years there should be a forensic audit. The Petitioner has suggested a particular firm as a forensic auditor.

4. There was a great deal of controversy about notices for the AGMs, the dates on which the AGMs were held, the adjournments of the AGMs and so on. To put a quietus to this, we suggested that a Special General Body Meeting be convened under the supervision and oversight of two special administrators appointed by this Court. We suggested the names of Mr Rohan Shah and Mr Salil Shah. Both are Advocates of high repute and standing at our Bar. But, perhaps more importantly for the present matter, both are highly regarded in the cricket fraternity in Mumbai and India, having played at least A division level and first-class cricket. They have consented to the appointment. The following order is thus by consent. It does not dispose of the Petition which is to be retained as part-heard.

5. The constitution of the Mumbai Cricket Association requires 21 days' notice of a General Meeting. Mr Dada states that a notice in terms of this order will be issued by 10th February 2023. Given the composition of the MCA, the notice may need to be in more than one language. That is the usual procedure. Both sides agree that the Special General Meeting is to be called for Friday, 10th March 2023 at 6.15 pm at the Wankhede Stadium.

6. The agenda for this Meeting is to be the following and only the following:

(1) To consider, if thought fit, approve a forensic audit of the accounts of the Mumbai Cricket Association for the financial year ending 31st March 2019.

(2) If the proposed Resolution for a forensic audit for the financial year ending 31st March 2019 is rejected, then to consider, and if thought fit, adopt the report of the Treasurer and the audited Statement of Accounts for the year ending 31st March 2019.

(3) To consider, if thought fit, approve a forensic audit of the accounts of the Mumbai Cricket Association for the financial year ending 31st March 2020.

(4) If the proposed Resolution for a forensic audit for the financial year ending 31st March 2020 is rejected, then to consider, and if thought fit, adopt the report of the Treasurer and the audited Statement of Accounts for the year ending 31st March 2020.

(5) To consider, and if thought fit, approve a forensic audit of the accounts of the Mumbai Cricket Association for the financial year ending 31st March 2021.

(6) If the proposed Resolution for a forensic audit for the financial year ending 31st March 2021 is rejected, then to consider, and if thought fit, adopt the report of the Treasurer and the audited Statement of Accounts for the year ending 31st March 2021.

(7) To consider, and if thought, fit approve the annual budget for the financial year 2022–2023.

7. The following Notes must be included in the Special General Meeting agenda notice.

NOTE:

1. Voting on all items of the agenda shall be done by secret ballot and the meeting will be audio and video recorded and a copy of the same will be made available to the Advocates for the parties;

2. Representatives of Ordinary members, who wish to seek information at the Annual General Meeting are requested to communicate the same in writing to the Secretary, 7 days before the meeting so that the information asked for may be made available;

3. Any applications for registration of nominees/representatives for the member clubs whether already filed or which will be filed within one (1) week from today, shall be processed by the MCA, and due intimation be given to the member clubs on or before 3rd March 2023 i.e. one (1) week prior to the Annual General Meeting."

8. There is to be no other agenda item taken or discussed at this Meeting. We clarify that these are the only items in controversy. The other Resolutions passed and decisions taken at the Annual

General Meeting of ***13th September 2022*** are not called into question and are accepted.

9. Voting at the Special General Meeting, is, by consent, to be by secret ballot. The Special Administrators will have to make the necessary arrangements for scrutineers, sealing of ballet boxes, counting of votes, announcement of results of the vote on these Resolutions, etc. Ballot papers will need to be in as many languages as are necessary, following the usual protocol.

10. We request the Special Administrators to issue in advance such guidelines as they may think necessary and appropriate for the conduct of the Meeting. In particular, we are anxious that it be ensured that there be no canvassing whether by holding meetings, exchange of emails, messages and so on. Those who wish to participate must attend the meeting.

11. Mr Cama for the Petitioners requests that the Meeting be audio and video recorded. We have no objection to this, but the costs of this audio and video recording have to be borne by the Petitioner.

12. If a forensic audit for any of the three years is accepted, then it is the Court that will, after hearing both sides, decide upon the name a forensic auditor and the terms on which that audit is to be conducted. We also take this opportunity of stating that the forensic report, when received, may also be required to be placed before the

General Body for its approval and for which a second General Meeting may similarly be required.

13. The Special General Meeting will be chaired by Mr Rohan Shah and Mr Salil Shah jointly.

14. Except for these agenda items noted above, the other resolutions passed and decisions taken at the ***13th September 2022*** Annual General Meeting may now be implemented. The previous interim order is modified to that extent.

15. The question of remuneration of the Special Administrators will be decided at the next hearing.

16. Liberty to the parties to apply should the need arise.

17. For the present, list the matter for direction on 15th March 2023.

(Dr Neela Gokhale, J) **(G. S. Patel, J)**

Note: This order is modified as per praecipe dated 9th February 2023. The corrections are bold, italics and underline.