

IN THE NATIONAL COMPANY LAW TRIBUNAL
JAIPUR BENCH

CP No. 194/241/JPR/2020
And
CP No. 01/241-242/JPR/2021

Coram: SH. AJAY KUMAR VATSAVAYI, HON'BLE JUDICIAL MEMBER
SH. RAGHU NAYYAR, HON'BLE MEMBER TECHNICAL

(Under Section 241 and 242 of Companies Act, 2013)

IN THE MATTER OF:

CP No. 194/241/JPR/2020

1. Prakash Kumar Sinha

Flat No. T-1157- 58, Block 15, 11th Floor,
Rangoli Garden, Mahrana Pratap Marg,
Jaipur-302021 (Rajasthan)

...Petitioner No. 1

2. Nutan Sinha

Flat No. T-1157- 58 Block 15, 11th Floor,
Rangoli Garden, Mahrana Pratap Marg,
Jaipur-302021 (Rajasthan)

...Petitioner No. 2

VERSUS

1. Felix Tools Private Limited

Basement Floor, B-6/355, KPG-II App. Chitrakoot Scheme,
Jaipur-302021 (Rajasthan)

...Respondent No. 1

2. Manish Kumar Verma

I-9148-A, Rangoli Garden, Mahrana Pratap Marg,
Jaipur-302021(Rajasthan)

...Respondent No. 2

3. Mrs. Ranjana Verma

I-9148-A, Rangoli Garden, Mahrana Pratap Marg,
Jaipur-302021(Rajasthan)

...Respondent No. 3

For the Petitioner

: Amol Vyas, Adv.

For the Respondent

: Naresh Kumar Sejvani, Adv.

AND

IN THE MATTER OF:

CP No. 01/241-242/JPR/2021

Manish Kumar Verma

I-9148-A, Rangoli Garden, Mahrana Pratap Marg,
Jaipur-302021(Rajasthan)

...Petitioner

VERSUS

1. Felix Tools Private Limited

B-6/355, KPG-II, Chitrakoot Scheme,
Jaipur-302021 (Rajasthan)

...Respondent No. 1

2. Prakash Kumar Sinha

Flat No. T-1157 & 58 Block No. 15, 11th Floor,
Rangoli Garden, Jaipur-302021 (Rajasthan)

...Respondent No. 2

3. Nutan Sinha

Flat No. T-1157 & 58 Block No. 15, 11th Floor,
Rangoli Garden, Jaipur-302021 (Rajasthan)

...Respondent No. 3

4. Prashant Kumar Sinha

Flat No. T-1157 & 58 Block No. 15, 11th Floor,
Rangoli Garden, Jaipur-302021 (Rajasthan)

...Respondent No. 4

For the Petitioner

: Naresh Kumar Sejvani, Adv

For the Respondent

: Amol Vyas, Adv.

Order Pronounced on: 16.07.2021

ORDER

Per: Shri Raghu Nayyar, Technical Member

1. By this common order in both these matters, the issue of admissibility of the petitions and interim relief, if any, has been considered. In both the cases the Respondent No. 1 Company is Felix Tools Pvt. Ltd., which is a private Ltd. company incorporated on 21st November, 2014. It is classified as a Non-Government Company and is registered with the Registrar of Companies, Jaipur. It is involved in trading of hardware tools and machines.
2. The position of the parties is as follows: -

Party	Shares	CP No. 194/241/JPR/2020	CP No. 01/241- 242/JPR/2021
Felix Tools Pvt. Ltd.	450000 Total Shares	R-1	R-1
Prakash Kumar Sinha (Dir)	140000	P-1	R-2
Nutan Sinha (Dir)	155000	P-2	R-3
Manish Kumar Verma (Dir*)	155000	R-2	P-1
Prashant Kumar Sinha	-	-	R-4
Ranjana Verma		R-3	

* At the time of filing of petition.

3. Sh. Prakash Kumar Sinha and his wife Smt. Nutan Sinha are Petitioners No. 1 & 2 in CP No. 194/241/JPR/2020. Sh. Manish Kumar Verma is Respondent No. 2 being a shareholder to the extent of 35 per cent approx. in Respondent No. 1 Company and is the nephew of Petitioner Nos. 1 & 2. Smt. Ranjana Verma is the wife of Sh. Manish Kumar Verma. It is alleged that Sh. Manish Kumar Verma was favouring an employee of the company, whose performance was being questioned by the petitioners and who was subsequently terminated. Respondent No. 2 has been the face of the company in customer and supplier interactions. It is stated that, in a settlement between the parties envisaged in August, 2020, Respondent No. 2 would resign from the position of Directorship against full and final settlement with the Petitioners.
4. CP No. 01/241-242/JPR/2021 is a cross petition filed by Sh. Manish Kumar Verma against the petitioners in CP No. 194/241/JPR/2020 and also the son, namely Prashant Kumar Sinha, of the aforesaid petitioners. It is alleged that prior to incorporation of Respondent No. 1 company there were two partnership firms with equal percentage of profit share between the Petitioner and Respondent No. 3, Mrs. Nutan Sinha. Even though, Respondent No. 3 was the partner in both the partnership firms, it is alleged that both the partnership firms were managed by Respondent No. 2, Mr. Prakash Kumar Sinha in place of Respondent No. 3. However, upon

transfer of the partnership businesses into the Respondent No. 1 Company, the ratio of shareholding became skewed. It is also alleged that Mr. Prashant Kumar Sinha was interfering in R-1 Company as 'super board'. It is alleged that there is break down of trust between the parties and wrangles have arisen between them over various matters. There are also cross allegations about competing businesses of / by both groups.

5. At the hearing of this matter on 29.01.2021, the issue of interim relief and admissibility was brought up in both petitions. However, no order was passed or subsequent listing took place due to lockdown. The matter came up in June 2021 on an urgent application upon the action of the majority shareholders for removal of Sh. Manish Kumar Verma from the board of directors which resolution was carried through. Status quo as on that day was granted vide order dated 08.06.2021. No other interim relief was given in CP No. 01/241-242/JPR/2021.
6. It is seen that the interim relief claimed in CP No. 194/241/JPR/2020 is as follows: -

A. The Respondent No. 2 & 3 may be injuncted from continuing with the competitive business of the Respondent Company and may further be injuncted from approaching the customers and suppliers of the Respondent Company for soliciting business of the Respondent Company.

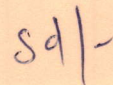
B. The Respondent No. 2 & 3 may be restrained from acting detrimental to the interest of the Respondent Company and may be

injunctioned from acting in manner competitive to the Respondent Company.

7. However, it is noted that the said interim relief as prayed for is same as final relief and imprudent to consider without full perspective of the case. In view of the allegations and cross allegations, besides apparent non-cooperation, it is in the interest of the company and the parties that this matter be heard and decided. This is particularly important in view of the fact that admittedly there was a settlement between the parties in August 2020 which seems to have derailed. In subsequent listing of the case, we have directed the parties to file the replies in both CPs as well as in pending CAs and also to furnish written arguments so that the matter can be heard and disposed of accordingly. The matter stands admitted. Besides status quo as ordered in CP No. 01/241-242/JPR/2021 there can be no order at this stage on the issue of any other interim reliefs. It is directed that the pleadings be completed in both the CPs and CAs as ordered well before the next date of hearing on 07.09.2021.



**SH. RAGHU NAYYAR,
TECHNICAL MEMBER**



**SH. AJAY KUMAR VATSAVAYI,
JUDICIAL MEMBER**