

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
HYDERABAD BENCH, HYDERABAD**

CP No. 43/2011

Under Rule 48 R/w Rule 11 of NCLT Rules

In the matter of

Smt Lakshmi Sujatha Tummala  
Flat No. 26, 6<sup>th</sup> Floor  
VS Plaza, Nacharam  
Hyderabad

...Petitioner

Versus

**CERTIFIED TO BE TRUE COPY  
OF THE ORIGINAL**

1. Dawn Projects Private Limited  
Flat No.409, Sai Durga Gardens  
Opp: HMT Nagar, Nacharam Road  
Habsiguda, Hyderabad – 500076
2. Mr. Annavajhala Ramanand  
Opp: Panchayath Office  
Gudur Mandal  
Krishna Dist – 521 149

...Respondents

Date of order: 10.07.2017

**CORAM:**

Hon'ble Shri Rajeswara Rao Vittanala, Member (Judicial)  
Hon'ble Shri Ravikumar Duraisamy, Member (Technical)

**PARTIES PRESENT**

Counsel for the Petitioner: Smt Lakshmi Sujatha Tummala  
(Petitioner in person)

Counsel for the Respondent: Ms. C. Shilpa, Advocate for Shri Y.  
Suryanarayana, Advocate (for R-1)  
Shri A. Ramanand (R-2 in person)

Per: Rajeswara Rao Vittanala, Member (J)



## ORDER

1. The Company Petition bearing CP No. 43/2011 was filed before the then Company Law Board (CLB) Chennai in the year 2011, under Section 237, 397, 398 of the Companies Act, 1956, by Smt Lakshmi Sujatha Tummala, by inter-alia seeking a direction to declare the acts of Respondent No.2 as oppressive and prejudicial to the interest of the Company and the Petitioner, to direct an investigation into the affairs of the Respondent No.1 Company and surcharge the Respondent No.2 to make good the loss caused to Respondent No.1 Company by their various acts of mismanagement and to restrain Respondent No.2 to represent before the Government of Andhra Pradesh, and other statutory authorities till the petition is disposed of.
2. Today, both the parties are present-in-person and submitted their respective grievances. In order to resolve the issue, we are of the prima facie view that a Board Meeting is directed to the conducted to give one last opportunity to resolve the issue between themselves because the case was instituted in the year 2011. It is also pointed out here that Shri A. Ramanand, Respondent No.2 has affirmed there is no dispute with regard to shareholding is concerned. Memorandum of understanding dated 18/12/2007 executed by the Petitioner and Respondent No.2 affirm that Respondent No.2 shall hold 52.5% and the



Petitioner shall hold 47.5% of the total Equity Share capital of the Company at any point of time. It is also on record that there is an agreement dated 01/02/2011 for full and final settlement which have not been complied by the parties so far.

3. In view of the above, Smt Lakshmi Sujatha Tummala (party in person) submitted that she wanted to be involved in the Company affairs and run the company since Respondent No.2 did not dispute the shareholding percentage of the Petitioner.

4. Hence, as interim measure, we directed as follows:-

- (a) Respondent No.1 Company is directed to convene meeting of Board of Directors consisting of Smt. Lakshmi Sujatha Tummala (Petitioner) and Shri A. Ramanand, Respondent No.2 on 24/07/2017 at 10.30 hrs. at the Registered Office of the Company.

- (b) Respondent No.2 and the Managing Director of the Company is directed to communicate venue and the time of the proposed meeting well in advance to Smt. Lakshmi Sujatha Tummala (Petitioner) and also communicate agenda of the meeting.

- (c) Both the parties requested this Bench to send an observer of this Tribunal to proposed Board Meeting. Hence, we hereby appoint Shri JLN Murthy, Regional Centre In charge & Secretary, ICADR, 10<sup>th</sup> Floor, Gaganvihar Building, Opp.



Gandhi Bhavan, M.J. Road, Hyderabad – 500 001 (Mobile No. 9849004146), as observer to proposed meeting of the Board and try his level best to resolve the issue between the parties and submit his report within one week of meeting, and his fee is fixed as Rs. 40,000/-, which is to be paid equally by both parties.



(d) Respondents No. 1 and 2 are directed to submit the proceedings of the Board Meeting to be held on 24/07/2017 on the next date of hearing.

(e) Post the case on 02/08/2017.

*Sd/-*  
RAVIKUMAR DURAISAMY  
MEMBER (T)

*Sd/-*  
RAJESWARA RAO VITTANALA  
MEMBER (J)

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OF THE ORIGINAL

*V. Annapoorna*  
**V. ANNAPOORNA**  
Asst. DIRECTOR  
NCLT, HYDERABAD.

