

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**SINGLE BENCH**  
**NEW DELHI**

No.CP-227(ND)/2017

SECTION: UNDER SECTION 241 & 244 of the Companies Act, 2013.

**IN THE MATTER OF:**

M/s Chandan Munjal

..... ..Petitioner

M/s RC Healthcare Pvt. Ltd.

V/s

.....Respondent

Order delivered on 04.10.2017

**Coram:**

R.VARADHARAJAN  
Hon'ble Member (Judicial)

For the Petitioner  
For the Respondent

: -

Mr.Sanjay Poddar, Sr. Advocate  
Mr.Govind Choudhary, Advocate  
Mr. Arun Saxena, Advocate  
Ms. Nalini, Advocate  
Ms.Priya, Advocate

Mr. Naman Tandon, Proxy Counsel

**ORDER**

This is a Petition which has been filed under the provisions of Sections 241 and 242 of the Companies Act, 2013 by the Petitioner against the first Respondent company and 7 others. The Petition was originally listed before this Tribunal on 4.9.2017 on which date Id. Counsel for the Petitioner as well as for Respondents 5 and 6 appeared. However, in view of non-

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appearance of other Respondents, the matter was adjourned by a short date to 6.9.2017, in view of the urgency expressed by the Id. Counsel for the Petitioner seeking for ad-interim directions. On the said date the Petitioner was also directed to file proof of service in relation to service of the Petition upon Respondents other than Respondent No. 5 and 6. On 6.9.2017 and subsequent dates due to non-sitting of the Tribunal due to Principal Bench sitting, the matter was not able to be taken up by this Tribunal which had made the Petitioners to approach the Hon'ble High Court of Delhi for directions for providing interim relief as sought by the Petitioner before this Tribunal. The Hon'ble High Court of Delhi vide order dated 26.9.2017 has requested this Tribunal to take up this matter on 4.10.2017 or if not possible for any reason soon thereafter. In view of the above direction of the Hon'ble High Court of Delhi at New Delhi even though the matter was listed for hearing on 12.10.2017, the matter was taken up today to consider the Petition and suitability of granting any interim directions as pressed for by the Petitioner.

2. Ld. Counsel for the Petitioner and Ld. Counsel for Respondents No.2 and 3 as well as Respondent No.4,5 and 6 are present. Respondent No.7 is also represented by Mr. Arun Saxena, Advocate who undertakes to file vakalatnama for said Respondent. Ld. Counsel for the Petitioner alleging oppression and mis-management on the part of Respondent No.2 pressed for interim directions to be granted particularly in relation to diverting of business to a new Company incorporated by Respondent No.2 as recently as 13.06.2017 under the name and style of Spectra RC Medicare Private Limited. Ld. Counsel for the Petitioner represents that there has been also siphoning of funds of the first Respondent Company by Respondent No.2 and Respondent No.7.

3. Both the above allegations are also supported by Respondent No.5 and Respondent No.6. It is also represented that a special notice has also been circulated under the hand of Respondent No.5 for the removal of Respondent No.2 from the Board of the R-1 Company. The allegations made by the Petitioner as well as Respondent No.5 and Respondent No.6 are seriously and vehemently disputed by Ld. Counsel appearing for Respondent No.2. It is also insisted by Ld. Counsel for Respondent No.2 that in the absence of completion of pleadings, no interim order should be passed as Respondent No.2 has not filed reply to the main Company Petition. Similar is the argument by Ld. Counsel for Respondent No.7.

4. It is pertinent to note that the notice of the Petition has been served on the Respondents a month back. It is also evident from the records that in view of caveat having been filed by Respondent No.2 on 4.8.2017 an advance copy of the Petition should have been served on the Ld. Counsel of the caveator, being Respondent No.2 and from the first date of hearing of

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the Petition more than a month has elapsed and hence non-filing of the pleadings by way of suitable reply on record is the own doing of Respondent No.2. This Tribunal, however refrains from going into the merits of the case at this stage due to the absence of pleadings. However, taking into consideration the fact that the Petitioner as well as Respondent No.2 being brothers and Respondent No.5 and 6 being their parents and also in view of allegations and counter allegations traded against each other by the parties, this Tribunal based on the joint consensus between the parties and in the interest of first Respondent Company, issues the following directions by way of an interim arrangement:

- i) First and Second Respondents will not hinder the access to the books of accounts and records pertaining to the R-1 Company to the Petitioner being a Director of the R-1 Company and will provide details of the transactions which have been carried out by the First Respondent Company as may be sought for since 1st January, 2017 to as of date.
- ii) Petitioner will instruct the following bankers to defreeze the accounts at the earliest and not later than 3 days from the date of this order in order to enable the financial transactions of R-1 Company to go through smoothly including the payment of salaries to employees of R-1 Company, namely:-
  - a) Kotak Mahindra Bank, Pamposh Enclave (Current Account in the name of the R-1 Company bearing number 4711214060).
  - b) Oriental Bank of Commerce, Kailash Colony (Current Account in the name of the R-1 Company bearing number 08021131002567).
  - c) HDFC Bank, Greater Kailash-I/Pamposh Enclave (Current account bearing number 00922560002715 I and the overdraft facility bearing number 50200018167691, both in the name of the R-1 Company).
- iii) Respondent No.2 alongwith Respondent No.7 undertake that all revenues/receipts including cash collections, if any of R-1 Company shall be remitted in the bank accounts of R-1 Company and duly accounted for in the books of the First Respondent Company only and not in any other accounts.
- iv) Parties to the Petition represent that they will not act in relation to the special notice as circulated by Respondent No. 5 for removal of Respondent No.2.

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v) Subsequent to the defreezing of accounts based on the instructions from the Petitioner, the Petitioner and Respondent No.2 shall be allowed to operate the bank accounts jointly on the condition that in relation to any withdrawals, reports to be made in advance by way of statement of the expenditure proposed to be incurred for which the withdrawal is sought to be effected atleast 24 hours before the said withdrawal and the Petitioner shall cooperate in this regard by approving such withdrawals within the next 24 hours without any delay by signing the cheques.

vi) It is further assured by Respondent No.2 and Respondent No.7 the Directors of Spectra RC Medicare Private Limited that no operations will be carried in the name of the said Company until further orders.

5. The above directions are issued based on common consent as between the parties in order to ensure smooth conduct of business of the First Respondent Company.

6. The Respondents are granted 4 weeks time to file reply to the main Company Petition with an advance copy of the same being made available to the Ld Counsel for the Petitioner and the Petitioner to file rejoinder, if any within a period of 2 weeks thereafter.

7. Post the matter for final arguments on 23.11.2017. In the meanwhile, the parties will also explore the possibility of mediation.

Sd—  
(R.VARADHARAJAN)  
MEMBER (JUDICIAL)

U.D.Mehta  
4.10.2017