

**IN THE NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH (COURT- I) CHENNAI**

ATTENDANCE CUM ORDER SHEET OF THE HEARING
HELD ON **16.06.2026** THROUGH VIDEO CONFERENCE

**CORAM: HON'BLE SHRI. SANJIV JAIN, MEMBER (JUDICIAL)
HON'BLE SHRI VENKATARAMAN SUBRAMANIAM, MEMBER (TECHNICAL)**

Application No	:	
Petition No	:	CP/1056/2019
Name of Petitioner &	:	S Padmanabhan & 1 Ors Vs
Name of Respondent	:	Montane Shipping Pvt Ltd & 6 Ors
Section	:	241/242 of CA, 2013

ORDER

CP/1056/2019

Present: Mr. Prithiv Raj, Ld. Counsel for the Petitioners.
Ld. Senior Counsel Mr. Arvind Subramaniam for the Respondents.

This Petition has been filed seeking the following reliefs: -

“a. To declare that the 2nd Respondent has ceased to be a Director of the 1st Respondent Company with effect from the end of the day of 30.09.2019.

b. To direct the 2nd Respondent to surrender all the statutory records of the 1st Respondent Company namely the Board Minutes, Annual General Meeting, Register of Members & all the other relevant documents, to the 1st Respondent Company.

c. To appoint a Chartered Accountant or a firm of Chartered Accountant to conduct a detail forensic audit into the financial affairs of the Company and in particular with regard to the diversions or financial manipulations made by the 2nd Respondent in relation to the 1st Respondent Company's affairs.

d. To surcharge the 2nd Respondent for diverting the Company's funds.

e. Pass an order of injunction restraining the 5th Respondent from directly or indirectly carrying on any business that is competing with the 1st Respondent Company.

f. To direct the 7th Respondent to change the name of the 5th Respondent in any other name which is not similar in any manner to the name of the Company.

g. Pass any other order that may deem fit and proper in the circumstances of the case from permanently restraining the 2nd Respondent from directly or indirectly interfering with the management or the business of the 1st Respondent Company.”

Ld. Counsel for the Petitioners submits that the Petitioner No.1 Mr. S Padmanabhan has passed away on 15.05.2026. Copy of the death certificate e-filed. He submits that Petitioner No.2 is the grand-daughter of Petitioner No.1 and as such Petitioners have not to bring any legal heir on record.

Ld. Counsel for the Petitioners submits that except relief ‘a’, no other reliefs survive.

Heard and perused.

As per the Article of Association, the deceased Mr. Guruprasad and Respondent No.2 were the shareholders and directors in the company. Respondent No.2 resigned from the company in 2006 and thereafter was no more the director. The board resolution at page 63 dated 28.12.2018 shows that she was inducted as an additional director of the company, who shall hold office upto the date of ensuing general meeting of the company.

As per the articles and provisions of the Companies Act, 2013, the last date for convening the AGM was 30.09.2019. No AGM/EGM was held till 30.09.2019. As per the provisions of 161 of the Companies Act, 2013, she ceased to be an additional director.

Ld. Counsel for the Respondents has placed reliance on the DIR-12 submitted by the company and signed by the deceased husband of Respondent No.2 bearing date 28.12.2018 showing the Respondent No.2 as director, but there is no record showing the confirmation / appointment of Respondent No.2 as director as no such copy of AGM/EGM has been filed by the Respondents in support of the contentions. Except the board resolution dated 28.12.2018 no other document is available on record.

Considering the provisions of the Companies Act, 2013 and the documents placed on record, **we allow the prayer 'a' of the Petitioners in the petition CP/1056/2019 and declare that the Respondent No.2 ceased to be a director in the 1st Respondent Company, with effect from the end of the day of 30.09.2019.**

Since the Petitioners have not pressed for the other reliefs, the same are disposed of as not pressed for.

In terms of the above, **the petition CP/1056/2019 is disposed of.**

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**[VENKATARAMAN SUBRAMANIAM]
MEMBER (TECHNICAL)**

MS

-sd-

**[SANJIV JAIN]
MEMBER (JUDICIAL)**

Date: 16.06.2026