

MENTIONING

**COMPANY LAW BOARD**  
**NEW DELHI BENCH**  
**NEW DELHI**

C. P. NO. 66(ND)14  
CA. NO. 67/C-1/2016

**PRESENT: B.S.V. PRAKASH KUMAR,**  
**HON'BLE MEMBER**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF NEW DELHI BENCH OF  
THE COMPANY LAW BOARD ON 10.05.2016 AT 02.00 P.M**

**NAME OF THE COMPANY: M/s Haji Abrar & Anr. V/s. M/s Al Amir Frozen Foods Pvt. Ltd. & Ors.**

**SECTION OF THE COMPANIES ACT: 397/398**

<u>S.NO.</u>	<u>NAME</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
1.	MANOJKUMAR GARG	Advocate	R-1 to R-6	Manoj Kumar
2	Prem Mardar	Adv	R-1 to R-6	Prem Mardar
(3)	S K Rungta	Senior Adv	Petitioner	SK Rungta
(4)	Prashant-Singh	Adv	Petitioner	Prashant Singh

**Order**

Respondents side filed CA 67/2016 seeking clarification of the order dated 26.02.2016 passed by this Bench with respect that there is no need to send prior notices of the Board Meeting information/notices to the Petitioners/Respondent No.2 in the capacity of Director by the Applicant/Respondent No.1 company.

Contd/-.....

2. This Bench has been consistently passing interim orders in this case from 26<sup>th</sup> June, 2014, mentioning that company has to send notices to the petitioners to every Board Meeting and General Meeting that takes place in the company.
3. In furtherance, an order was passed on 26.02.2016, wherein both the parties had consented to hold all Board Meetings and Annual General Meetings at a place called Hotel Break Point, Bhoor Chouraha, G.T.Road, Bulandshahar (UP) stating that quarterly Board Meetings will be held on 29.03.2016, 07.06.2016, 03.09.2016 & 24.12.2016 and the AGM on 28.09.2016 at 2 PM on all days, by sending one week notice to the petitioners and also to the Advocate appearing on behalf of the petitioners.
4. Now, turning round from the consent order passed on 26.02.2016, the respondents have come up with this CA saying that there is no need to give notices to the petitioner to the meetings because they resigned as directors from the company long before.
5. In this context, I must say that the respondents had filed CA 41/2016 seeking modification of the orders dated 26.06.2014 and 26.02.2016 on the footing that there is no need to send prior notices of the Board Meeting information/notices to the Petitioner in the capacity of Director. When this Bench put it to the respondents counsel how CA 41/2016 is maintainable, the respondents' side withdrew CAs 41/2016 & 42/2016, accordingly, those applications were dismissed as withdrawn.
6. It is pertinent to mention that the order passed on 26.02.2016 is a consent order, wherein, both the parties agreed that the respondents will send prior notice to the petitioners to every Board Meeting and General Meeting, the company holds from time to time. Therefore, the respondents could not retract from the consent order dated 26.02.2016 passed by this Bench.





7. On the top of it, these respondents had already withdrawn CA 41/2016 on 29.03.2016 realizing that such relief permitting to retract from the consent order could not be passed. That CA 41/2016 was filed with the self same relief asked in the present application. It must not be lost sight of that CA 41/2016 was withdrawn by the respondents, not either dismissed for default or for any other reason. It was dismissed as withdrawn without any liberty to approach on the same cause of action; therefore, the respondents are barred from raising the same issue in the present CA.
8. Had there been any grievance to the respondents on the consent order dated 26.02.2016 or the order dated 26.06.2014, they would have filed 10F appeal over those orders. They consciously avoided filing any appeal over any of the orders so far passed by this Bench.
9. In view of the reasons mentioned above, I believe that this application is not only frivolous but also vexatious, therefore, I hereby dismissed this application as misconceived by imposing costs of ₹50,000 payable to CLB, Library fund within 15 days hereof.

List the matter as fixed earlier.

sd/-

**(B.S.V. PRAKASH KUMAR)**  
**Member (Judicial)**