DIVISION BENCH ITEM NO.103 & 104

NATIONAL COMPANY LAW TRIBUNAL
ALLAHABAD BENCH
PRAYAGRAJ

CORAM:

1. **SHRI PRAVEEN GUPTA,**
   HON'BLE MEMBER (JUDICIAL)
2. **SHRI ASHISH VERMA,**
   HON'BLE MEMBER (TECHNICAL)

Date of Order: 18th April, 2024

Attendance-Cum-Order Sheet of the Hearing.

ITEM NO.103 - CA NO.46/2023 IN CP NO.62/ALD/2023

NAME OF THE COMPANY	**DR. SUBHASH CHANDRA AGARWAL & ORS. V/S M/S MEERUT MEDICARE CENTRE PVT LTD & ORS.**
UNDER SECTION	**241/ 242 OF COMPANIES ACT, 2013**

ITEM NO.104 - CP NO.65/ALD/2023

NAME OF THE COMPANY	**DR. MALAY SHARMA V/S M/S MEERUT MEDICARE CENTRE PVT LTD & ORS.**
UNDER SECTION	**213 & 241/ 242 OF COMPANIES ACT, 2013**

COUNSEL APPEARED THROUGH PHYSICAL/ VIRTUAL HEARING:

Sh. Rakesh Kumar alongwith
Sh. Varun Pandit,
Ms. Preeti Kashyap, Advs.
& Sh. D.K. Gupta, CS
: For the Petitioner in main CP & Applicant in & CA No.46/2023 (in item no.103) & Res. Nos.2-18 in item no.104

Sh. Hemant Kumar, Adv.
: For the Respondent in item no.103 & Petitioner in item no.104

ORDER

Ld. Counsels representing the parties are present physically.

1. These are two cross company petitions filed U/s 241/ 242 of the Companies Act, 2013 by the respective parties.

-Sd- ***-Sd-***

2. It is the case of both the parties that they are the doctors and have their shareholdings in the respondent company namely M/s Meerut Medicare Centre Pvt. Ltd.

3. There has been a consistent *interse* dispute amongst the shareholders/ promotors-directors for quite some time in the past since 2010 onwards. There have been some litigations in the past where both the parties initiated litigations and lateron made some compromises and accordingly the said litigations were withdrawn.

4. The present petitions have also been filed alleging the Oppression & Mismanagement against the other shareholders/ directors.

5. While hearing the matter, it emerged on the basis of the submissions made by the Ld. Counsels for both the parties that continued raising allegations or counter allegations would not be in the best interest of the company, which infact is an hospital and therefore is also serving a public cause towards the society at large. It is therefore perceived by them that an amicable solution can also be found out between them in order to ensure that the hospital runs smoothly without any hinderances and also at the same time the shareholders/ directors also get their rightful claims in the company.

6. In view of the above situation, the Ld. Counsels representing the parties along with their respective clients in person are at addendum that a Mediator can be appointed to work out an amicable settlement *interse* between the parties.

7. We therefore, appoint Mr. B.K. Sinha, (Former Member Technical, NCLT) Mobile No.9868367189, to act as a Mediator. The fees are fixed as Rs.1,50,000/- per sitting. The fees and the incidental expenses, if any, would be borne by the parties in equal proportion.

-Sd- ***-Sd-***

8. The terms of reference of the Mediator would include but not limited to as under :-

i. Working out amicable solutions with respect to any of the pending or outstanding issues *interse* between the parties.

ii. Working out any exit plan with respect to any of the shareholders depending upon the proportionate shares held by them.

iii. In working out this exit plan, if necessary, the Mediator may also recommend to this Tribunal about appointment of the Valuers, if so required.

iv. There is also a dispute concerning the locking of the gastrology department in the hospital, which is under dispute as allegedly the terms of arrangement for the purpose of functioning of this department have already come in dispute between the parties. The solution can also be worked out to get this department being opened so that it starts functioning and serves its purpose.

v. Any other issues which the respective parties may take up with the Mediator.

vi. The Mediator would make an expeditious endeavour to work out and resolve the solutions as aforesaid preferably within a period of eight weeks and apprise this Tribunal accordingly.

9. Let the matter be adjourned for 11th July, 2024.

10. The photocopy of this order be placed on record in both the connected matters.

-Sd- ***-Sd-***

(Ashish Verma) **(Praveen Gupta)**
Member (Technical) **Member (Judicial)**

18th April, 2024

Kavya Prakash Srivastava
(Stenographer)