

COM.OS 1432/2022 dt.18/1/2023
ORDER ON I.A.No.VII & VIII

These two applications are filed by the plaintiff under Section 151 of CPC praying to direct the defendants to produce, Video recording of the AGM held on 30/9/2022 and to produce the Video recording of EGM held on 8/10/2022 before the court.

2. It is stated in the statement of truth that even after filing of the suit, the defendants have conducted the AGM and EGM on 30/9/2022 and 8/10/2022 respectively and in the EGM the plaintiff No.2 is removed from the directorship of the 1st defendant company. It is also stated that for the AGM, plaintiff No.1 had appointed proxy to attend the meeting and though the proxy was permitted, he was not allowed to speak in the meeting and defendants No.2 and 3 have proceeded to misinform other members against the plaintiff No.1 and also plaintiff No.2. It is also stated that in the EGM on 8/10/2022, plaintiff No.2 was removed from the directorship and plaintiff No.2 who was given opportunity to present his case once and subsequently asked to remain silent despite various allegations that were constantly cast against him. It is stated that as per the requirement of law, video recording of the AGM and EGM was made and these video recordings would demonstrate the actual facts and even happening of event of the AGM and EGM and therefore it is necessary to direct the defendants to produce the same and it would show that the proceedings conducted is not as reported

in the Minutes of meeting and it is stated that if these recordings are not produced, plaintiff would suffer injury.

3. In the objection filed, defendants have denied the allegation made in the affidavit. It is stated that AGM and EGM were conducted without following the procedure and though suit was filed as the notices were already issued, meetings were held. The defendants have denied that illegally the plaintiff No.2 was removed from directorship. It is stated that the manner and procedure for conducting the AGM are regulated by specific provisions contained in the Companies Act and do not concern matters arising out of any contractual obligation and these are the matters pertaining to the affairs of the company and would be beyond the jurisdiction of this court. It is also stated that the minutes of the AGM are already produced before the court and copy of the same is also furnished to the plaintiff. Hence, application is prayed to be dismissed.

4. Heard both counsels. Perused records.

5. In the present suit filed by the plaintiffs seeking different reliefs, including relief to restrain the defendant from removing plaintiff No.2 as director of defendant No.1 company. According to the plaintiff, as anticipated by the plaintiff, AGM on 30/9/2022 and EGM on 8/10/2022 are conducted and in the meeting plaintiff No.2 was removed from the directorship. It is stated that in the AGM the plaintiff No.2 was represented through proxy and was not allowed to speak in the AGM. It is stated that in the EGM, plaintiff No.2

was given opportunity to speak only once and several allegations were made against him, but he was not allowed to reply to the same. It is stated that entire proceedings which are recorded is necessary to be produced before the court, to ascertain the way in which the meetings are conducted. The defendant has opposed an application.

6. On looking to the application and objection, defendants have reiterated the conduct of meeting AGM and EGM on 30/9/2022 and 8/10/2022. Defendants in the objection, have not even denied that video recording of the AGM and EGM is not done. Defendant contends that as conducting of the meeting is coming under Companies Act, jurisdiction of this court under Section 430 of Companies Act is barred. Whether this court has no jurisdiction etc cannot be decided at this stage. Since the Video recording of AGM and EGM are not denied by the defendants, the defendants can be directed to preserve the said records, so that, if at a later stage, it is found necessary, same can be asked to be produced. At this stage, as even written statement is also not filed, directing the defendants to produce the video recording may not be necessary. Accordingly, it is proper to partly allow the application and direct the defendant No.1 to preserve the video recording of the AGM held on 30/9/2022 and also EGM held on 8/10/2022 till further orders. Accordingly following order is passed:

ORDER

I.A.No.VII and VIII filed under Section 151 of CPC are partly allowed.

The defendants No.1 and 2 are directed to preserve the Video recording of the AGM held on 30.9.2022 and EGM held on 8/10/2022 till further orders.

**[Ravindra Hegde]
LXXXIII Additional City Civil Judge.
BENGALURU.**
