

NATIONAL COMPANY LAW TRIBUNAL KOCHI BENCH

CORAM: **SMT MADHU SINHA**
 HON'BLE MEMBER (TECHNICAL)

SHRI VINAY GOEL
HON'BLE MEMBER (JUDICIAL)

PETITION No./IA No.	IA(C/ACT)/55/KOB/2025 in CP(C/ACT)/41/KOB/2024
SECTION	SEC. 98 C/ACT, R/W RULE 11 AND 32 NCLT
NAME OF PARTIES	CAPT.MONSON AUGUSTINE AND 5 OTHERS V/S SEA BLUE SHIPYARD LIMITED AND 21 OTHERS.
PETITIONERS ADVOCATE/ PROFESSIONAL	JOHN NELLIMALA SARAI
RESPONDENTS ADVOCATE/ PROFESSIONAL	ROC, CYRIAC TOM, ROHITH C, DR. MOHAMMED SAGHEER (PARTY - IN - PERSON

04 APRIL 2025

O R D E R

IA(C/ACT)/54/KOB/2025 in CP(C/ACT)/41/KOB/2024

This is an application filed under Rule 11 NCLT Rules, 2016 seeking condonation of delay of 17 days in filing the reply affidavit in CP(C/ACT)/41/KOB/2024.

The Applicant, Mr. Mohammed Sagheer appears physically before this Tribunal in person. Ld. Counsel, Ms. John Nellimalai Sarai appears physically before this Tribunal on behalf of the petitioners in the main CP. Ld. Counsel, Mr. Vivek Kumar appears on behalf of R1 & R2 in the main CP. Ld. Representing counsel, Mr. Varsha appears physically before this Tribunal on behalf of R13 & R16.

The applicant invited our attention to para 4.2 of this application, wherein the reason for the delay in filing the reply affidavit is mentioned, which reads as follows: -

2. The Applicant is an Independent Director of Respondent R-1 company and 4th Respondent in the Company Petition. The management of R-1 company had informed the Applicant that the Advocate/ Professional engaged by R-1 company would also taking up the vakalat / brief of other Respondent Directors, which fact was also reiterated during the



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151st Board meeting held on 10.03.2025. Since no legal assistance was forthcoming from R-1 company/its counsel, the Applicant had to compile several documents and email communications for the purpose of preparing the reply by himself. The non-familiarity of the Applicant and the technical difficulties with the e-filing system of Hon'ble Tribunal also contributed to an additional delay of 2-3 days.

In view of the respondent counsel's no objection stand and in light of the reasons stated by the applicant the delay of 17 days in filing the reply affidavit in CP(C/ACT)/41/KOB/2024 is condoned. Registry is directed to place on record the reply affidavit if it is in order.

Accordingly, this IA is **allowed and disposed of**.

IA(C/ACT)/55/KOB/2025 in CP(C/ACT)/41/KOB/2024

In Company Petition CP(C/ACT)/41/KOB/2024, the petitioner has filed an application as IA(C/ACT)/55/KOB/2025 seeking the following reliefs:-

- A- To appoint an Independent Chairman to conduct the Extraordinary General Meeting of the Respondent No.1 company, to be held on 10th April 2025, in accordance with the direction of this Hon'ble Tribunal;
- B- To appoint an Independent Scrutinizer to scrutinize the e-voting and/or ballot process in the Extraordinary General Meeting of the Respondent No.1 company, to be held on 10th April 2025, in accordance with the direction of this Hon'ble Tribunal;
- C- To direct the Respondent No.1 to ensure that the e-voting platform has a second level authentication by OTP to all members holding physical shares to prevent bogus voting.

Ld. Counsel for the Applicant, Ms. John Nellimalai Sarai appears physically before this Tribunal. Mr. Mohammed Sagheer, Respondent No.4 appears physically in person before this Tribunal. Ld. Counsel, Mr. Vivek Kumar appears on behalf of R1 & R2



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in the main CP. Ld. Representing counsel, Mr. Varsha appears physically before this Tribunal on behalf of R13 & R16 in the main CP.

Upon prior notice counsel for R1 and R2 appears and during the course of hearing parties arrived at mutual consent. This Tribunal directs parties to file a joint written memo about the consent made between them. Accordingly, the parties submitted the memo. The EGM is scheduled on 10.04.2025 and voting will start from 07.04.2025.

To facilitate the meeting in a peaceful and effective manner. We hereby appoint **Mr.Sankar P. Panicker**, IBBI Registration noIBBI/IPA-003/IP-N00037/2017-2018/10300 having address Paniker And Paniker, Advocates, 64/768, Jaikunj, Chittoor Road ,Ernakulam,Kerala ,682035, e-mail: sankarpanicker@gmail.com, as the Chairman of the EGM to be held on 10.04.2025. We also appoint Mr. **Mr.Rajmohan R**, Rajbhavan, HS 514/12/1and 175A, ,Krishnapuram, 6th street, Ollukkara PO. ,Krishnapuram temple ,Thrissur,Kerala ,680655, Email id: rajmohanip@gmail.com as the Scrutinizer.

The Chairman and Scrutinizer are directed to submit their consent within 2 days of receipt of this order.

The Chairman will take all steps for the conduct of the meeting following the procedure prescribed in relevant provisions of the Companies Act, 2013 with the assistance of the Scrutinizer. The Chairman will decide the duties to be performed by the Scrutinizer.

The Chairman shall coordinate the meeting and see that the meeting is held in a proper way and furnish a report to that effect after the meeting is concluded.



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The fee of the Chairman is fixed as **Rs. 1,00,000/-** (Rupees One lakh) and the fee of the Scrutinizer is fixed as **Rs. 50,000/-** (Rupees Fifty thousand) which shall be paid by the Applicant, immediately on completion of the aforesaid meeting.

The Chairman will conduct the EGM of the Respondent No.1 Company as prescribed under the Companies Act, 2013. The meeting should be conducted by physical mode or by video conferencing or Other Audio and Visual Means (OAVM). The mode can be decided by the Chairman in consultation with the concerned authorities.

The Chairman and scrutinizer of the company shall help the appointed Chairman and Scrutinizer in the fair conduct of the EGM.

The Chairman is directed to file a report of the EGM in the form of a memo in the main Company Petition within 07 (seven) days of the conclusion of the meetings

With the above directions, **IA(C/ACT)/55/KOB/2025** stands **disposed of**. Registry to communicate a copy of this Order to the Chairman and Scrutinizer in their e-mail address immediately.

Sd/-

MADHU SINHA
MEMBER (TECHNICAL)

Sd/-

VINAY GOEL
MEMBER (JUDICIAL)



Certified to be True Copy-

Deputy Registrar
National Company Law Tribunal
Kochi Bench