

IN THE HIGH COURT OF ANDHRA PRADESH: AMARAVATI

HON'BLE MR. JUSTICE PRASHANT KUMAR MISHRA, CHIEF JUSTICE

&

HON'BLE MR. JUSTICE D.V.S.S. SOMAYAJULU

WRIT APPEAL No.832 OF 2022

(Through physical mode)

Indiabulls Real Estate Limited Registered Office,
Plot No.448451, Udyog Vihar Phase, V. Gurugram,
and others.

..Appellants

Versus

Dhanekula Dharansih, S.o Venkata Bhavani Prasad,
R/o D.No.403/144, Krishna Nagar,
Venkateswarapuram, Vijayawada Urban,
Krishna, Andhra Pradesh, and another.

...Respondents

Counsel for the Appellants	: Mr. Challa Kodanda Ram, Sr. counsel on behalf of Ms. Jyothi Ratna Anumolu.
Counsel for respondent No.1	: Mr. Y.N. Vivekananda.
Counsel for respondent No.2	: Mr. Vikram Poosarla & Mr. G. Arun Showri

ORAL JUDGMENT

Dt:07.11.2022

(per Prashant Kumar Mishra, CJ)

1. This intra-court appeal would call in question the order 27.10.2022 passed by learned single Judge in W.P.No.34051 of 2022 directing respondent No.1 in the writ petition-Securities Exchange Board of India (respondent No.2 in this appeal) to consider and

examine the representation of the writ petitioner (respondent No.1 in this appeal) dated 18.08.2022 and take appropriate decision, within a period of six weeks from the date of receipt of copy of the order after affording opportunity to the writ petitioner and respondent Nos.2 to 4 therein (appellants in this appeal), before taking final decision on the representation dated 18.08.2022.

2. Mr. Challa Kodanda Ram, learned Senior Counsel, appearing for the appellants (respondent Nos.2 to 4 in the writ petition) would contend that the writ petition was preferred by a shareholder with a view to procrastinate the proceedings pending before the National Company Law Tribunal (NCLT), in relation to amalgamation of appellant No.2-NAM Estates Private Limited and appellant No.3-Embassy One Commercial Property Developments Private Limited with appellant No.1-Indiabulls Real Estate Limited. Learned Senior Counsel strenuously urged that the Court at Andhra Pradesh has no territorial jurisdiction to entertain such writ petition, inasmuch as if such writ petitions are filed in every High Court, where shareholder having one share or more is residing, proceedings for amalgamation or of like nature as permissible under the Companies Act would be endless. He would refer to the judgments of the Hon'ble Supreme Court rendered in **Kusum Ingots & Alloys Ltd., vs. Union of India and another** reported in **(2004) 6 SCC 254; Om Prakash Srivastava vs. Union**

of India and another reported in **(2006) 6 SCC 207**; and **Oil and Natural Gas Commission vs. Utpal Kumar Basu and others** reported in **(1994) 4 SCC 711**.

3. Per contra, Mr. Y.N. Vivekananda, learned counsel appearing for respondent No.1/writ petitioner would oppose this appeal.

4. Having heard the learned counsel appearing for the parties for some time and keeping in view the nature of the order passed by the learned single Judge and in view of the fact that the learned single Judge has not dwelt upon the issue of territorial jurisdiction nor anything has been decided on merits, we are not inclined to go into the issue of writ jurisdiction and we leave the said issue open to be considered at appropriate stage.

5. Accordingly, we dispose of this Writ Appeal observing that the proceedings before the National Company Law Tribunal (NCLT) for amalgamation of appellant Nos.2 and 3 with appellant No.1 shall not be affected by the order of the learned single Judge. NCLT shall decide the proceedings pending before it on its own merits, in accordance with law. No costs. All the pending miscellaneous applications shall stand closed.

PRASHANT KUMAR MISHRA, CJ

D.V.S.S. SOMAYAJULU, J
Nn

**HON'BLE MR. JUSTICE PRASHANT KUMAR MISHRA, CHIEF JUSTICE
&
HON'BLE MR. JUSTICE D.V.S.S. SOMAYAJULU**

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