

IN THE HIGH COURT OF KERALA AT ERNAKULAM

PRESENT:

THE HONOURABLE MR. JUSTICE DAMA SESHADRI NAIDU

MONDAY, THE 20TH DAY OF MARCH 2017/29TH PHALGUNA, 1938

WP(C).No. 1107 of 2012 (K)  
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PETITIONER(S):  
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TRINITY ARCADE PVT. LTD.  
REPRESENTED BY ITS CHAIRMAN C.J.MATHEW,  
TRINITY HOUSE,  
OPP.CHANGAMPUZHA PARK, EDAPPALLY P.O.,  
COCHIN-682 024.

BY ADVS.SRI.NAGARAJ NARAYANAN  
SRI.I.J.AUGUSTINE  
SRI.BENOJ C AUGUSTIN  
SRI.PRATHAP PILLAI  
SRI.SAIJO HASSAN  
SRI.SEBIN THOMAS

RESPONDENT(S):  
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1. STATE BANK OF TRAVANCORE  
REPRESENTED BY ITS MANAGING DIRECTOR, HEAD OFFICE,  
POOJAPPURA, THIRUVANANTHAPURAM-695 012,  
REPRESENTED BY ITS MANAGING DIRECTOR.
2. THE GENERAL MANAGER  
STATE BANK OF TRAVANCORE, HEAD OFFICE,  
POOJAPPURA, TRIVANDRUM-695 012.
3. THE ASSISTANT GENERAL MANAGER  
REGION-I, STATE BANK OF TRAVANCORE, ZONAL OFFICE,  
PANAMPILLY NAGAR, ERNAKULAM, COCHIN-682 036.
4. THE CHIEF MANAGER  
STATE BANK OF TRAVANCORE,  
EDAPPALLY BRANCH, EDAPPALLY P.O., ERNAKULAM,  
COCHIN-682 024.

Addl. 5. K.J.PAUL

XXVIII, 305A, KUREKKAL HOUSE, THRIKKAKKARA, ERNAKULAM.

(ADDL.R5 IMPEADED AS PER ORDER IN I.A.NO. 2231/2012 DATED  
17.02.2012.)

RR5 BY ADV. SRI.JOSEPH KODIANTHARA (SR.)

RR5 BY ADV. SRI.V.ABRAHAM MARKOS

RR5 BY ADV. SRI.MATHEWS K.UTHUPPACHAN

RR5 BY ADV. SRI.BINU MATHEW

RR5 BY ADV. SRI.TERRY V.JAMES

RR5 BY ADV. SRI.B.J.JOHN PRAKASH

RR5 BY ADV. SRI.TOM THOMAS (KAKKUZHIYIL)

R BY SRI.SANTHOSH MATHEW

THIS WRIT PETITION (CIVIL) HAVING BEEN FINALLY HEARD ON  
20-03-2017, THE COURT ON THE SAME DAY DELIVERED THE FOLLOWING:

## **APPENDIX**

### **PETITIONER(S) EXHIBITS:**

EXHIBIT P1. TRUE COPY OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

EXHIBIT P2. TRUE COPY OF THE MINUTES OF THE MEETING HELD ON 22/03/2005.

EXHIBIT P3. TRUE COPY OF THE LETTER DATED 01.04.2009.

EXHIBIT P4. TRUE COPY OF THE SETTLEMENT AGREEMENT BETWEEN THE K.J.PAUL AND THE OTHER DIRECTORS AND SHAREHOLDERS OF THE COMPANY.

EXHIBIT P5. TRUE COPY OF THE LETTER SENT TO THE 4TH RESPONDENT DATED 21/10/2010.

EXHIBIT P6. TRUE COPY OF THE LETTER DATED 2/11/2010 SENT TO THE 1ST RESPONDENT.

EXHIBIT P7. TRUE COPY OF THE LETTER DATED 5/11/2010 SENT TO THE 1ST RESPONDENT.

EXHIBIT P8. TRUE COPY OF THE DEBIT VOUCHER DATED 31/3/2010.

EXHIBIT P9. TRUE COPY OF THE CRIMINAL COMPLAINT FILED AGAINST SRI.K.J.PAUL AND SRI.TINU ANTO AUDITOR OF THE PETITIONER'S COMPANY.

EXHIBIT P10. TRUE COPY OF THE LETTER DATED 10/01/2011 ISSUED TO THE 4TH RESPONDENT.

EXHIBIT P11 TRUE COPY OF THE LAWYER NOTICE DATED 19/01/2011.

EXHIBIT P12. TRUE COPY OF THE REPLY LETTER DATED 29/1/2011 ISSUED BY THE PETITIONER.

EXHIBIT P13. TRUE COPY OF THE LETTER DATED 27/1/2011 ISSUED BY THE PETITIONER.

EXHIBIT P14. TRUE COPY OF THE LETTER DATED 2/2/2011 SENT BY THE 4TH RESPONDENT.

EXHIBIT P15. TRUE COPY OF THE LETTER DATED 4/2/2011 ISSUED TO THE 4TH RESPONDENT.

EXHIBIT P16. TRUE COPY OF THE LETTER DATED 10/02/2011 ISSUED TO THE 4TH

RESPONDENT.

EXHIBIT P17. TRUE COPY OF THE LETTER ISSUED TO THE 1ST RESPONDENT DATED 5/3/2011.

EXHIBIT P18. TRUE COPY OF THE LETTER DATED 09/03/2011 SENT BY THE 2ND RESPONDENT

EXHIBIT P19. TRUE COPY OF THE LETTER DATED 17/03/2011 TO THE 1ST RESPONDENT BY THE PETITIONER.

EXHIBIT P20. TRUE COPY OF THE LETTER DATED 21/04/2011 ISSUED BY THE 2ND RESPONDENT TO THE PETITIONER.

EXHIBIT P21 . TRUE COPY OF THE LETTER DATED 12/04/2011 SENT BY THE PETITIONER.

EXHIBIT P22 TRUE COPY OF THE REMINDER LETTER DATED 6/5/2011 TO THE 4TH RESPONDENT.

EXHIBIT P23 TRUE COPY OF THE LETTER DATED 09/05/2011 TO THE 1ST RESPONDENT.

EXHIBIT P24 TRUE COPY OF THE LETTER DATED 19/05/2011 TO THE PETITIONER.

EXHIBIT P25 TRUE COPY OF THE LETTER LETTER DATED 28/05/2011 SENT TO THE 4TH RESPONDENT.

EXHIBIT P26 . TRUE COPY OF THE LETTER DATED 17/06/2011 OF THE 4TH RESPONDENT.

EXHIBIT P27. TRUE COPY OF THE LETTER 14/06/2011 TO THE 4TH RESPONDENT.

EXHIBIT P28 . TRUE COPY OF THE LETTER DATED 25/06/2011 OF THE 4TH RESPONDENT.

EXHIBIT P29. TRUE COPY OF THE APPEAL DATED 19/07/2011.

EXHIBIT P30: TRUE PHOTOCOPY OF THE REPLY DATED 10.01.2010.

EXHIBIT P31: TRUE PHOTOCOPY OF THE CIRCULAR DATED 01.07.2010 PASSED BY THE RESERVE BANK OF INDIA.

EXHIBIT P32: TRUE COPY OF THE LETTER DATED 08.07.2011.

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EXHIBIT P33: TRUE COPY OF THE SAID LETTER DATED 26.08.2011.

EXHIBIT P34: TRUE COPY OF THE LETTER DATED 27.12.2011.

EXHIBIT P35: TRUE COPY OF THE LETTER DATED 09.03.2013 ISSUED BY THE 4TH RESPONDENT TO THE PETITIONER.

**RESPONDENTS' EXHIBITS:**

EXT.R4(a): TRUE COPY OF THE ORDER PASSED BY THE COMPANY LAW BOARD, DATED 18.11.2010 IN CP 91 OF 2010.

EXT.R5(a): TRUE COPY OF THE ORDER DATED 11.10.2012 PASSED BY THE COMPANY LAW BOARD, CHENNAI IN C.A. NO. 125/2011 IN C.P. NO.91/2010 FILED BY THIS RESPONDENT.

EXT.R5(b): TRUE COPY OF THE CERTIFICATE DATED 12.11.2010 ISSUED BY THE COMPANY ALSO SIGNED BY MR C.J. MATHEW AS THE CHAIRMAN.

EXT.R5(c): TRUE COPY OF NO DUES CERTIFICATE DATED 12.11.2010 ISSUED BY THE COMPANY ALSO DULY SIGNED BY MR. C.J. MATHEW AS THE CHAIRMAN.

EXT.R5(d): TRUE COPY OF LEDGER ACCOUNTS OF THE PETITIONER COMPANY HANDED OVER TO THIS RESPONDENT DULY CERTIFIED BY MR.C.J. MATHEW AS THE CHAIRMAN.

True Copy/

P.A to Judge.

rv

**DAMA SESHADRI NAIDU, J.**

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**W.P. (C) No. 1107 of 2012 (K)**  
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**Dated this the 20<sup>th</sup> day of March, 2017.**

**JUDGMENT**

The petitioner, a Private Limited Company, maintains a current account with the Edappally Branch of the State Bank of Travancore, the first respondent. When the Company sought a statement of account and other particulars about certain transactions, the Bank initially did not respond. Instead, the 5<sup>th</sup> respondent, an erstwhile Director of the Company, responded: that there are disputes between different directors and cases are pending before the Company Law Board, Chennai; that all the disputes are being adjudicated upon; and that the warring Directors entered into a compromise, a part of which mandates that whatever the transactions the 5<sup>th</sup> respondent authorised stood accepted. Later the Bank, too, responded. But still aggrieved that the Bank had not provided the information it asked for, the Company has filed this writ petition.

2. On 03.04.2013 this Court issued an interim direction, in response to which, a Bank official filed an affidavit providing

certain information. When this Court asked whether that information would suffice, the learned counsel for the petitioner vehemently contended that the Company had asked for more information than what was supplied through the Bank's affidavit. To exemplify, the learned counsel has submitted that a few transactions took place in the Bank on the strength of an alleged resolution, which, according to the Company, is a forged one. As regards certain cheque-transactions also, the Company insisted on the Bank's providing information.

3. The learned Standing Counsel for the respondent Bank has submitted that, complying with the interim direction dated 03.04.2013, the Bank had already provided whatever information the Bank had at its disposal. Drawing my attention to the affidavit filed by the Bank's official, the learned Standing Counsel would further submit that, given the passage of time and given the Bank's shifting its branch, it is burdensome for the Bank to locate some records relied on by the petitioner. He has, nevertheless, submitted that whatever the information the Company is legitimately entitled to, the Bank will provide, given enough time.

4. The learned Senior Counsel appearing for the 5<sup>th</sup> respondent, on the other hand, has submitted that the petitioner has taken recourse to an abuse of process: it wants to settle private disputes through a public law remedy. In elaboration, the learned Senior Counsel submitted that the company petitions filed at the instance of the rival groups are still pending before the Company Law Board, Chennai. He has also drawn my attention to the fact that there had been settlements, in which the other Directors accepted and sanctified the transactions authorized by the 5<sup>th</sup> respondent. According to him, seeking information from the Bank violating the agreement is nothing but an abuse of process.

5. This Court, at the outset, clarifies that it has no intention to get into the intra-company—intra-directorial—disputes. It seems that the parties from either side have already approached a judicial forum, i.e., the Company Law Board, which has already been seized of the dispute. The petitioner has not denied the fact that the Directors have already entered into certain agreements in the pending proceedings before the Company Law Board.

6. But this Court clarifies that the very Company, whose



composition may have changed with certain Directors changing at the helm of the affairs, has every right as an account holder to seek information from the Bank. So long as it does not violate its fiduciary, privacy obligations vis-a-vis a third party, the Bank is bound to provide the information. I hasten to add that under the guise of seeking information, the Company, at the same time, cannot grope for information to which the Bank is not a privy.

7. In these circumstances, I hold that the Bank is duty bound to provide information to the Company, its customer; but its obligation is confined to the account transactions, but not to any other document or resolution, ostensibly, provided to the Bank by the Company itself—whoever be its authorized agent—and to which the Bank is not a party.

8. A caveat: This Court does not intend to hold that the Company cannot obtain information or documents other than account transactions from the Bank. Under public law remedy—essentially summary—this Court is ill-equipped to rule on a disputed question of fact, especially, when parallel proceedings are pending before other judicial forum or fora.

9. There is force in the Bank Counsel's contention that the petitioner wanted information for the years beginning from 2006 and it would inevitably take some time for the Bank to ferret out and to provide all the information.

In these circumstances, I dispose of the writ petition with these directions:

- The Bank should provide to the Company the statements of its account and other related information, including the details of cheque-transactions, but excluding documents or resolutions the very company may have handed over to the Bank.
- The Bank will provide the information expeditiously, within three months.

No order on costs.

**DAMA SESHADRI NAIDU,  
JUDGE.**

*Rv*

