

Salam/Hello/Good morning/afternoon Everyone, I am Nishat Tasnim Alvi. My id is 2311014. In this Companies & Securities Law course presentation i am representing the topic of “Seven Case Summaries of Company Winding Up”

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So, first of all let's talk about what's winding up of the company? Well, it is the process of the termination of the companies which can happen when they suffer debts or any insolvency. When such an emergency situation arrives, the shareholders can declare the winding up of the companies. It can be either Voluntary or Compulsory.

While the shareholders consider it as a bankruptcy or debts then it is voluntary winding up. But. while the court declared the company insolvent or not capable of running the business then it is known as Compulsory winding up.

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Moving forward, I will present here seven case summaries.

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The 1st case summary as you can see here in the slide is Case of “Amin (Md.) vs. Bengal Shipping Line Ltd. & others 60 DLR 444”, where the petitioner Md. Amin was a shareholder & owner of the company. A massive central dispute appeared between the other shareholders and owners of the company which resulted in the winding up of the company. So, the petitioner sued for winding up for the company. The court found valid reasons according to sec 241(vi) to wind up the company, However the court also gave him a last review if possible but the petitioner failed to satisfy the court. As a result, the company wound up.

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The 2nd case is about “Dira Dockyard and Engineers ltd vs. Bangladesh Shilpa Sangstha & others 10 BLC (AD) 131” This case was focused among three groups Dira Dockyard as builder, Tapashee group as purchaser & BDSRS as financier for construction of 2 cargo vessels with total amount of 95.75 lakh taka. BDSRS financing 70 lakh & also gave loan Tapashee group. Where tapashee group also contributing 25.75 lakh taka. As a result, the triangle (**LOVE TRIANGLE**) conflict happened among these company because tapashee group failed to recover the loan. Where the builder Dira dockyard took this misconduct chance & imported reconditioned engines instead of new engines. As a result, BDSRS filed against

Dira & Tapashee. The court came to a point that the formalities among the agreement was not legally maintainable & so the Dira & Tapashee were breached from their contract.

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Next let's discuss case no 3. Which is “Yunus Bhuiyan & Others. Vs. Bashanti Property Development Ltd. 4 BLC 249”. In this case Younus Bhuiyan & other shareholders filed a petition against the bashanti property ltd for winding up. The main reason was misunderstanding among the board of directors. Because the bashanti property took loan from Younus Bhuiyan's company for developing their land. But they failed to make this and also cut up they are willing to repay that loan. As a result, the case happened. The court found that where the company was no longer able to carry out the primary business motive but give higher perspectives, it is better to wind up the company to benefit for all concerns.

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Head over to the next slide. Case 4 is “Prime Finance & Investment Ltd vs. Delwar H Khan 15 BLC (AD) 170” where Delwar Khan holds 66% (40,22,000) shares of the owner of the company. But Delwar H Khan potentially abused the company's share & other investment for his own purpose, not for the company's objectives. As a result, the company faced a huge number of loans & liabilities from others. Since the company failed to repay the loan. Consequently, the company filed against Delwar H Khan. But in this case the court also was conscious of the fact of huge no of loans among the others. So, a liquidator was appointed to wind up the company & distribute all the shares among creditors which was a legal procedure.

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Next is case no 5 “Consumer Testing Laboratories Ltd vs. Registrar Joint Stock Companies & Firms 16 BLC 224”. Here Consumer testing laboratories was a registered company under the companies act but it was not an active company for a long time. The Registrar Joint Firms were in maintenance during the inactive period & also hold the asset of the Consumer Testing. While the shareholders again want to continue their activities but, due to long time inactivity the company could not find any solution. They were seeking court intervention. The court wind up the Registrar Joint Firms properties & assets to the shareholders of Consumer testing within 4 weeks after receiving the order.

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The next case no 6 is “**Eastern Bank Ltd vs. Bengal Carpet Ltd. 17 BLD (HCD) 22**” where EBL provided loans with other credit facilities to the Bengal carpets ltd for business purposes. But even after extending the repayment schedules several times, they were not able to complete the procedure which was against the code of conduct of business policy. So, the EBL filed against the Bengal carpet. As a result of the observation of the court, Bengal Carpet was not worthy of business rights & call for winding up with immediate effect.

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Finally I came to the end of case no 7 Which is “**Moushumi Industries Ltd & others vs. Asad Ahad & others**” where the Moushumi industries trading business as “Cute” was planning for launching a new product. The loan was taken by a director of the board from Asad Ahad with the name of the Moushumi industries, But the product failed to launch in the market because that director of the company partially hides that investment due to internal conflict. As a result, the Asad Ahad filed against the company. For this point of view the court declared that the loan was not personal loan because the whole entity was used for the company perspectives & as a result the Moushumi industries had to pay the cost to the petitioner Asad Ahad. & entitles the winding up of that entity.

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So, thank you all for your cooperation. That concludes my presentation.
Feel free to any query. Thanks.