

IN THE SUPREME COURT OF INDIA  
CIVIL APPELLATE JURISDICTION

CIVIL APPEAL NO.6144 /2021  
[@ SLP [C] NO.13606/2021]

RAJASTHAN STATE  
MINES AND MINERALS LTD.

Appellant(s)

VERSUS

I.K. MERCHANTS PVT. LTD. & ORS.

Respondent(s)

WITH

CIVIL APPEAL NO.6146/2021  
[@ SLP(C) No. 14330/2021]

CIVIL APPEAL NO.6145/2021  
[@ SLP(C) No. 13905/2021]

O R D E R

Leave granted.

The well intentioned endeavour of the Division Bench of the Calcutta High Court and its exasperation at a litigation continuing for 40 years is appreciated but the fact remains that the said alone cannot put the *lis* to an end!

A suit was filed as far back as on 05.07.1978 (amended subsequently) seeking a decree against the State of Rajasthan and Rajasthan State Mines and Minerals Ltd. for recovery of Rs.4,34,21,553.00 or in the alternative a reasonable price of shares of the

original plaintiffs in and of Bikaner Gypsum Ltd.(now known as Rajasthan State Mines and Minerals Ltd) and for seeking other alternative reliefs. The learned Single Judge on the Original Side sought to put a quietus to the dispute by a judgment dated 14.08.2012 which recognized different valuations put forth for the shares and passed a preliminary decree directing the defendants therein to appoint any of the firms of Chartered Accountants, namely, Price Water House, Ray & Ray, Lodha and Company of its choice as the valuer for purposes of conducting an enquiry for ascertaining the fair and proper value of the said shares of the plaintiffs at the time when such shares were transferred to the first defendant by the plaintiffs and upon conclusion of such enquiry the plaintiffs would be entitled to apply in this suit for obtaining a final decree for the amount. The aforesaid order was assailed in appeals before the Division Bench.

The Division Bench vide order dated 20.08.2019 appointed M/s Ray & Ray as the valuer for the purposes, on an appeal being filed by appellants before us. The time period for such valuation was extended from time to time. The appellants filed a Special Leave Petition [C] Diary No.45772/2019 against the orders appointing M/s Ray & Ray and extending the time period and that Special Leave Petition was dismissed on 08.01.2020 on the

grounds that the impugned orders being in the nature of interim orders, the Court was not inclined to interfere with the same.

M/s Ray & Ray finally gave a report giving the valuation at Rs.640 per share. The appellant, aggrieved by the same filed GA No.6/2020 in the form of objections to the report. The respondents also filed a cross appeal limited to the issue of interest and costs granted on the amount. It is this objection and cross objections which have been dealt with by the impugned order dated 28.04.2021.

A perusal of the impugned order shows the history of the dispute and the valuations made earlier including by M/s B.D. Gargieya & Co. nominated by the appellants and the circumstances in which the valuations were rejected. The valuation was of Rs.11.50 per share while the respondent before us claimed an amount of Rs.795 per share. Thereafter, the Division Bench proceeded to analyse the orders passed from time to time and sought to draw a conclusion that both parties had agreed to the report of M/s Ray & Ray to be accepted as final.

It is submitted by learned counsel for the appellants that there was no such recording of acceptance and in fact the appellant had even assailed the orders before this Court which was dismissed on grounds of being interlocutory orders.

On the other hand, learned counsel for the respondent seeks to contend that the orders extracted in the impugned order from time to time seek to give an intent that the report was to be finally accepted and the respondent even agreed to put a quietus to the dispute.

We find some merit in the contention of the appellant to the limited extent that the Division Bench was required to bestow consideration in the limited scope available for the scrutiny of such a report as per GA No.6/2020 filed by the appellant and that being a piece of evidence and there being an absence of express consent on the part of the appellant to treat it as final, this had to be dealt with on merits. Similarly, the cross objection to the respondent as a natural corollary would also have to be dealt with on merits.

We are thus, constrained to set aside the impugned order and remit the matter before the Division Bench itself to deal with the objections and cross objections on the issue of valuation alone as per the report of M/s Ray & Ray and to take a view on the same.

We need not emphasize that four decades is a long period and the Division Bench would endeavour to give an early consideration to the matters, something the Division Bench was itself conscious of when it passed the impugned order(s).

The appeals are allowed in the aforesaid terms leaving parties to bear their own costs.

.....J.  
[SANJAY KISHAN KAUL]

.....J.  
[M.M. SUNDRESH]

NEW DELHI;  
OCTOBER 01, 2021.



**Mr. Bijoy Kumar Jain, AOR**

**UPON hearing the counsel the Court made the following  
O R D E R**

**Leave granted.**

**The appeals are allowed in terms of the signed order.**

**Pending applications stand disposed of.**

**(ASHA SUNDRIYAL)  
ASTT. REGISTRAR-cum-PS**

**(POONAM VAID)  
COURT MASTER (NSH)**

[Signed order is placed on the file]