

REVIEWS LEGAL INDUSTRY



IBA PARIS 2023

In this edition, **Almudena Arpón de Mendivil Aldama**, President of the **International Bar Association (IBA)** during 2023/2024, discusses with us on the occasion of the **IBA Annual Conference 2023** held in Paris.

Steven M. Richman, Vice Chair of the **IBA's Bar Issues Commission** and co-chair of the **IBA**, discusses with us the role and significance of the BIC at the IBA.

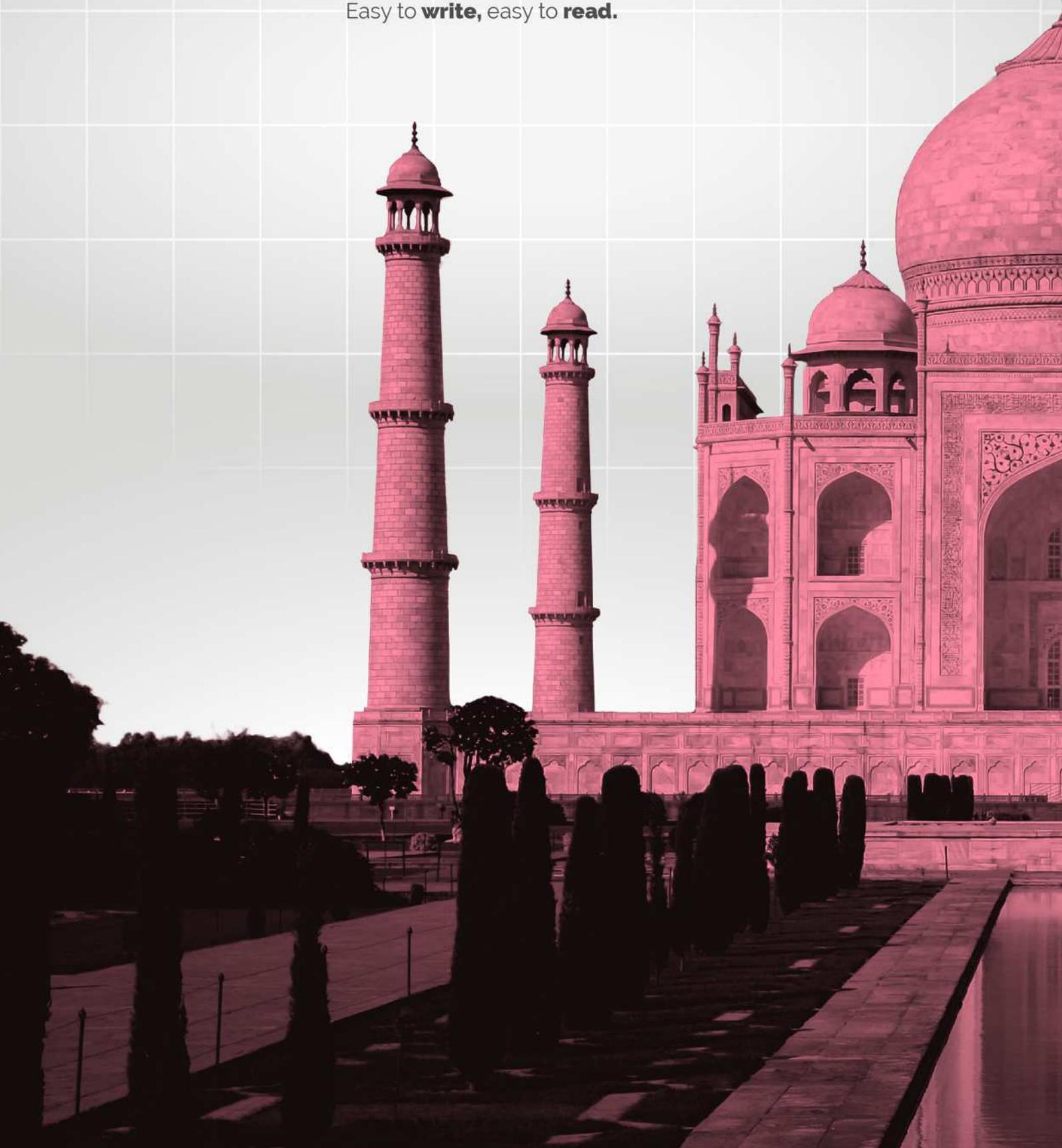
Roop Loomba, Senior Legal Counsel SESA region and Legal Head India at **AkzoNobel**, addresses the progress of Legal Tech and AI incorporation at the company and the role of General Counsels in India.

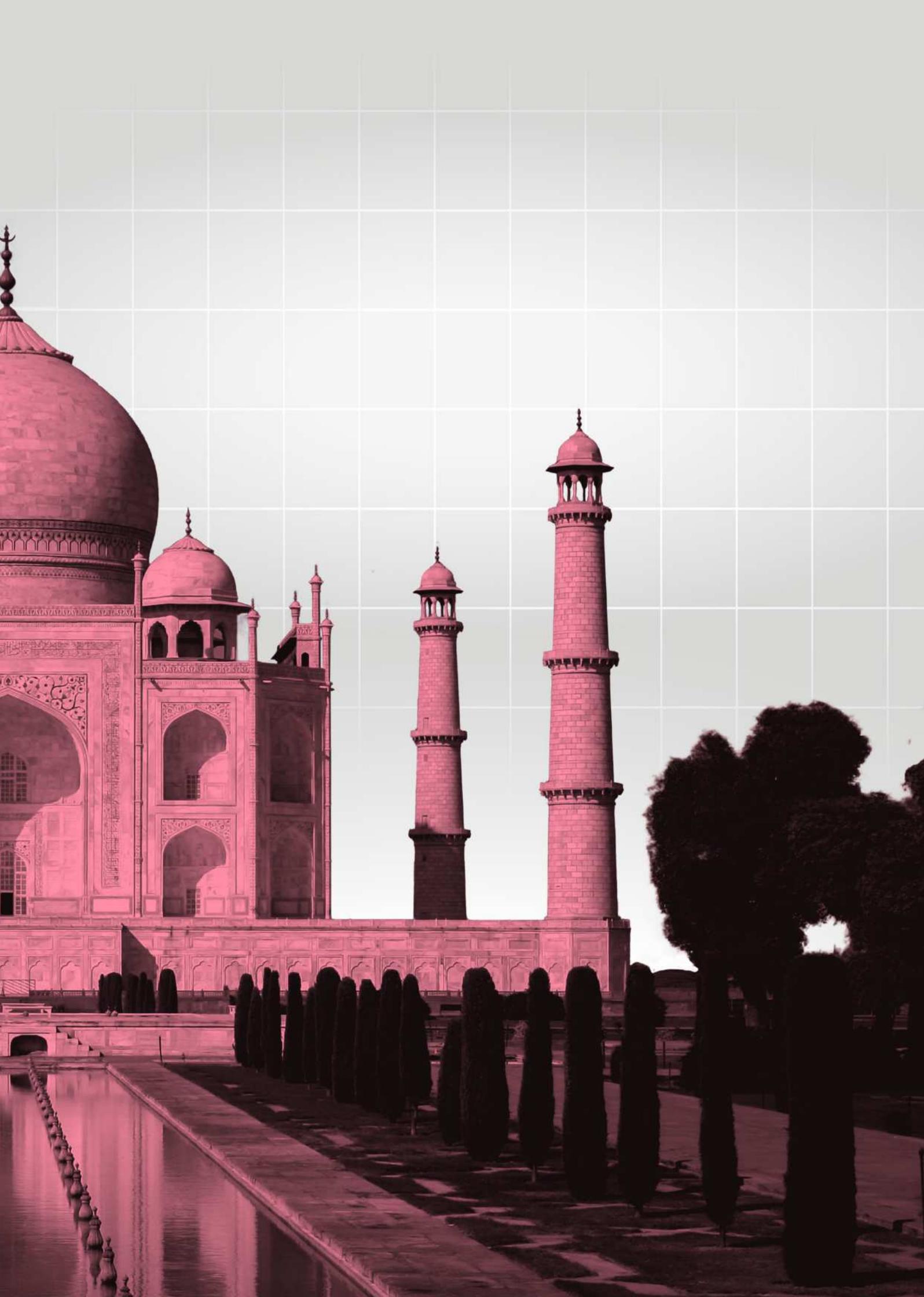
Sakshi Bhayana, Legal Consultant at the **Ministry of Electronics and Information Technology (MeitY)**, unveils the hidden world of Mahadev BettingApp, providing a comprehensive legal analysis of its illegal gambling and money laundering.



APPLIED **LAW**

Easy to **write**, easy to **read**.





Arbitrability of Shareholder Disputes: The Anupam Mittal Case

In January 2023, the Singapore Court of Appeal ("SGCA") delivered a landmark judgment in *Anupam Mittal v. Westbridge II Investment Holdings*, a case that has become a crucial reference point in international arbitration. This case, originating from a dispute over a shareholders' agreement governed by Indian law, highlighted the intricate challenges of cross-jurisdictional arbitration and the diverging legal positions of Singapore and Indian courts.

Central to this dispute was People Interactive (India) Private Limited, known for operating Shaadi.com. The founders, including Anupam Mittal, had shareholders' agreement with an investor, Westbridge, ("SHA") which was governed by Indian law and stipulated that disputes concerning the agreement or the company's management were subject to arbitration in Singapore. Tensions escalated when Westbridge attempted to exercise its "drag along" rights, as specified in the SHA, to exit the company.

Mittal approached the National Company Law Tribunal ("NCLT") in India raising allegations of oppression and mismanagement ("O&M"). In response, Westbridge secured an anti-suit injunction from the Singapore High Court, asserting that the disputes should be arbitrated as stipulated under the SHA. Westbridge also initiated arbitration proceedings administered by the ICC.

The SGCA upheld the anti-suit injunction by finding that O&M disputes are arbitrable under Singapore law, which it found to be the law of the arbitration agreement as well as the seat of the arbitration. The SGCA found that Singapore law was the law of the arbitration agreement in the present case since Indian law (i.e. the law governing the SHA) would render the present dispute non-arbitrable. The arbitral tribunal also passed a partial award upholding its jurisdiction.

Aggrieved by the SGCA decision, Mittal petitioned the Bombay High Court to grant an anti-enforcement injunction against the anti-suit injunction passed by the Singapore courts. In September 2023, the Bombay High Court issued the anti-enforcement injunction, citing that the anti-suit injunction deprived Mittal of legal redress under Indian law, where O&M disputes are deemed non-arbitrable and any arbitration award on such matters unenforceable. The Bombay High Court highlighted the NCLT's exclusive jurisdiction over such disputes in India, and found the anti-suit injunction to be a barrier to Mittal's rights to access justice.



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The Bombay High Court also granted Westbridge the liberty to approach the NCLT under Section 45 of the Indian Arbitration Act, 1996 ("Arbitration Act") to seek a referral to arbitration on the ground that the claims before the NCLT were not genuine O&M claims. Notably, post this judgment, in *Chaitra Gowdar Chidanand v. Get Simpl Technologies Pvt. Ltd. & Ors*, the NCLT (Mumbai Bench) referred the parties to arbitration by finding that the disputes, raised in the O&M petition before it, were arbitrable in nature.

Shortly after obtaining the Bombay High Court judgment, Mittal petitioned the NCLT for an anti-arbitration injunction to halt the on-going arbitration. The NCLT granted this request, reinforcing the Bombay High Court's conclusions, but without independently examining the nature of the claims before the arbitration tribunal or the potential harm to Mittal from continuing the arbitration.

The *Anupam Mittal* case underscores the complexities and uncertainties inherent in cross-jurisdictional disputes, especially where differing standards of arbitrability are applied by different courts. This case exemplifies the challenges faced in international legal landscapes, highlighting the crucial need for harmonization and clarity in arbitration laws across different jurisdictions.





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In this edition, **Murray Armes** and **Karoly Olajos** talk about the **International Thermonuclear Experimental Reactor**, considered one of the most ambitious projects in fusion energy in the world.

Guillaume Henri, partner and consulting director at the agency **Elliott & Markus**, explains how law firms can communicate a new service offer to their clients and build a service that meets the customers needs.

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