HC-KAR

CNR: KAHC010548002024

IN THE HIGH COURT OF KARNATAKA AT BENGALURU

DATED THIS THE 1ST DAY OF OCTOBER, 2026

BEFORE

THE HON'BLE MR. JUSTICE T.P.VIVEKANANDA

WRIT PETITION NO.26184 OF 2024 (GM-ST/RN)

BETWEEN:

MRS. SANDHYA C V
@ CHAMMAKKAD VELAYAUDHAN SANDHYA,
D/O LATE C M VELAYAUDHAN,
AGED ABOUT 53 YEARS,
(26, II MAIN ROAD,
DEFENCE COLONY INDIRANAGAR,
BANGALORE- 560 038)

...PETITIONER

(BY SRI. BORKAR SHEETAL SUBODH, ADVOCATE)

AND:

DISTRICT REGISTRAR
SHIVAJINAGAR
BANGALORE- 560 038

...RESPONDENT

(BY SRI. M. SRINIVAS KUMAR, HCGP)

THIS WRIT PETITION IS FILED UNDER ARTICLES 226 AND 227 OF THE CONSTITUTION OF INDIA PRAYING TO DIRECTING THE RESPONDENT AUTHORITY TO DIRECT TO CONDONE THE DELAY AND REGISTER AND EXECUTE THE RECONSTITUTION OF PARTNERSHIP DEED ON THE BEHALF OF ALL THE PETITIONER.

THIS PETITION, COMING ON FOR PRELIMINARY HEARING IN 'B' GROUP, THIS DAY, ORDER WAS MADE THEREIN AS UNDER:

CORAM: HON'BLE MR. JUSTICE T.P.VIVEKANANDA

ORAL ORDER

The petitioner is before this Court seeking an issue of writ of mandamus to the respondent-District Registrar, Shivajinagar, to condone the delay in presentation of the deed of reconstitution of the partnership for registration and register the deed in accordance with law.

2. The submission of the learned counsel for the petitioner is that M/s Geason Mobilities was registered with Document No.77/1982-83 on 01.04.1981 under the Indian Partnership Act, 1932. There were five partners.

3. It is the further submission of the learned counsel for the petitioner that in the year 2003 there was another reconstitution of partnership firm. In the year 2009, one of the partner namely Mr.C.M.Velayudhan died on 18.08.2009 and he was having 50% of share in the

partnership firm. The share of 50% was divided among his legal representatives. The petitioner is one among them.

4. It is the submission of the learned counsel for the petitioner that, though, the deed of reconstitution was prepared, however, it was not presented for registration before the respondent. When the petitioner and other incoming partners have approached the respondent with a request to register the deed of reconstitution of partnership, the respondent has refused to register the same on the ground of delay in presentation of the document. It is the said circumstances which has brought the petitioner before this Court through the present writ petition.

5. It is the submission of the learned counsel for the petitioner that, though there is a time limit stipulated in Section 59 of the Indian Partnership Act for registration of the deed of reconstitution, however, the said stipulation is not mandatory.

6. In support of the said contention, learned counsel for the petitioner places reliance on the judgment passed by the Co-ordinate Bench of this Court in WP.No.7632/2026 dated 09.03.2026. The relevant portion of the said order reads as follows:

> *"4. Learned counsel for the petitioner places reliance on judgments rendered by Co-ordinate Benches of this Court, which deal with the issue relating to the reporting of reconstitution of a partnership firm beyond the period of fifteen days contemplated under Sub-Rule (2) of Rule 4 of the Rules, 1954. While interpreting the said provision, the Co-ordinate Benches have held that the requirement of intimating the reconstitution within fifteen days is not mandatory in nature and that mere delay in filing the application cannot be a ground to refuse registration or recording of the reconstitution. In particular, reliance is* NC:2026:KHC:14148 HC-KAR *placed on the judgment of this Court in M/s.Type Tools Corporation vs. The Registrar of Firms, Bangalore and another, reported in 1988 SCC OnLine Kar 345, wherein it is held that the Indian Partnership Act, 1932 and the Rules framed thereunder do not prescribe any penal consequence for failure to intimate the reconstitution within the stipulated period. The provision only prescribes the time within which the intimation is to be made in Form No.V and does not indicate that a delay would disentitle a registered partnership firm from seeking verification and recording of its reconstituted deed before the jurisdictional Registrar. In the light of the law laid down in the aforesaid judgment, this Court is of the view that the impugned endorsement issued by the respondent cannot be sustained and is liable to be set aside. Consequently, this Court is inclined to*

exercise its jurisdiction under Article 226 of the Constitution of India and issue appropriate directions to the respondents."

7. Per contra, learned AGA submits that there is nothing on record to show that the petitioner has approached the respondent for registration of the deed of reconstitution. If the petitioner were to approach the respondent with a request to register the deed of reconstitution, the same would be considered in accordance with the provisions of Section 59A of the Indian Partnership Act and also taking note of the order passed in WP.No.7632/2026.

8. On hearing the learned counsel for the petitioner and the learned HCGP, this Court finds it appropriate to notice the provisions of Section 59 of the Registration Act, 1908, which reads as follows:

*"**59. Endorsements to be dated and signed by registering officer**. - The registering officer shall affix the date and his signature to all endorsements made under Sections 52 and 58, relating to the same document and made in his presence on the same day."*

9. It is also necessary to notice that the relevant provisions of the Karnataka Partnership (Registration of Firms) Rules, 1954, more particularly Rule 4 of the Rules, which reads as follows:

> ***"4. Forms of intimations and notices under Sections 61, 62 and 63.***
> *(1) Intimations and notices under Sections 61, 62, 63(1) and 63(2) of the Act shall respectively be in Forms III, IV, V and VI annexed to these rules with such variations as circumstances may require.*
>
> *(2) Every statement, intimation or notice relating to a firm, under Sections 60, 61, 62, 63(1) or 63(2) of the Act shall be sent or given to the Registrar together with the prescribed fee within fifteen days from the date of occurrence of the event referred to in such statement, intimation or notice."*

10. On a combined reading of the aforesaid provisions, it is discernible that any change in the constitution of a firm shall be intimated to the Registrar in the prescribed form within 15 days from the date of occurrence of such event.

11. This Court, in the judgment and order relied upon by the petitioner, namely, ***M/s. Type Tools***

Corporation Vs. The Registrar of Firms, Bangalore and Another[1] and ***Divyasree Shelters LLP Vs. The District Registrar***[2]. On consideration of the supra and aforesaid provisions, it has been held that delay in intimating the Registrar regarding the reconstitution of a firm would not, by itself, entitle the jurisdictional Registrar to refuse registration of the deed of reconstitution of the firm and to make necessary entries in the register. It is also held that the time stipulation of 15 days prescribed under Rule 4 is not mandatory but directory.

12. In the light of the aforesaid provisions of the Indian Partnership Act coupled with the decision of this Court referred to supra, this Court deems it expedient to permit the petitioner to approach the respondent requesting to register the deed of reconstitution, which was entered into between the existing partners. If such a document is presented before the respondent along with

[1] *1988 SCC Online Kar 345*
[2] *W.P No.7632/2026*

Form No.V within a period of four weeks from the date of receipt of certified copy of this order, the respondent is directed to register the same and make necessary entry taking note of the judgment referred to supra and the observations made herein above. It is open for the respondent to collect necessary charges for registration in accordance with the relevant provisions.

13. With the aforesaid observations, the writ petition is ***disposed of***.

Sd/-
(T.P.VIVEKANANDA)
JUDGE

PB
List No.: 1 Sl No.: 46