LexScriptaMagazine.com ISSN: 2583-8725 Vol. 03 - Q4 Oct - Dec, 2025

ISSN: 2583-8725

Lex Scripta Journal

Quarterly Online and Print Edition

Law & Policy

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EDITORIAL TEAM

LEX SCRIPTA MAGAZINE OF LAW AND POLICY (VOL-2, ISSUE-3)

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ISSN-2583-8725
Vol - II, Issue - III
Published by INTEGRITY EDUCATION INDIA

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Printed in India @ New Delhi

ISSN: 2583-8725

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LEX SCRIPTA MAGAZINE

JOURNAL MAGAZINE BY INTEGRITY EDUCATION INDIA

LexScriptaMagazine.com ISSN: 2583-8725 Vol. 03 - Q4 Oct - Dec, 2025

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Minority Shareholder Protection Mechanisms & Their Modern Challenges under the Companies Act, 2013

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Minority Shareholder Protection Mechanisms and Their Modern Challenges under the Companies Act, 2013

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Abstract

"The protection of minority shareholders is an important part of current corporate governance, especially in areas where ownership concentration and control by the promoter group continue to influence management decisions. The Companies Act, 2013[1] *represents a significant legislative advance to establish superior rights to participate, greater regulatory oversight and enforceable rights for minority shareholders. This article closely examines the main legal protections - namely, the remedies for oppression and mismanagement, class actions, rights to disclosure, and rules on related party transactions - while also considering key court findings that have shaped their application. The article evaluates, through doctrinal, comparative, and jurisprudential means, whether the present legal position on minority protection is adequate in practice. The article reflects ongoing difficulties like procedural barriers, tribunal delay, the preferential access of promoters to information, and the structural dominance of promoter groups. The article concludes that although the Companies Act, 2013 has enhanced protection rights for minority shareholders, its effectiveness and overall applicability continue to be limited through practical issues and application conflicts that require specific consideration in relation to enforcement models, accessibility and disclosure."*

Keywords: *Minority Shareholder Protection, Companies Act 2013, Corporate Governance, Oppression and Mismanagement, Class Action Suits, Promoter Dominance, Related Party Transactions, Judicial Interpretation, Corporate Law Reform, Shareholder Rights.*

Introduction

The corporate form is governed by the principle of majority rule, which, although efficient for decision-making, carries inherent risks of exploitation of minority shareholders. Modern corporate law therefore attempts to balance the authority of majority shareholders with statutory protections that prevent abuse. In India, the Companies Act, 2013 is a landmark statute that aims to strengthen corporate governance, enhance shareholder protection, and align domestic corporate law with global best practices. The legislation offers a wide spectrum of mechanisms that safeguard minority interests in both public and private companies, thereby moving beyond the limited and rigid provisions of the Companies Act, 1956[2].

The present paper explores the modern framework governing minority shareholder protection in India and critically evaluates the efficacy of statutory and judicial safeguards.[3] The key research questions guiding this study examine the nature and adequacy of protections offered under the Companies Act, 2013, the role of the judiciary in shaping these rights, and the

[1] "Companies Act 2013, No 18 of 2013."
[2] "Companies Act 1956, No 1 of 1956."
[3] "OECD, *Principles of Corporate Governance* (2015)."

persistent structural challenges that continue to undermine effective minority participation in corporate governance.[4]

The study is significant not merely for its doctrinal relevance but also for its practical implications, as India continues to witness rising shareholder activism, increased regulatory scrutiny and complex corporate structures that render minority protections essential for ensuring investor confidence and maintaining market integrity.[5]

Literature Review

The pressing need to align the imperatives of majority control and minority protection is now widely acknowledged in scholarship on corporate law. As is pointed out in fundamental works such as Gower's Principles of Modern Company Law[67], minority shareholders face various inherent vulnerabilities in a corporate system that is hierarchical in structure. To this end, Paul Davies, in the context of concentrated ownership systems, notes that judicial enforcement is often necessary to avoid shareholder oppression.

In India, the academic work of Umakanth Varottil[8], Vikramaditya Khanna[9] and Afra Afsharipour[10], address issues related to standard corporate governance and the promoter dominance in organizations. Academics contend that while India's legal regime may have a reliable framework, it is systematically hampered by a lack of enforcement, insufficient institutional capacity, and information asymmetries.

The primary statutory literature includes the Companies Act, 2013[11], as well as regulations like the SEBI (LODR) Regulations[12], which provide additional protections in particular as they relate to listed firms. The judicial literature includes important decisions like Needle Industries (India) Ltd v Needle Industries Newey (India) Holding Ltd[13] and Tata Consultancy Services Ltd v Cyrus Investments Pvt Ltd[14], which provide clarification regarding oppression, mismanagement, and fiduciary duties. The scholarly consensus indicates that while the modernization of Indian company law has moved along in a meaningful fashion, the conversion of any statutory rights into protective measures remain ambiguous. [15]

Empirical studies on how the National Company Law Tribunal[16] has operated and the impact of business culture on shareholder participation are underdeveloped. Trends suggest that courts are still exercising a fair amount of discretion when defining oppressive behaviour resulting in inconsistent rulings and ultimately a lack of predictability to those litigating in court.[17]

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[4] "Ministry of Corporate Affairs, 'Report of the JJ Irani Committee on Company Law' (2005)."
[5] "SEBI, 'Consultation Paper on Strengthening Corporate Governance in Listed Companies' (2017)."
[6] "LCB Gower, *Principles of Modern Company Law* (Sweet & Maxwell 1954)."
[7] "Paul Davies, *Gower & Davies: Principles of Modern Company Law* (Sweet & Maxwell 2016)."
[8] "Umakanth Varottil, 'Shareholder Protection in India: A Critique' (NLSIR 2010)."
[9] "Vikramaditya Khanna, 'Corporate Governance in India: Past, Present and Future' (American Journal of Comparative Law 2009)."
[10] "Afra Afsharipour, 'The Promise and Challenges of India's Corporate Governance Reforms' (2010) 8 Berkeley Business Law Journal."
[11] "Companies Act 2013, ss 241–245."
[12] "SEBI (LODR) Regulations 2015, regs 17–23."
[13] "*Needle Industries (India) Ltd v Needle Industries Newey (India) Holding Ltd* (1981) 3 SCC 333."
[14] "*Tata Consultancy Services Ltd v Cyrus Investments Pvt Ltd* (2021) 9 SCC 449."
[15] "Bhaskar Chakrabarti, 'The NCLT Experience in Corporate Dispute Resolution' (2021) 4 Indian Law Review."
[16] "National Company Law Tribunal Rules 2016."
[17] "Ministry of Corporate Affairs, 'Standing Committee Report on Companies Act Implementation' (2018)."

Methodology

This research utilizes a doctrinal methodology with a focus on a detailed assessment of statutory, case law, and regulatory provisions applicable to minority shareholder protection. The doctrinal method permits a systematic examination of the Companies Act, 2013, along with corporate governance regimes. The research relied on primary sources, including the Companies Act of 2013, SEBI regulations, and jurisprudence from the Supreme Court of India, High Courts, the National Company Law Tribunal, and the National Company Law Appellate Tribunal[18], as well as secondary sources, including journals, comments, OECD publications, and scholarly work that contextualize statute provisions and the broader corporate governance trends. This combined methodology ensures a thorough assessment of the legal framework and practical and applied implications.[19]

Statutory Mechanisms for Minority Shareholder Protection

The Companies Act, 2013 corresponds to a new and wide-ranging framework intended to safeguard minority shareholders against abuse by majority ownership and management authority. The Act acknowledges that minority shareholders face inherent disadvantages, such as limited voting power, information asymmetry, and concentration of decision-making authority. Pursuant to addressing these issues, the Companies Act,2013 seeks to establish both substantive rights and procedural avenues through which minority shareholders can challenge aggrieving actions, secure accountability, and exercise meaningful participation in the governance of the company. Such procedural elements extend to a wide variety of issues, including judicial remedies, enhanced disclosure rights, scrutiny of related party transactions and participatory rights in mergers, arrangements, and significant corporate actions. The very drafting of these rules represents a purposeful transition from the narrow and often rigid protections encapsulated in the Companies Act, 1956, to an egalitarian and governance-focused legislative scheme.

A key dimension to minority protection is the avenue for relief from oppression or mismanagement under Sections 241 to 244[20]. These provisions allow minority shareholders to petition the National Company Law Tribunal (NCLT) when the company's affairs are conducted oppressively, improperly, or unfairly towards them or in a manner detrimental to public interest. The language of the statute is much wider in scope than its predecessor and permits the tribunal to consider conduct in a holistic and equitable manner rather than considering isolated breaches of statutory provisions. Judicial interpretation has been crucial to lend content to this area of law. The apex Court in Needle Industries (India) Ltd v Needle Industries Newey clarified the meaning of "just and equitable" and emphasized that business conduct ought to be evaluated against, not just entitlements in law, but also the virtues of justice, honesty, and fairness. This framework has since guided tribunals in finding cases where the majority might act legally, whilst being oppressive or unjustly prejudicial, such as abusive dilution of minority holdings, the unlawful removal of directors and the appropriation of corporate opportunities.[21]

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[18] "National Company Law Appellate Tribunal Rules 2016."
[19] "Ministry of Corporate Affairs, 'Compendium of NCLT Judgments' (2019)."
[20] "Companies Act 2013, ss 241–244."
[21] "*Elder v Elder & Watson Ltd* [1952] SC 49 (cited for "just and equitable" principles)."

The tribunal's remedial powers are far-reaching, including the management of corporate affairs, removal of directors, and ordering the purchase of shares; however, the statutory threshold set by Section 244 creates a significant procedural barrier. Minimum shareholding requirements, typically at least 10 percent of issued share capital or 100 shareholders, often exclude minorities whose grievances are not less valid but who happen to fall short of meeting the numerical threshold. The tribunal's discretion to grant exemptions was intended to mitigate this burden. However, judicial practice has been inconsistent, and there is doctrinal confusion with reduced predictability for potential litigants. Tribunals have in some cases liberally granted exemptions to further the interest of justice, while in others, they have inflexibly adhered to statutory thresholds, thus limiting access.[22] The effectiveness of this remedy against tyranny and mismanagement therefore remains fundamentally dependent on judicial sensitivity and the institutional capacity of the tribunals, both of which vary significantly.

The introduction of class action lawsuits under Section 245 represents a significant step forward in the development of Indian corporate law, reflecting a shift toward collective shareholder empowerment and deepened corporate accountability. Whereas traditional oppression and mismanagement remedies focus on the internal management of a company, class action lawsuits facilitate collective actions against the company and its management but also against auditors, advisors, and experts whose acts or omissions result in harm to shareholders. Indian law is thus aligned with jurisdictions such as the United Kingdom, where class remedies have long been well-established, and the United States, where shareholder class actions form an important mechanism in the enforcement of corporate governance. Nevertheless, despite its potentially transformative impact, the remedy of class action remains largely unused. Several factors contribute to this: complexity of procedure, high thresholds for evidence, lack of awareness among shareholders, and insufficient institutional facilities for handling class litigation. The express statutory imposition of liability on auditors and experts suggests a clear legislative intent to increase transparency, raise the bar for professional responsibility, and deter corporate wrongdoing.[23]

The legislative provisions of the Companies Act, 2013, mark a milestone in the legal regime governing the rights of minority shareholders. They reflect a conscious movement toward heightened judicial oversight, greater transparency, liability of major business houses, and participatory governance. Application of these remedies is severely restricted by procedural thresholds, enforcement problems, structural hegemony of promoter groups, and variable quality of judicial interpretation by courts. A detailed analysis of these institutional and pragmatic constraints forms the basis for reviewing current issues that continue to affect the protection afforded to minority shareholders in India.

Judicial Approaches to Minority Protection

Judicial interpretation has played an influential role in shaping the framework for minority shareholder protection in India. While there is indeed a broad statutory framework provided under the Companies Act, 2013, their practical application would largely depend upon judicial and tribunal interpretations of such generic terms as oppression, mismanagement, probity, and corporate justice. Indian courts have long tried to balance two often conflicting principles: the business judgment rule that protects managerial autonomy and commercial discretion, on one

[22] "*Shanti Prasad Jain v Kalinga Tubes Ltd* AIR 1965 SC 1535."
[23] "Parliamentary Standing Committee Report on Class Actions (2012)."

hand, and the need to ensure the protection of minority shareholders against harmful conduct, on the other. Indeed, the evolution of jurisprudence on minority protection bears witness to a cautious approach aimed at preventing exploitation without unduly interfering with internal company governance.

A striking illustration of this balance is the interminable Tata–Cyrus dispute[24], which concluded with Tata Consultancy Services Ltd v Cyrus Investments Pvt Ltd. The Supreme Court repeated that judicial intervention in corporate decisions should be restricted only to cases where statutory thresholds for oppression or mismanagement are clearly met. It emphasized that decisions requiring business acumen lie fundamentally within the board's domain and are generally not subject to judicial scrutiny. While this decision has strengthened managerial independence, there are concerns regarding the availability of the minority remedy since it lays down a rigorous standard to establish oppression and validates wide discretion for boards controlled by controlling shareholders. The critics argue that this approach may inadvertently weaken minority protection by making it difficult for shareholders to challenge harmful corporate conduct, cloaked as business decisions.[25]

On the other hand, the ratio of the Supreme Court in Needle Industries (India) Ltd v Needle Industries Newey reflects a more egalitarian and contextually sensitive approach. It held that the rights of the minority must be examined not only strictly based on the statutory interpretation but also based on principles of fairness, integrity, and justice. This test broadens the scope of judicial scrutiny to enable the courts to look beyond mere formal compliance to determine whether the corporate conduct, though legally permissible, is essentially oppressive or burdensome. The ruling emphasizes equitable considerations as a basic building block of Indian corporate law and continues to aid tribunals in identifying subtle types of majority misconduct.

The legal principles laid down by the NCLT and the NCLAT reflect the tension between deference to business judgment and the need to protect shareholder interests.[26] During the last couple of years, the tribunals have become increasingly sensitive to issues like dilution of minority shareholders, siphoning through related party transactions, diversion of corporate assets, and unfair removal of directors. Judicial directives show a willingness to intervene in cases where actions of the controlling shareholders impair transparency or alter the corporate structure to the prejudice of the minority. However, some practical constraints in tribunal functioning significantly affect the actual efficacy of judicial redress. Delays in disposal, uncertainty in the application of rules of law, inadequate specialized knowledge, and significant variations in judicial reasoning make outcomes unpredictable. These institutional constraints erode the deterrent impact of minority provisions and cast doubt on courtroom redress as an effective corrective mechanism.

Judicial practices indicate a twofold commitment in India: one to protect managerial discretion, the other aimed at preventing egregious abuse of majority power. Equitable principles on which courts rely allow flexibility, but the high bar for intervention and functional limitations of tribunals pose serious hurdles to any minority shareholder seeking relief.[27]

[24] "Supreme Court of India, 'Judgment Summary in Tata–Mistry Dispute' (2021)."
[25] "*Loch v John Blackwood Ltd* [1924] AC 783 (PC)."
[26] "NCLT Annual Case Disposal Report (2022)."
[27] "MCA, 'Report on Corporate Governance in India' (2020)."

Modern Challenges in Minority Shareholder Protection

Notwithstanding considerable reforms in substantive laws enacted by the Companies Act, 2013, there are still some structural, procedural, and enforcement-related challenges in adequately enforcing the rights of minority shareholders in India. These issues arise from deficiencies in the regulatory framework, entrenched corporate practices, institutional constraints, and evolving governance complications.[28]

A key problem lies in the promoter-based structure of Indian companies. The controlling shareholders often have substantial influence on board composition, voting outcomes, and even major strategic decisions, thereby setting an environment where the views of minorities would hardly matter. This entrenched power may enable discriminatory practices to emerge in a very subtle manner, without clearly cutting across major legal demarcations. Board capture, along with concentrated ownership structures, sometimes creates decisions inclined towards promoter interests against wide shareholder benefits.

Procedural obstacles considerably limit minority access to remedies. The threshold set by Section 244 for initiating oppression and mismanagement proceedings shuts out a large number of shareholders with legitimate grievances. The presence of waivers does little to remove uncertainty due to inconsistent tribunal orders. High litigation costs, lack of awareness about the availability of legal recourse, and the requirement of specialized financial expertise further deter minority shareholders from approaching the courts. Additionally, delays in adjudication before the National Company Law Tribunal and the National Company Law Appellate Tribunal undermine the effectiveness of statutory remedies, since business decisions requiring timely action often become irreversible by the time orders are passed.

These procedural limitations are compounded by the issues of enforcement. Where the orders are indeed issued in favour of the minority shareholders, their effective enforcement may be difficult with fragmented regulatory surveillance and inadequate coordination between the Ministry of Corporate Affairs, SEBI, and the tribunals. Penalties prescribed for violations often lack the deterrence value to prevent the misconduct, particularly in large corporate houses with huge financial resources.

Information asymmetry also remains one of the key barriers. Minority shareholders usually rely on the disclosures made by the management. Except in cases of enhanced disclosure requirements as mandated by the SEBI legislation, the availability of fundamental information remains limited. There is greater transparency on this issue in private and non-listed companies since disclosure requirements are less and regulation more lenient. Without timely and reliable information, identification of governance-related issues or seeking adequate legal remedy is particularly problematic for minority shareholders.[29]

The intricacy of the structure of corporate groups in India adds to the problems of supervision. Most large conglomerates involve several subsidiaries and cross-holdings, which make it possible to route transactions through various layers. While related party transactions are regulated, the inherent opaqueness in these structures makes detection of value diversion or preferential treatment extremely difficult. Structural complexity reduces the effectiveness of minority rights, which rely substantially on transparency and an unbiased assessment.[30]

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[28] "SEBI, 'Promoter Control and Corporate Governance Framework' (2019)."

[29] "*Vodafone International Holdings BV v Union of India* (2012) 6 SCC 613 (on complex corporate structures)."

[30] "NCLAT, *In re Fortis Healthcare* (2018) (RPT abuse)."

Finally, emerging technological and governance trends present new challenges. For example, virtual shareholder meetings increase accessibility but may at the same time put some shareholders at a disadvantage if they are unfamiliar with digital platforms or dependent on intermediaries. Proxy advisory services, while useful to the efficient making of informed votes, also raise concerns regarding consistency and independence as well as their effect on shareholder voting. Algorithmic trading and institutional investor growth also shifts the nature of shareholder participation in ways the traditional statutory approaches poorly address.

Conclusion and Recommendations

The Companies Act, 2013 denotes an important development in protecting minority shareholders, as it provided new measures and improved transparency in corporate governance. The law is very comprehensive and prescribes various types of oppressive conduct and possible recourse for shareholders. Court rulings, especially those arising in accordance with equitable principles, have furthered the rights of minority shareholders.

In spite of these advancements, there are again structural and procedural barriers to the actual efficacy of minority shareholder protection. Impediments normally arise from promoter control, extreme information asymmetry, procedural thresholds, and tribunal delays. Class action or derivative actions could also provide a solution, but are not established.[31]

A number of improvements to facilitate enforcement and ease of access is necessary. For example, lowering the threshold ownership level to initiate an action or application under s 244, establishing procedure for derivative actions, enhancing tribunal capacity, and increased scrutiny of related party transactions would materially improve the protection of minority shareholders.[32] We also need to improve the Indian corporate governance practices to be aligned with international practices, while still being suitable for local circumstances, to enhance investor confidence and ensure fair management of companies.

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