

SHRI KALYAN ROY: I only want to say . . .

MR. DEPUTY CHAIRMAN: Nothing. Not at all.

SHRI KALYAN ROY: I only want to say Shri Bhupesh Gupta is seriously ill and is confined to bed. Otherwise he would have been present here.

THE COMPANIES (AMENDMENT) BILL, 1977—contd.

SHRI K. K. MADHAVAN: Sir, I press for the information.

श्री कल्पनाथ राय (उत्तर प्रदेश) :
आदरणीय उपसभापति महोदय, बोनस
अमेंडमेंट ऐक्ट पार्लियामेंट से पास हुआ तो
पहले यहां आना चाहिए। ये मजदूरों का
मामला है और यह सरकार बोनस ऐक्ट को
लाने के बजाय कम्पनी ला और चिल्ड्रेन ऐक्ट
को लायी है। मैं नहीं समझता कि इस
तरह की धांधली क्यों की गयी ?

श्री सुन्दर सिंह भंडारी : वह बिल समय
पर आयेगा ।

PROF. N. M. KAMBLE (Maharashtra): It was already notified.

श्री कल्पनाथ राय : आदरणीय उपसभा-
पति महोदय, बोनस ऐक्ट को लाने के संबंध
में नोटिफिकेशन हो चुका है फिर सरकार ने
इस तरह की धांधली क्यों की ? बोनस ऐक्ट
पार्लियामेंट के सामने आना चाहिये ।

श्री श्रीधर वासुदेव राव धाबे : बल्कि
यह आज के बिजनेस में था भी ।

SHRIMATI SUSHILA SHANKAR
ADIVAREKAR (Maharashtra): Sir,
the Children (Amendment) Bill, 1977
was introduced only yesterday and
we were told that this would not be
taken up immediately in the House.
Many Members, particularly the lady
Members, would like to put forth

their points of view. But it has come
as a surprise to us and it is in today's
List of Business.

SHRI KALYAN ROY: Sir I would
like to submit that this Bill may be
taken up on Tuesday next.

THE MINISTER OF LAW, JUS-
TICE AND COMPANY AFFAIRS
(SHRI SHANTI BHUSHAN): Mr.
Deputy Chairman, Sir, before I rise
to move that the Bill be taken into
consideration, I would like to sub-
mit one thing. A point has been rais-
ed by some honourable Members . . .

SHRI S. W. DHABE: Sir, the
Minister for Parliamentary Affairs is
just now coming . . .

SHRI KALP NATH RAI: Sir, the
Minister is coming just now.

SHRI U. K. LAKSHMANA GOWDA
(Karnataka): But he does not know
what has happened.

SHRI SHANTI BHUSHAN: Sir, a
point has been raised by some hon-
ourable Members as to whether suffi-
cient time has been given to the hon-
ourable Members to consider the Bill
so that they can usefully take part in
the discussion on the Bill. Now, so far
as the provisions in the Rules of Pro-
cedure are concerned, I think rule
123 provides for such a situation when
a Bill has been passed by the Lok
Sabha and has been transmitted to
this House, and it says:

"On the day on which the mo-
tion for consideration is set down
in the list of business which shall,
unless the Chairman otherwise di-
rects, be not less than two days
from the receipt of the notice, the
member giving notice may move
that the Bill be taken into consid-
eration."

So, Sir, so far as the rules are con-
cerned, I would like to submit that
there has been full compliance. May

I also say, Sir, with the limited experience that I have had of this House, that I find that all the honourable Members of this House are so brilliant and they are so intelligent that they take very little time in following and appreciating what is contained in the Bill and I have been finding that even at the last moment, when a very complicated business is handed over to them, they follow it . . .

SHRI KALP NATH RAI : We do not accept it.

हम लोग इसको स्वीकार नहीं करते ।

श्री उपसभापति : अच्छी बात कह रहे हैं ।

SHRI SHANTI BHUSHAN: I am surprised, Sir, that an honourable Member of this House, who is always so well informed and who makes such interesting speeches every time, does not accept the suggestion of mine and the compliments from me that all the honourable Members of this House are so brilliant that they take hardly any time even in assimilating the provisions of the most complicated Bills and so far as this Bill is concerned, I think this is the simplest of the Bills that have ever been brought before this House. So, I would like to appeal to the honourable Members that this is a very simple Bill and they should not refuse these compliments which are being paid to them and I would request them to allow me to proceed further with the Bill.

श्री कल्पनाथ राय : मैं माननीय मंत्री महोदय से कहना चाहता हूँ कि हम लोगों में गलत को सही और सही को गलत करने की क्षमता नहीं है . . .

(Interruptions)

SHRI K. K. MADHAVAN: Sir, he has completely by-passed the issue. The issue that I raised is a simple one. I asked: What is the minimum time that the Government is expected to give to the Members, to which they

are entitled, so that they can examine the Bill properly? That is the issue I raised.

SHRI SHANTI BHUSHAN: Sir, I have already explained and I have already replied to that point.

श्री कल्पनाथ राय : हम लोग आपसे इस पर रुलिंग चाहते हैं ।

SHRI S. W. DHABE: Sir, the Minister for Parliamentary Affairs has not given any explanation.

SHRI KALP NATH RAI: Sir, the Minister for Parliamentary Affairs is not giving any explanation.

SHRI S. W. DHABE: Sir, the point raised by the lady Member regarding the Children (Amendment) Bill, 1977 is also to be given consideration.

MR. DEPUTY CHAIRMAN: It is on the list, on today's list.

SHRI KALP NATH RAI: How can it be?

SHRI SUNDER SINGH BHANDARI: It is in the order paper of today.

श्री कल्पनाथ राय : आदरणीय उपसभापति महोदय, आप कृपया हमें प्रोटेक्शन दीजिए ।

MR. DEPUTY CHAIRMAN: An objection has been raised to the effect that the honourable Minister should not be permitted to make any motion with regard to the Companies (Amendment) Bill, 1977, because two days' notice has not been given. This, in effect, is the objection which the honourable Members have raised. Now, rule 123, which the honourable Minister read out just now, is the relevant rule and it says—and I would like to repeat it—like this:

"On the day on which the motion for consideration is set down in the list of business which shall

[Mr. Deputy Chairman]

unless the Chairman otherwise directs, be not less than two days from the receipt of the notice, the member giving notice may move that the Bill be taken into consideration."

It means that normally it should not be less than two days. But, if the Chairman, in his discretion, agrees to put it on the list of business, it can be taken up earlier also. Therefore, it is in order that the hon. Minister should make the motion... (Interruption).

SHRI K. K. MADHAVAN: Even then the permission of the Chairman has some reason behind it.

SHRI KALP NATH RAI (Uttar Pradesh): What about the Children (Amendment) Bill? It was given to us only yesterday... (Interruptions) ... It should not be discussed today, Sir, it was introduced only yesterday.

SHRI SUNDER SINGH BHANDARI (Uttar Pradesh): It is in the Order Paper today.

श्री उपसभापति : वही बात इस पर भी लागू होती है ।

SHRI KALP NATH RAI: The Minister should not be permitted to proceed with the Children (Amendment) Bill today.

श्री उपसभापति : वह आया तो उस वक्त आपत्ति कीजिए । अभी इस वक्त इसको तो कर ले ।

SHRI SHANTI BHUSHAN: Sir, I beg to move:

"That the Bill further to amend the Companies Act, 1956, as passed by the Lok Sabha, be taken into consideration."

Sir, the Bill is a short one. With your permission, I will briefly indicate as to what the main provisions

of this Bill are. Sir, before I do say, may I say that the hon. Members are aware that the Companies Act was last amended in 1974, and...

SHRI K. K. MADHAVAN: The objective of the Bill has not been given here... (Interruptions).

SHRI SHANTI BHUSHAN: It was last amended in 1974 fairly comprehensively. Even so, we felt that the entire Companies Act as also the sister legislation, namely, the Monopolies and Restrictive Trade Practices Act, 1969, should be considered comprehensively, and the Government have, therefore, appointed a committee under the chairmanship of Mr. Justice Rajen Sachar to review both these Acts, namely, the Companies Act and the Monopolies and Restrictive Trade Practices Act. This committee is presently going into the review of these two Acts, and it is expected that their report would be available only after a few more months. At that time, after that report has been received and has been taken into consideration and the views of the Government have been formulated, then a comprehensive Bill for amending the Companies Act as well as the Monopolies and Restrictive Trade Practices Act would be brought before Parliament. In the meantime, Sir, there were certain aspects of the matter which require urgent attention, and it is with a view to making amendments in the Companies Act in regard to those matters only that this Bill has been brought before Parliament.

Now, Sir, one of the matters which is the subject matter of this Bill relates to section 58A of the Companies Act, which was introduced in 1974 for the purpose of regulating deposits which are received by companies from private depositors. At that time it was felt that these should be brought under regulation because, in many cases, what used to happen was that companies used to invite these deposits by offering a higher rate of interest, and tempted with that higher

rate of interest, people used to make deposits in the companies, which used to be risky because there was no limit on these deposits, and so on. Therefore, it was felt that these deposits should be regulated by a provision in the law, and section 58A was added in the Companies Act for that purpose. The provisions which were contained in section 58A were that the limit to which a company may accept deposits would also be regulated and the maximum interest which a company could pay to their depositors should also be regulated. The idea was that unnecessarily people should not be tempted and their deposits should not become risky, because if a company takes too much of deposits which is not commensurate with the share capital that it has, then, in that case it may not be possible for the company to pay off to these depositors. Then, so far as the deposits which had been taken prior to the enactment of this provision were concerned, obviously they had been taken earlier. A provision was introduced that these deposits should be returned and brought within the limits which were provided for by the Act. A time-limit was prescribed and by that date the deposits should be brought within those limits. Any contravention of the provision was an offence under the Act and the Directors were liable to be prosecuted for the same. These deposits were required to be returned on the 1st of April, 1975 by that provision, 58A. The objectives behind the provision which was introduced, were laudable. Although more than two and a half years have elapsed from 1st of April 1975, up to the present time, the experience of the working of the section during this period has shown that the section was not able to achieve the purpose for which it had been enacted. As I said, it had been enacted to help the small depositors. The office bearers of the organisations concerned with the small depositor saw me in that connection and after discussions

with them I found that they were very anxious that they were not getting back their deposits in spite of such stringent provisions which had been introduced by that amendment of 1974. The reasons had to be looked into. It was found that this amendment was very rigid because it did not make any distinction between good cases and bad cases. Obviously, if some company had taken some deposits earlier and if that company is required to return a large number of deposits by a particular date, the total amount going up to a very high figure, it depended upon the circumstances of that company. Many of those circumstances may not be the creation of the company and may be on account of factors completely beyond the control of the company. There were cases where in spite of the best efforts, it was not possible for the management of a company to comply with the rigid requirements of the section. The result was that an inbuilt incentive arose even for the other companies which were in a position to comply with the requirements of the provision. They thought that they might also not comply with the provisions of this section for the reason that they knew that there were so many other companies who, on account of their position and circumstances beyond their control, were not able to comply with this provision. Therefore, they felt that if others would not be prosecuted because it would be futile to prosecute them, then why should they comply with the provision because they could take the plea that when we were not prosecuting the others why we should prosecute them. Good cases and bad cases got lumped together on account of the rigidity of this provision and the result has been completely contrary to what the intention behind this provision was. While the intention was to compel the companies to return those deposits, the result has been just the contrary, namely, those deposits have not been returned. Therefore, this ques-

[Shri Shanti Bhushan]

tion engaged the consideration of the Government. A committee was appointed under the chairmanship of Shri James Raj. It went into the matter. This provision has been brought as result of the labours of the Working Group. What is now sought to be done is that the provision is being made flexible. It will have to be studied in each case as to what the reasons are and why the company has not been able to comply with this rigid provision. Based on the facts and circumstances of each case, the Government may apply its mind and find out what the proper solution would be, whether some instalment should be fixed, whether some time should be granted, whether some extension should be granted and whether on account of the kind of business or circumstances of a company a particular requirement should not be made applicable for a limited period or should not be made applicable at all. Even before, in section 58A which was originally introduced, wide powers were given to the Government to make the requirement under this provision completely inapplicable to any company, but in exercise of that power, the Government could do only one thing namely, to make all the provisions of this section completely inapplicable to any particular company. It did not have the power to make those provisions inapplicable either for a limited period only or to make only some of the provisions inapplicable and some of the requirements inapplicable and not the other requirements, or to grant extension and so on. Therefore, the need was felt; and while the provision, as it was, gave a very with power to the Government, did not enable the Government to achieve the objective of that very desirable piece of legislation namely, Section 58A. Therefore, this amendment is sought to be made in the Companies Act so that the Government will have to apply its mind to the facts and circumstances of each

case and then determine as to what would be the best way of seeing to it that the depositors get back their money in a particular company, And the ground on which the Government can exercise the power are, "If it considers it necessary for avoiding any hardship or for any other just and sufficient reason." So, the objective considerations, the requirements are laid down. It is only conditional power—"and by order, issued either prospectively or retrospectively from a date not earlier than the commencement of the Companies (Amendment) Act, 1974, grant extension of time to a company or class of companies to comply with, or exempt any company or class of companies from all or any of the provisions of this section, either generally or for any specified period subject to such conditions as may be specified in the order after seeing as to can be laid down after seeing as to what would be a practicable scheme in the case of a particular company as to how the deposits can be required to be returned. And a proper order, after the application of the mind, will have to be made under this section so that the objective of the provision can be achieved. That is the object behind this section, Sir.

Then, Sir, the other part of this Bill is an amendment proposed to section 220 of the Companies Act. Sir, as the hon. Members are aware, there is a requirement that every year the annual general meeting has to be held by a company and before the annual general meeting is held, the balance sheet of the company has to be circulated among the shareholders so that the shareholders may be made aware of the actual working of a particular company. Now, Sir, by a decision of the Supreme Court in 1973 a view was held that if the company did not held its own annual general meeting, in that case, it could not be made responsible for preparing or filing or sending copies to the shareholders of the balance sheet also. Earlier there had been a different view. But in 1973, Sir, the Supreme Court laid down this view and, there-

fore, it became necessary that if the company is not able to hold its annual general meeting, what is the justification that the balance sheet should not be there and should not be made public so that the members of the company, the creditors of the company and other people could look into the actual affairs of the company and as to how they have been run. Therefore, Sir, in order to remove that lacuna, this has been brought in order to provide that whether or not the annual general meeting has been held, a copy of the balance sheet with the profit and loss account, etc. will have to be filed before the Registrar of a Joint Stock Companies because after it is filed, then in that case it becomes a public document and anybody can look into that document and find out the affairs of the public company. That is the other provision which became necessary on account of a judgment of the Supreme Court.

Then, Sir, the third matter to which this Bill relates is a proposed amendment to section 293 of the Companies Act which has a provision permitting a company to spend either for charitable purposes or for the welfare of its employees a certain amount, a certain share of the profits or an amount of Rs. 25000. Sir, an amount of Rs. 25000 was fixed in the Companies Act. The Bill seeks to alter this amount from Rs. 25,000 to Rs. 50,000. This should not be mixed up with the matter of donations to political parties or for political purposes, because that is a matter governed by section 297A of the Companies Act. That provision remains. That is not being touched by this Bill. That means, while the prohibition against the donations to political parties or for political purposes by companies would continue, this is the authority under the Companies Act for sending a sum of Rs. 25,000 by a company either for charitable purposes, for example, the relief of the victims of the Andhra cyclone, or for the welfare of its employees. So far the authority was to spend up to an

amount of Rs. 25,000 or a certain share of the profits. This authority is being increased to spend up to an amount of Rs. 50,000. I am quite certain that all sections of this House would welcome this change because the importance of the mode of charity in our country cannot be minimised, and if these amounts for the welfare of the employees or for other charitable purposes can be spent by the companies, shareholders of the companies, for people who are in need for this relief, this charity, and so on, and for employees who are in need of all kinds of welfare, then in that case certainly, Sir, I would commend it for the consideration of the House and seek its approval whether this permission to go up to an amount of Rs. 50,000 should or should not be granted.

Then, Sir, the next change that is sought to be made in the Companies Act by this Bill relates to a provision regarding delegated legislation. So far as the Companies Act is concerned there is a provision which required such legislation to be placed before each House within a period of 30 days. And, Sir, the provision, as contemplated at that time, provided that these 30 days would be computed in one single session. Now Sir, since 1975, it has been the experience that on many occasions a single session of this House has not been of 30 days duration with the result that this difficulty arose. Therefore, this provision is being enacted and this change is being made so that after it has been placed before the House, even if in that session the period of 30 days is not there, that period for which it is there, can be counted with the period for which it may be before the House in the next session and the entire period of 30 days for which it should be there may be a broken up period, not in one single session but may be comprised in two sessions, part in one and part in another, etc.

Then, Sir, the last important change that is sought to be made by this Bill relates to certain powers which were earlier with the courts. By the

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Companies Act these powers had been transferred to the Company Law Board and this change has become necessary on account of that, namely, where the Company Law Board makes an order, which has to be executed, some amount has to be recovered from somebody, or something else has to be done, then, in that case what should be the mode for execution of the enforceable orders of the Company Law Board. Therefore this provision is sought to be introduced in the Companies Act so that the orders of the Company Law Board can also be transmitted to the court having jurisdiction and the court will then execute those orders, enforce those orders, as if these orders were decrees of a court. In order to effectively execute and implement and enforce the orders made by the Company Law Board this provision is sought to be introduced. These, in brief, are the changes which are sought to be made by this Bill. And, Sir, may I venture to say that each of these proposals is a non-controversial matter and I expect whole-hearted co-operation and support . . .

SHRI KALYAN ROY: . . . to withdraw the Bill.

SHRI SHANTI BHUSHAN: . . . on these proposals not only from all sections of the House but from each and every hon. Member of this House. With these words, Sir, I beg to move that the Bill be taken up for consideration.

The question was proposed.

SHRI U. K. LAKSHMANA GOWDA: Sir, may I seek one clarification from the hon. Minister? The Law Minister in this particular Amending Bill refers to deposits which were over and above the limit prescribed in 1974. In regard to them he has made certain proposals and this amendment is for that purpose. But, what about the deposits with the companies are taking subsequent to the Companies Amendment Act of 1975? I would like to know how they are going to be regulated. May he kindly explain?

SHRI SHANTI BHUSHAN: I am thankful to the hon. Member for seeking this clarification because I should have referred to it even earlier. The provisions of section 58A related to various deposits obtained under various circumstances. The difficulty arises, for instance, in a particular company where there may be a strike. The requirement under section 58A is that these deposits should be returned at a particular time in a particular manner. That is the only requirement. The question is how should this requirement be enforced. The methodology is given in the section and there is provision for prosecution. The question is, for instance, a strike takes place, or something else happens . . .

SHRI KALYAN ROY: Is strike the only reason?

SHRI SHANTI BHUSHAN: There may be various reasons, not merely the strike. The question is, there may be various reasons beyond the control of the management which may create a difficulty for the management on account of which it is not in a position to comply with the requirements and return the deposits. If it is in a position or it should be in a position, then the hon. Members should take it that the power will not be exercised, because the section itself or the amendment itself says: ". . . for avoiding hardship or for any other just and sufficient reason." and if the power is exercised for any extraneous reason for which the power should not be exercised, the courts of this country are there because they will have the power to strike down the order of the Government, to interfere with the order of the Government if it is shown that the power has been exercised not for the purpose for which it should have been exercised, but for extraneous considerations. Therefore, the solution is a pragmatic one, namely that whenever there is a default in complying with the rigid requirements, then it will have to be seen as to what are the circumstances in which this default has arisen and whether

the default should be condoned at all. There may be cases where there may be no question of condoning the default; there may be cases in which there may be just and sufficient reasons or the hardship may be of such a nature that it will be a proper case in which whatever may be the nature of the default, either it should be condoned for a limited period or some extension should be granted, because after all, what is the main objective is to find out the way to have these deposits returned. If that is the position, then in that case, I submit that the cases in which such a provision will not be able to serve its purpose, must not remain mixed up with the cases in which the provision can serve the purpose. Therefore, there should be a machinery in which the facts of each case must be examined and proper orders passed.

SHRI K. V. RAGHUNATHA REDDY (Andhra Pradesh): Mr. Deputy Chairman, Sir, as the hon. Minister mentioned, this is apparently a very simple Bill and quite a number of provisions contained in this Bill are, indeed, non-controversial and I do not propose to deal with them. But normally, though I would not have liked to take the time of the House in relation to a Bill of this character, I thought I should draw the attention of the House and of the hon. Minister to some aspects which are relevant to the provisions of this Bill.

Time was when the companies used to go on merrily raising deposits, taking advantage of some of the provisions made by the Reserve Bank itself. And the Reserve Bank's provision was—normally, a company should not get more than 25 per cent of the paid-up capital as the deposits; but they also made a qualification at that time—that when a Director or the Managing Director could give guarantee, sky was the limit. This advantage was taken by several

companies in the country and tempting interests were offered and very gullible depositors deposited their money with various companies. I may mention to you, Sir, about the orphans on whose behalf their guardians deposited the money, the widows who were left with some money of their husbands deposited their money and also some retired officers, including some retired I.C.S. officers deposited their money with the companies with the hope that they would be able to get a very alluring or a very profitable interest. But the result was, they could not recover even the principal amount, let alone the interest which they thought of getting. When those amounts accumulated into several hundreds of crores of rupees, some measure had to be taken at that point of time and this legislation was contemplated to deal with the then existing malady. At that time at least, in the Department of Company Affairs, the thinking was that the concept of deposits itself must be put an end to and this parallel banking system adopted by the companies must be brought to an end.

If the money is to be taken by the companies, it is with the banks they should deal and not with the private depositors who are attracted by the offering of interest. I do not want to mention the names of the companies and embarrass anybody. But from the South to the North, there are many respectable names which have indulged in very disreputable practices as far as the raising of the deposits are concerned, to the detriment of the depositors and, finally, the depositors have lost their money and there is no way of getting it back. That is why stringent provisions had to be made and the stipulation by the Reserve Bank of India was merrily used by giving of guarantees by the managing directors or directors at that point of time. Many provisions had been made. Well, the Law Minister knows that it is not the law made by Parliament which is important. The important thing

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is the zeal with which the law is implemented. This will go quite a long way in preventing score of the malpractices. It is not mainly the law which is important. Law is only an instrument. Ultimately, it is the human beings who are to implement the law who matter, as far as the question of implementation of the law is concerned.

Now, Mr. Deputy Chairman, I raised this only for this reason. I hope the Law Minister has got very intimate knowledge about the corporate sector. In regard to the corporate sector, I would say that it is the banks which should deal with them. Whenever banks give loans, they examine the position of the companies and the financial aspects of the companies. Of course, the manner in which the Reserve Bank of India had been certifying some of the companies for the purpose of giving loans does not inspire confidence even in the Reserve Bank of India itself. But notwithstanding that, at least, the banks have got some machinery to look into the financial aspects of the companies. Further, whenever banks give loans they will insist on mortgage or the shares being pledged with the banks. Sometimes, transfer of ownership also takes place subject to the condition that after the payment of the money or the loan, the shares would be returned back. These are some of the safeguards which the banks can insist on. But an ordinary depositor, notwithstanding all the laws which we make, would not be able to avail of these safeguards. This is the position which I wanted to bring to your notice as well as the notice of the hon. Law Minister.

Secondly, the Law Minister had stated that a number of companies found it impossible to comply with the provisions of this law. I would be grateful to the hon. Law Minister if he could come forward with a statement giving the names of the

companies which could not pay back the deposits they have taken. He could place on the Table of the House a statement giving the names of the companies so that we will be able to examine whether these are spurious companies and whether these difficulties are true or pretentious or even political. The Law Minister had stated that this provision could not be implemented, that this provision of law could not be implemented. Unfortunately, even this provision had been diluted from the original provision which had been introduced as part of the Bill. The reason may be anything. But when the Law Minister had stated that the non-implementation of the provisions of the law should be taken into account, I would like to know whether there are any political reasons for the non-implementation of the provisions of the law in regard to recovery of deposits it may be for any period of time. It does not matter. There are so many commissions of inquiry going on. This also could be a very interesting question for any commission of inquiry to go into it and find out why this particular provision of law could not be implemented effectively in regard to recovery of deposits and why companies could not pay back the deposits to the deposit-holders who are orphans, who are widows and who are retired officers of the Government. I would like the hon. Minister to consider this aspect. Now, Sir, I am making this point only for this reason. The economic system—of course, I do not agree with it—suffers from two maladies. One is the parallel monetary system and the other is the parallel banking system. The parallel banking system is controlled by the deposit-raisers, the companies and the parallel monetary system is also controlled by the corporate sector by way of black money or otherwise. In both these, the banks are playing a very unfortunate role. It matters little whether they are nationalised banks or private banks. The banks are playing a very unfortunate role. I would like to draw your attention as

well as the attention of the hon. Minister to an editorial which appeared in the 'Business Standard', Calcutta, on the 1st December, 1977. I, for a moment, will not be able to guarantee the facts. Subject to the verification of the facts by the Government, this is what is stated here:

"Mr. Satish Agarwal's disclosure that Indian commercial banks transact part of the huge black money in circulation without entering any of it in their books is sensational. The total volume of such transacted money is widely believed to be of the order of Rs. 20,000 crores. Hitherto it was believed that this massive sum does not enter the area of legitimate financial transactions the principal agency for which are the commercial banks. Mr. Agarwal's revelation, if it be actually so, takes the bottom out of such a belief and makes the commercial banks willing accomplices of the smugglers, black marketeers and racketeers in foreign exchange, who are generators, users and beneficiaries of black money. From the brief observation of the Union Minister of State for Finance, it is not clear whether in his view both private sector and public sector banks are equally guilty. If Mr. Agarwal is convinced that the nationalised banks cannot be given a clean chit but are equally involved with the private sector banks in the shady deals then the Government itself becomes a party to these illegal transactions, albeit indirectly..."

This is the most unfortunate situation that has been brought to the notice of the public by the editorial, obviously with reference to the statement made by the Minister in charge of Finance. I cannot for a moment guarantee the facts. I cannot say whether the facts are true or not. It is for the Government to verify them. Rupees twenty thousand crores are circulating in this country through different channels and banks. I thought it is only Rs. 400 crores that have been raised as deposits, and Rs. 10,000 crores which are circulating as black money. Now,

if it is Rs. 20,000 crores, then the entire economic system of the country can come to collapse on not a very distant date. Now, Sir, you will kindly understand that the monetary system of India is closely connected with the system of monetary operators at other places, and international monetary operators are trying to control the economic operations throughout the world and the developing countries and, as such, within a day, within 24 hours, if they so choose today, if this is the situation, the entire monetary system of India itself can come to collapse, notwithstanding a combination of the Congress, the Janata and all other political parties together. This is the kind of economic system we have built today. I want to draw the attention of the Government to this very seriously, because, if these facts are correct, the consequences can be very dangerous to this country. In this context, if you view the present Bill, it would seem to be very simple in character. I would strongly advise the Government to see whether it would be possible to recover all the deposits that have already been made by the ordinary, poor taxpayers in the companies. You can be rest assured that no wealthy man would have made any such deposits. Only gullible persons might have been tempted to make these deposits. Others should be able to recover these deposits. Let these companies go to banking institutions, and if they are satisfied about their creditability they would get loans. The way in which the banking system also has been functioning in recent years does not inspire confidence about nationalised banks also. I am a strong supporter of nationalised banks. But as long as the character of the State remains what it is, notwithstanding the fact whether it is Congress or the Janata Government, even nationalised institutions can be misused for the purpose of private benefit and for the purpose of destroying the economic system itself. This is what is being revealed now in public—the way in

[Shri K. V. Raghunatha Reddy]

which the Reserve Bank acted, the way in which nationalised banks have given loans and the way in which some companies have functioned. I think if Mr. Shanti Bhushan finds time and goes through the various inspection reports on various companies in the recent past, he would come across very interesting stories about various companies and nationalised banks. I do not want to mention names and I think he would be properly briefed by his own department. That is why, Sir, I was a little frightened when Mr. Shanti Bhushan brought this provision. I am very sorry that a good man like Mr. Shanti Bhushan has come forward with this provision. I do hope that he will make a proper analysis of the reasons for which the companies, for whose benefit this provision is now being brought, could not pay the deposits. We will be happy if he could supply us the list of companies. Then only we will be able to know which company is spurious, which company has got any political leanings and which company could not pay actually for economic reasons and which company belongs to a big business house or which company does not belong to a big business house—big business house not according to the Monopolies and Restrictive Trade Practices Act but according to the classification of the Industrial Licensing Policy and Enquiry Committee Report. Then only we will be able to understand the inter-connection between big business and politics.

The rest of the provisions which my friend has mentioned are very simple. I have not much difference on them. But the point which I would like to make may not arise directly from the provisions of this Bill. I would like to know from the Law Minister what action has so far been taken by the Government with regard to the contributions made to the souvenirs, because a contribution

can always be colourful. It appears to be an advertisement; in fact, it may be a contribution made to a political party. One of the leading counsels of this country had once given the advice that a contribution made to the Forum for Free Enterprise was not a political donation. We had to take a different view on this. Similarly, notwithstanding any legal opinion that might have been given by the eminent counsels of this country, I would like the Law Minister to construe strictly and not merely having regard to the intention with which the law has been made, and in order to prevent the nexus between big business and political life, because it is the big business that has corrupted the political life and has become a source of destruction of democratic institutions. This aspect will have to be kept in mind so that the political life in this country can be decent and worth living and one of which one can feel proud. I remember Abraham Lincoln, just before his assassination, had said: "The corporations are rising. The Republic would be destroyed". The corporations in India have risen. I am afraid the Republic is being destroyed. This must be prevented. This is the purpose for which, whether it is the Janata Government or the Congress or a combination of all political parties, they must try to save this system and save the country and its political life from corruption and see that the corporations do not destroy the Republic. Thank you very much.

SHRI KALAYAN ROY: Sir, I entirely agree with what the ex-Minister of Company Affairs has just now stated. I also do not understand why such a small piece of Bill has been brought while the Minister could have brought a comprehensive bill. In reply to a question, Mr. Shanti Bhushan has said that the proposal to revise the existing guidelines in respect of ceilings on remuneration admissible to managing whole-time

directors/managers of public limited companies and private companies which are subsidiary of public limited companies is under the consideration of the Government. For people getting Rs. 10,000, Rs. 20,000, Government is preparing guidelines and guidelines. There is no hurry to bring that particular bill. But they are in extreme hurry to bring this particular bill. The bill looks very innocent. But in my opinion, it seems that the sinister, diabolical nature of the Bill is, perhaps, inspired not by Mr. Shanti Bhushan but by Mr. Ram Nath Goenka, who is collecting crores of rupees as deposits but has been systematically failing to pay a single penny, and perhaps for the orphans—about whom my friend just now mentioned—and the widows, the deposits have gone but more deposits may now, after the Bill is passed, go to the coffers of the Janata Government which has to face a mini-election very soon. Sir, hundreds of companies have collected deposits which is admissible and they have been systematically refusing to pay. The question was asked by the then hon'ble Members, who now belong to the Janata Party, as to why the Government was not taking stern action when it is outright misappropriation and outright cheating. The Government assured, I believe, that something would be done. But by April 1975 they will have to pay back the deposits and it was laid down that a ceiling should be put on the total deposit.

Sir, I entirely agree with the ex-Minister that the Bill was there, the laws were there, the clauses were there but there was no political will. Mr. Shanti Bhushan has stated in the House—I quote:

"During the experience of two and a half years, it had been found that such a stringent provision which had the sanction of criminal law had not succeeded in achieving its object. It had not succeeded in

compelling the companies to pay for all these deposits."

What did the previous Government do and what did you do? I want to enquire. Why did they not utilise the penal provisions? Where is the will? The previous Government did not have the will and they compromised with these big corporations who were accepting the deposits of the poor people. The present government today is exactly following in the same footsteps, compromising with the misappropriators, defaulters instead of coming to the protection of orphans and widows. They are following the same policy.

Sir, this is a most dangerous and sinister step; he is acquiring sweeping, arbitrary powers. You know the entire shady character of the bureaucracy which is in league, not all of them, with big business, by and large, as the ex-Minister pointed out it is being corrupted. You are opening the floodgates of corruption. I have been shouting about this for such a long time that your Company Law Affairs Department today, unfortunately, is an extension of the Indian Chamber of Commerce, which is heavily tilted towards the other big business houses. I would quote one or two instances which has been replied by Mr. Shanti Bhushan here. One is the financial manipulation, misappropriation of provident fund and other things by the Bata Shoe Co. When we shouted for the last five years, then the Company Law Affairs Department woke up and framed 12 complaints under section 420 of the Companies Act against the Directors and Secretaries of other shoe companies in Calcutta. While replying to a question Mr. Shanti Bhushan replied:

"Instructions were given to the Central Government Counsel to explain the unintentional delay in launching the prosecution and establishing absence of negligence in launching the prosecutions under section 420 of the Companies Act

[Shri Kalyan Roy]

and also for proving that there was reasonable cause for obtaining the condonation of delay."

Sir, the ghost of delay lies in the Department of Company Law Affairs which is in league with the big business. They are not at all eager to frame any cases at all. And when you frame cases, naturally, they become time-barred.

With regard to B. N. Elias and Co. it was also said by Mr. Shanti Bhushan:

"In compliance of section 292 (1) (c) & (d); 143 314 and 211 read with Schedule VI of the Companies Act, 1956."

"Apprehension of under-valuation of the properties sold" and

"transfer of certain shares"

And what was the action taken by Mr. Shanti Bhushan? His reply was:

"After reviewing the whole matter the company has been warned to be more careful in future."

we are dealing with one of the giants of this country, Messrs. Duncan Brothers, and they have been warned for violation. This is how the Department of Company Law Affairs is behaving and you are giving them all the more powers. You are giving them rights to give exemption, all these crooks who are ruling over the company affairs who are in league with the big business.

3.00 P.M.

Again, on the question of investigation into the affairs of the Birla Jute Manufacturing Company and Indian Linoleums Limited, I asked: What is the progress of investigations which started in 1967? What specific action has been taken against these

companies and others found guilty of irregularities and what are the details thereof? The reply given by Mr. Shanti Bhushan was: The reports are still under examination. That was the reply given to me on 20th November. Let them deal with the House of Birlas about which Mr. George Fernandes was very eloquent today. I congratulate him but, at the same time, I say, Mr. Fernandes, your Cabinet is not different from the other Cabinet and, therefore, they are not taking care of the Birlas. You could have hastened it and you could have come with the report. You have taken powers in March and now it is December. In eight months you could not go through the reports and give a definite finding. No, you cannot, because you are tied up and patched up with the House of Birlas.

Sir, about investigation into what the ex-Minister has pointed out, if he would go into the various investigation reports, a revealing fact would come to light. Whatever facts have been placed before us are not enough. On 28th November, 1977, with regard to Rayala Corporation into which investigation under section 237 (b) of the Companies Act, 1956, had been ordered on 5-4-1968, the reply given was that "Investigation is now in progress. One additional Inspector has been appointed on 24-8-1977 so that the investigation is completed expeditiously". Sir, there is a sense of humour here. About the investigation which was undertaken in 1968, now they say that an additional Inspector has been appointed to finish the inquiry expeditiously.

With regard to the Sundarsan Trading Company, an investigation was ordered in 1974. And what happened? The Counsel was instructed by the Department not to proceed with the investigation till then. The petition is pending. About Ashoka Cement Ltd., "steps have been taken to defend the case" which was started in 1974. About Hindustan Development Corporation Ltd.: "The Company

filed a writ petition before the Calcutta High Court against the orders of investigation and obtained injunction. Steps have been taken to defend the case." About Machino Techno (Sales) Ltd. about which inspection under section 209(4) now 209 (A) of the companies Act, 1956 has been ordered, the "Inspection is in progress and the inspection report is awaited." With regard to Shalimar Works Ltd., Mr. Shanti Bhushan replied to me that with regard to H. D. Mundhra, V. K. Mundhra, K. M. Tapuria, I. D. Dag and Ranjit Kumar Chatterjee and others, who were committing gross fraud, in one case the trial has been stayed by an order of the Calcutta High Court and in the second case charges have not yet been framed and the accused persons were evading appearance before the Court. Mr. Shanti Bhushan cannot find Mr. Haridas Mundhra and other Mundhras because neither his Department has the will nor he has the will to go after the culprits who are today responsible for this scandalous situation where hundreds and thousands of crores of rupees are not being paid back to the people who were lured to invest on the basis that they would get higher interest. Sir, I can go on like this. In the Kinston Jute Mills, in the National Rolling and Steel Ropes Ltd., everywhere, you will find that the investigation is in progress, the Inspector's report is awaited, Inspectors have been given further time and an additional Inspector has been appointed but the report is never placed on the Table of the House; the investigation is never completed and the lawyers of the Government collude with the lawyers of the corporate sector and delay the matter. It is obvious. Crores of rupees have been pocketed by the Government lawyers openly in collusion with people whom they are supposed to prosecute. So, this is the position of the Department of Company Affairs.

Sir, I have given instances galore; so I do not want to give any more instance. He talked about strikes and

other things. But, has he ever cared to go through the reports of the Reserve Bank or any other independent inquiry committee's report? I am just giving one extract, an analysis of a survey which was conducted to find out the reasons of sickness of the textile mills. Sir, this analysis is entitled "Economics of textile trade and industry". As a result of long investigations by Mr. H. A. R. Aiyar, Head of the Market Research and Management Studies at the Art Silk Mills' Association, Bombay, it said clearly that the main reasons are not related to lack of finances—particularly working fund—as is often claimed by the sick mills, but diversion of funds by under-invoicing and going in for the industries not related to textiles and bad management leading to exploitation of the financial resources of the units in other ways. According to the survey, these were the main compelling reasons for sickness of the textile mills. Sir, I have quoted from the survey report about the textile mills. Now take the jute mills. These people have taken away money worth crores of rupees. This Government has appointed a Wage Committee under the Chairmanship of Mr. Boothalingam—and Mr. Boothalingam is the Chairman of the Mollins International Company and that company has also not paid the depositors. This is the scandalous situation I am pointing out. So, sickness is not spontaneous. As surveys after surveys have proved beyond doubt, sickness is the result of bad management, siphoning off of funds, misappropriation and all other kinds of economic offences. And, for that you are going to reward them! When there was the Nationalisation Bill, I always used to find the Swatantra Party Members, the BLD Members, the Jana Sangh Members remarking: "You are not giving proper compensation. The compensation is not adequate". Now, what about the orphans, what about the widows, what about the old, infirm people who have invested in the shares? So you have to give more compensation. But, here, there are no tears for the widows' there are no tears for the orphans.

[Shri Kalayan Roy]

You are rewarding those who have failed to pay and punishing those who are paying. The net result is this.

Sir, in relation to this, I have to bring out another matter. The Government, after a long time, started cost audit system. In reply to the question "What was the finding of the cost auditing of big factories and mills?", Mr. Shanti Bhushan said—and I am quoting from his reply which was given to us on the 28th November—"The result of cost auditing broadly is under-utilization of capacity in some cases, and impact thereof on costs, and high profitability in some cases". So, Sir, on the 12th November, I tabled another question; Mr. Shanti Bhushan, please tell us the names, and details, of the industrial units which have shown high profits and under-utilisation of capacity. And, what was the reply of Mr. Shanti Bhushan, now championing for Janata? His reply is a document which will be placed in the House later. It is a shameful document. As a matter of fact, I did not expect it from Mr. Shanti Bhushan. The reply is this—and I am quoting: "The cost auditing showing profitability and under utilisation of capacity of companies is of a confidential nature, revelation of which may adversely affect the competition in the trade". The companies will be allowed to make exorbitant profits, the companies will be allowed to under-rate their capacity, in order to create scarcity and in order to create profits. It is in the hands of Mr. Shanti Bhushan. It is in the hands of private companies. But they cannot give the names to the Lok Sabha or the Rajya Sabha, not because it is not in the public interest, but because, as he said, it will affect the 'competition in the trade'. What more do you want to show that this Government is the Government of traders and big monopolists? The other Government was no better. As I said it again and again, this Government is not better

than the other. They were protecting the monopolists and big business houses and they were colluding with one Goenka, but you are colluding with all the Goenkas. That is the only difference; there is no other difference. Eight months have passed. I am not in a hurry. If you could not revise the guidelines in respect of ceilings on remuneration of the Managing Directors and if you want more time for that, what was the hurry to give protection to R. N. Goenka, Bird and Heilgers etc. who are refusing to pay to the depositors? As the election is coming, the depositors may not be paid, but the Janata fund should be bag-full. That is the intention. It is clear. Why did they sabotage the Sarkar Commission? It is because they took money from the Birlas. And you are doing the same thing. What is the role of the MRTPC about which he says he is considering. Whenever the MRTPC case or the fixation of remuneration comes he says that he is considering. But whenever the management is in genuine difficulty, for which his heart bleeds, he immediately comes without even giving proper notice as has been mentioned by others. I am reading from the "Economic Times" of December 14:

"Not a single case relating to monopoly has been referred to the Monopolies and Restrictive Trade Practices Commission by the Union Government in the last one year. Besides, top posts in the Commission have been lying vacant since August, 1976.

"With only some Member functioning for the last 16 months and in the absence of monopoly cases since last year, the Commission has been devoting attention to cases relating to restrictive trade practices only."

I know these people, everybody knows that they have been exposed and they have thrown them into dust-bins. They could not fill up these posts for the past eight months. They could not refer a single monopoly case

to the MRTPC. Can Mr. Shanti Bhushan quote one case having been referred to the MRTPC since he became the Minister of Co. Affairs? No, he cannot do that.

Before I take my seat, I say, Mr. Shanti Bhushan, that your Bill looks very small, very innocent, but I must say that it is a pernicious, sinister and diabolical Bill which is going to help the most unscrupulous corporate sectors to rob the people, to plunder the people and you are abetting the plunder.

SHRI U. K. LAKSHMANA GOWDA: Deputy Chairman, Sir, I am going to be quite brief. Initiating the discussion my hon. friend, Shri Raghunatha Reddy, made a very thought-provoking speech. It is really very interesting that he came out with many things which probably, but for the speech today, we would not have known. Having been in the Council of Ministers at that time, he was in the know of many of these things which were happening. Asking why this amendment, that is the amendment to section 58A of the Companies Act, was brought in, he himself said that it was brought in because of the malpractices which his earnest effort to see that there was a limitation on these deposits which were being received by the companies and that there are prompt arrangements or paying them back. That is why this amendment was brought in.

So far, so good. But, what happened later on? The penal provision was there and everything was there. My friend, Mr. Kalyan Roy—he has gone out—was breathing fire here. Nothing happened from the time the Bill was passed in 1975 till now. I think it related to the deposits made before 1974. So, what was the purpose of those penal provisions then? So nothing has happened. It was very revealing when Mr. Kalyan Roy read out those figures of deposits and so many other things, and when my friend Mr. Raghunatha

Reddy wanted the details of the names of persons who did not return the deposits and the reasons for the same to be laid on the Table of the House. I would also very much like to see that, so that we can find out what were the reasons at that time, whether they were economic or they were political or otherwise. I am glad my friend, Mr. Raghunatha Reddy is with me on that particular point.

Sir, when that had happened, suppose this amendment had not been brought, what would have been the position? Would the present Government be in a position to enforce those penal provisions for recovery of those deposits? I doubt it very much. A lot of difficulties would have arisen. People would have gone to court pleading their difficulties. So this amendment has been brought to see that an effort is made to see that the companies are made to pay back, if not in a lump-sum, in instalments wherever it is possible. I got the clarification from him that in each individual case where the deposits were collected prior to 1974 beyond the limitations which came into existence later, it would be paid back. Sir, as he has explained, even in the earlier Act there was a provision for complete exemption. Either you completely exempt or you go to the court. For the last two-and-a-half years, in spite of the Emergency and strict implementation of the Act, they were not in a position to go into it. So, what would have happened? I am here prepared to appreciate the amendment brought in by Mr. Shanti Bhushan to provide for investigation into this provision by the Government and also by the Reserve Bank and see that these people pay back the deposits at least in instalments. There might be rare cases of complete exemption. I do not want to go into that. But I would, however, like to take this opportunity to caution the Government that there must be a very strict scrutiny into these things. Otherwise, as Mr. Kalyan

[Shri U. K. Lakshmana Gowda]

Boy has explained, there are possibilities of this provision being misused and advantage being taken to see that these repayments are dragged on for years and years. That will defeat the purpose even of the earlier section and also of the amendment which my hon. friend has brought in here. Sir, with these words of caution, I support the provision which has been brought in. And let me see how it is going to be enforced and implemented. The particular reference to implementation by my friend, Mr. Raghunatha Reddy is very thought-provoking, that is, you can make laws but the result depends on how it is implemented.

So far as section 220 is concerned, the amendment is very welcome because many of the companies try to put off their annual general meeting so that they may get an opportunity to delay the placing of the profit and loss account and other things before the shareholders. I welcome and support the other provisions as well. Sir, in between Mr. Raghunatha Reddy made some mention about section 293A regarding donations to political parties. Sir, even at that time when the Bill relating to donations to political parties was discussed and approved, I was opposed to it on the ground that at least if there is a provision in the Act for making a certain amount of donation, you would know it and you would get it in black and white. You would be entitled to know it. Now what happens? In their great enthusiasm, they said that donations to political parties would be banned. And on paper it was banned. Then what happened? Every political party started collecting money and whichever was the ruling party at that time had a greater advantage. Where did the money come from? From the industrialists and business people. They were at the mercy of the people who were ruling. They had to pay and they paid. This generated black money. Now we all say that black money has been generated all over the

country. The Minister of State for Finance, Mr. Satish Agarwal, quoted a figure of Rs. 20,000 crores of black money circulating in the country and creating a parallel economy. Have we not been a party to encouraging the generation of black money by these changes? Political parties have been paid donations by companies all along. You knew it. Companies paid to all parties. You knew it. The whole thing went underground. Then what happened much later? Donations came. What was the difficulty? I would like to say a word for the people who paid this thing. Mr. Raghunatha Reddy wanted to know what action Government took and what has been done to those people, should we not consider their difficulty? Now suggestions are made; pressure is applied for collecting money for advertisements to souvenirs, to whatever political party it was. If it was the ruling party, then the pressure was much greater. Then what happened? The Income-Tax Department through a circular justified that this could be considered as advertisement. Then there were other pressures; other incentives. People paid the money; money has been collected. Now the present Government is making inquiries and finding out how and how much was given. They say they have found that so much has been collected. What are we going to do about it? Legal advice has been taken. The companies did not pay straightway. They took legal advice. What was the legal advice? The legal advice was that under this section and also as enforced by the circular which the Income-Tax Department issued, it was considered quite legitimate, it was legitimately considered as an advertisement. I want to know what my friend who was in the Council of Ministers at that time was doing when this was done and when money was collected through advertisements. Whether you interpret it as for political purposes or not, this thing happened. Whether it was the ruling party or the other parties, they wanted to collect money and they collected. Therefore, this cannot be banned just by

introducing this section; political donations cannot be banned just like this. That is why, I say make it open for companies to pay legitimately for political purposes, to political parties. Let it be on their books so that we know which political party has collected and how much; otherwise, we will only be encouraging this malpractice; subterfuges will continue . . .

SHRI KALI MUKHERJEE (West Bengal): How do you ensure that they will not resort to subterfuges even then? They will have both.

SHRI U. K. LAKSHMANA GOWDA: They might. Now what is happening is for all book purposes political donations are banned. Therefore, they are adopting subterfuge methods. They do not pay the money directly. The political parties print souvenirs and companies contribute by way of advertisements. That is, they print souvenirs for the political parties. They say, you can make a contribution of, say, Rs. 2000/- and you can have some 90 souvenirs and you pay Rs. 1,80,000/- and have so many or you pay Rs. 10,000/- and have so many souvenirs. Who is going to question it? What is the good of harassing those people now? You have to tackle it at the base. This is a matter which I would like the present Government to consider and see that they do not encourage such malpractice, not by trying to get some kudos saying that they have banned donations to political parties. Sir, I have nothing more to say on that. I would also request my honourable friend to see that proper implementation is done so far as amendment of Section 58A is concerned. Sir, I support the Bill.

SHRIMATI SUSHILA SHANKAR ADIVAREKAR: Mr. Deputy Chairman, the honourable Minister has very correctly said when moving the Companies (Amendment) Bill, 1977, that even after the comprehensive amendments made in 1974, there is need even today to review the entire Com-

panies Act along with the sister legislation, the Monopolies and Restrictive Trade Practices Act, 1969.

[The Vice-Chairman (Shri U. K. Lakshmana Gowda) in the Chair]

The Central Government has already appointed a committee to go into the details of this legislation and I feel that most Members at least on this side of the House would have welcomed a comprehensive Bill to update the Companies Act after the submission of the report of this newly appointed committee. We fail to understand the hurry about it. Now at least we expect from the honourable Minister that he will give us a small assurance that the report of the Sachar Committee will be time-bound; not that the Committee will submit its report in a few months, because a few months may mean a few years; it does not mean anything. So a small assurance should be given by the honourable Minister that a set date will be given by which date the Sachar Committee should submit its report. Also the Government should give an assurance as to how long they will take to bring a comprehensive Bill in this House after the submission of the report by the Sachar Committee. That sort of a little assurance will expedite the matter.

Sir, some of the provisions of the Bill are quite welcome, for instance, the provision raising the ceiling of the amount from Rs. 25,000/- to Rs. 50,000/- for the purpose of contribution to charitable purposes by large companies. But, Sir, the contribution should be for genuine, charitable purposes. We know that there are number of cases where certain industrialists transfer the funds in the name of charities to their own family institutions and thus expand their business in new forms. So, it is very necessary that the Company Law Board should compile a list of all company donations made under this provision by private or public limited companies and publish it from time to time so that the people know about it.

[Smt. Sushila Shankar Adivarekar]

Sir, I would like to mention one more example. In Bombay there is a law passed by the State Government saying that the accounts of all the trusts and registered societies will be centrally audited by the Charity Commissioner of the State Government. To circumvent that order, a number of Bombay businessmen are registering their trusts and societies in Union Territories and such other places where this law is not applicable. To cite an example, the Tata Energy Research Institute, which has set aside about Rs. 3 to 4 crores for charitable purposes has got an office in Bombay from where they run the business. But they have a registered office here in Delhi which is a Union Territory. This is done only for the purpose of circumventing the law. I only want to bring to the notice of the hon. Minister that this type of circumvention of the law should not be permitted and so it is very necessary that we have a uniform legislation in this direction so that such circumvention of the law is not possible.

Regarding section 58A, I would not like to elaborate on this amendment as Shri Raghunatha Reddy has just given the details about it in a very nice and elaborate way. This should act as an eye-opener. Also one of our colleagues in the other House, Shri Bedabrata Barua, made a mention about it. He warned the Government that this amendment will only give enormous amount of discretionary powers which are proposed to be taken by the Government. The exercise of discretionary power is itself a very delicate and dangerous issue because it is a double-edged weapon. Therefore I would request the hon. Minister to please consider the proposal of his.

As regards Government companies, I particularly welcome clause 7 of the present Bill seeking to amend section 620 of the original Act. This will, no

doubt, help public sector companies and I think this one amendment was

the other document required by law to that the management and Secretaries of the Government companies are suffering from earlier amendments converting a number of Government owned companies into public companies just because of the turnover quantum. In most of the Central Government companies, the President of India is the only shareholder and still the management of these companies has to undergo the same rigorous drill as the public limited companies have to undergo. We all agree that it is quite necessary and it is quite desirable also that the Government companies should not be given blanket exemptions from all statutory provisions as it is equally necessary that like others they also should learn in certain ways the rigours of discipline. But I would like to place before the hon. Minister a small suggestion for him to consider and consider seriously, namely, whether it is desirable to have a separate statute for the management of the Government companies. Of course, Sir, while saying so, I know, and I am completely aware of the fact, that there are extreme opinions which have been expressed like that of the former Comptroller and Auditor-General of India. Mr. A. K. Chanda, that the Indian Government companies are a fraud on the Constitution of the Republic of India. But in spite of that, I still feel that this suggestion of having separate legislation for the Government companies has some strength behind it and, so, Sir, I leave it to the learned honourable Law Minister to give thought to it. There are a number of instances where many a time foreign and local competitors to our public sector companies are getting their business secrets through parliamentary channels. I will not go more into it. But I would like to appeal to the honourable Minister that such Government companies should be given some protection.

Now, Sir, I would like to draw the attention of the honourable Minister

to one more fact and it is the unfortunate neglect of the MRTTP Commission. Shri Kalyan Roy also, Sir, just now, read out something from the "Economic Times" about the MRTTP Commission, which has published a small report by a staff reporter. I would like to read out just one small paragraph from that:

"Not a single case relating to monopoly has been referred to the Monopolies and Restrictive Trade Practices Commission by the Union Government during the last one year. Besides, top posts in the Commission have been lying vacant since August 1976."

"So far as top posts in the Commission are concerned, Justice J. L. Nain had relinquished charge as Chairman on August 8, 1976, after the expiry of his three-year term. One of its members, Dr. H. K. Paranjpe, had resigned in August last year to take up a UN assignment. The Commission's Secretary, Mr. T. N. Pandey, had gone back to his parent department, the Income-Tax Department, after completing his term on July 1, 1976. Although a considerable time has elapsed, the Government has yet to fill up these top posts. The only Member left with the Commission, Mr. H. M. Jhala, has been holding the fort since then. According to reliable sources, the Government may fill up top posts in the Commission only after receiving the report of the Sachar Committee on the revision of the Companies Act and the MRTTP Act ..."

which, Sir, the honourable Minister has mentioned will take some few months and now we are wondering how long it will take before these top posts are going to be filled and for how long they are going to be kept vacant.

There is another thing that the honourable Minister has mentioned in one of his public utterances, while he was delivering the Shri Ram Memorial Lecture. He said that the MRTTP Act was being revised to make it more effective, to make it a more effective instrument, for bringing about the widest possible dispersal of economic ownership. I do not know how he would like to make the MRTTP Act more effective by keeping all the top posts vacant and by having only one man there temporarily holding the fort. Sir, these are some of the things that I would like to place before the Minister and I hope he will find answers to them. It seems that, whatever the Janata Government may be saying in public, it wants to go slow in practice in the anti-monopoly measures and it wants just to allow them to or help them expand their spider's web rather than bring about social accountability. For this, Sir, I will give only one example. It is said that the Commission was investigating the Directorate-initiated inquiries against the cartel of big newspapers. Now I understand that because of pressures, this investigation has been stopped. I would like to ask the honourable Minister whether there is any truth in this and, if there is any truth in it, if there is even an iota of truth in it, I would like to ask: Is it fair to do such a thing? Is it fair to close the chapter? Or, Sir, it should have been done in the public interest. If this is the way the MRTTP Commission is going to function, I wonder how much usefulness there will be or how much useful the Commission is going to prove.

Before I conclude, Sir, I would like to mention one more point for the consideration of the honourable Minister. It is this that he should see to the interests of the Small shareholders also. Many honourable Members mentioned about widows, about orphans and about pensioners. I would like to stress on this point that the Govern-

[Smt. Sushila Shankar Adivarekar]

ment and the Company Law Administration should actively provide some kind of protection and relief to these small shareholders and small depositors. I hope that the Minister will definitely look into this matter which is really a humanitarian issue.

With these words, Sir, I once again appeal to the honourable Minister to put an end to the plight of the small shareholders and the small depositors. Thank you, Sir.

SHRI S. W. DHABE: Mr. Vice-Chairman, Sir, though the Law Minister has stated that this is a very innocent and innocuous Bill, at least some portion of the Bill is not innocuous at all. It has got political overtones. Before I speak on that part of amendment of section 58A, I will like to bring a small matter to the notice of the Minister. Section 58A of the Companies Act has not been quoted in the annexure when the Bill was introduced in Lok Sabha. The practice is that whenever any section is amended, that relevant section is given along with the memorandum so that we could read and understand the implications. I do not know whether it is a deliberate omission. Otherwise, section 58A with which we are dealing now should have been given in the annexure to the Bill. I hope the Minister will instruct the office and the drafting committee of the Bill that such things are not repeated. We have to see in the amending Bill the original provision in the main Companies Act.

Before I speak on the relevant section 58A, I will like to point out one or two things about section 220. Section 220 has been amended by clause 5 to make it obligatory on the company to supply a copy to the Registrar within 30 days from the latest day on or before which that meeting should have been held. In this connection, I would like to quote section 219 of the Act which is very important:

"A copy of every balance sheet

(including the profit and loss account, the auditors' report and every other document required by law to be annexed or attached, as the case may be to the balance sheet) which is to be laid before a company in general meeting shall, not less than twenty-one days before the date of the meeting, be sent to every member of the company, to every holder of debentures issued by the company (not being debentures which ex facie are payable to the bearer thereof), to every trustee for the holders of any debentures issued by the company, whether such member, holder or trustee is or is not entitled to have noticed of general meetings."

Sir, when section 220 is being amended, it should have been provided in section 219 also that a copy should be sent to shareholders and the persons who are mentioned in section 219 so that they can raise the objection, if they like. It is said that the Government has got a very soft corner for the common man. Here we are concerned with the shareholders. If internal democracy of a company is to be maintained, the person to whom it should go should have been the shareholder. I hope the Law Minister will consider this aspect and issue an administrative order that when a copy is given to the Registrar, the company should also supply a copy to the shareholders and the persons mentioned in section 219.

Now section 293 is sought to be amended to make it Rs. 50,000 from Rs. 25,000 and it is stated that it is for laudable purposes—welfare of the labour and other charitable purposes. I for one would have liked the limit to go even beyond Rs. 50,000, to Rs. 1 lakh, but our experience shows these trusts, in the name of charitable purposes, are giving benefits to the directors or their families. The law provides for contribution of Rs. 25,000 or 5 per cent of net profits to charitable and other funds. Now if they have something like Rs. 2 lakhs, they can give Rs. 50,000 to the

trust. And as just now said by the previous speaker—let the Law Minister make an enquiry into the trusts—these trusts are personal properties. Instead of giving benefits to the staff, whenever they cannot take out any profit from the company, indirectly, they are using the trusts, public trusts and private trusts, for the purposes of giving money and benefits to the directors or their families. Sir, the experience about these trusts is very bad in our country. I do not know whether he has made any enquiry in this matter as to what the position of these public trusts is, how much is spent for staff welfare and other charitable purposes and how much is given for other purposes. Sir, a time has come to stop this. Sir, 293A is a clause about political donations. I agree with what you were speaking as a speaker. Our political life should be clean. The main difficulty in this respect has been the financial resources of political parties. A statement has been made by the Law Minister outside this House that they are going to amend the Representation of Peoples Act. Election expense is one of the very important items in that respect. Everybody knows that the election expense limit provided under the law is not sufficient to fight the elections. It does not touch the fringe of election expenses. Therefore, it is very necessary that a major portion of the election expenses should be borne by the Government. You can make an amendment in the Representation of the Peoples Act in this connection. The political parties should be required to keep the accounts and they should be under statutory obligation to submit the accounts so that the public may know what amount is spent on elections. Therefore, it is necessary to see that our political life becomes cleaner.

Lastly, I would speak about Section 58A. It has been often said that law is the instrument of social change. It is often said that law is meant for the common man. If there is any loophole in the provisions of the law, then the

authorities concerned are bound to abuse it. This is the position in India. I am opposed to it for the reason that Section 58A has got political overtones. Section 58A gives the power to the Central Government or to the officers and agencies whatever it wants. It is not stated who the officer would be. The Central Government has given the power. I think it must have been their experience while collecting funds for the last Assembly elections when the managements of some companies might have protested about this provision. Now, this exemption clause has come on the eve of elections in four States for the same reason that it would enable them to take money from the companies. Otherwise, Section 58A, has no purpose. It will read out to you and you will agree that this is the position. It is that scrutiny must be made. Where is the scope for scrutiny? Section 5 was the result of the recommendation of a Joint Committee. It was a unanimous recommendation of the Committee saying that there was abuse of deposits by the companies and strict action should be taken. Sir, Section 58A(4) is a very stringent provision. That was brought in subsequently and it was stated that where any deposit is accepted by a company after the commencement of the Companies (Amendment) Act, 1974, it has to be deposited within 30 days or within such further time not exceeding 30 days, as the Central Government may allow. But the mandatory provision comes in Section 58A (6)(b) which states that every officer of the company who is in default shall be punishable with imprisonment for a term which may extend to five years and shall also be liable to fine. If the man has to go to jail for five years, he will certainly like to comply. But the same person can now get exemption. By this provision we know what is happening in the matter of licences. A large amount of corruption is going to breed in this country and large houses and monopoly houses will use it to bribe the political parties and their leaders. And they will give fund

[Shri S. W. Dhabe]

when the donations are banned under section 293A. This loophole is there and purposefully it has been done in November, 1977 because the elections are round the corner.

Sir, in this clause 58A, three things are provided. "Grant extension of time to a company or class of companies, or exempt any company or class of companies from, all or any of the provisions of this section either generally or for any specified period." Sir, what more power is required? Elasticity is so great, the power that has been given is so untrammelled that there are no guidelines. It is also bad for the purposes of delegated legislation. There are no guidelines. The only guideline is "any hardship or for any other just and sufficient reason." Sir, the Law Minister dealing with the law knows this because he has used the word 'reason'. The courts like the Supreme Court or a High Court or a civil court got powers and they can condone the limitation period for any just and sufficient cause. But here this power is given to condone the offences. It is very strange. Here he is sitting like a judicial officer with the powers to exempt and the case goes out. Therefore, it will have very bad repercussions if it is followed in other laws. It will mean that persons who have committed offences can also be exempted by a provision and by the executive authority. Therefore, Sir, I consider this giving of power, untrammelled power to the Government is an abuse of the process of the law. Today, when we are thinking, when we are saying that we want the rule of law, when we are saying that the executive should not be given such powers, when we want a regulation by Parliament, any exemption to be given to individual companies is bad and I object to this. As far as the class of companies is concerned, something could have been said. But, here this exemption is a blanket exemption—untrammelled powers are given and

it is bound to be misused. Sir, I oppose this proviso to section 58 for this reason that this is not an innocuous provision. Neither the Study Group report of which he has just mentioned has been placed before us nor do we know what was the recommendation made therein.

Lastly, Sir, I would like to say that this occasion should have been used for giving relief to the people. Why was this amendment made to section 58A? There was a rival banking system run by the companies or corporations on false claims. They used to receive deposits and say that we shall pay 18 per cent or 20 per cent interest, much higher than the bank rates. And that was the allurements for the people to deposit their moneys. And many people, orphans and widows and pensioners and working class people who give their money on the bona fide belief that they will get larger interest and benefit have been defrauded by these companies or others. Therefore, some limit should have been there for at least the limited companies. And rules should have been made in that respect. This system of giving deposits to the private companies may help them but there must be a guarantee by the Reserve Bank or some other guarantee by the Government that the depositors' money will be refunded to them and that their money will be secure. If there is no such guarantee and the companies or corporations are allowed to use the deposits, I may say that we are playing into their hands, and for that purpose nothing has been said here except that the Government is given powers to exempt and thus it has become a party to corruption under section 58A.

With these words, Sir, I conclude.

श्री नगेश्वर प्रसाद शाही (उत्तर प्रदेश):

उपसभाध्यक्ष महोदय, माननीय रघुनाथ रेड्डी ने जो विचार व्यक्त किये और आज जो बातें उन्होंने कही, उसमें

उनके साथ हूँ। लेकिन मैं भगवान में इतनी ही प्रार्थना करता हूँ कि मंत्री की कुर्सी पर रहते रहते इस तरह के सद-विचार अगर मस्तिष्क में आ जायें तो देश और ममाज का बहुत कल्याण हो। आज जो बातें उन्होंने कही और जो सुझाव दिये—वह कई सालों तक इस विभाग को मंत्री की हैमियत से संभालते रहे, मगर उन पर अमल करने की कोशिश नहीं की फिर भी हम चाहेंगे कि वर्तमान संवीक्षण मंत्री के पद पर रहते हुए उस तरह के विचार अपने मस्तिष्क में रखें। श्रीमन् इस कानून के पीछे, इस विधेयक के पीछे जो भावना है, मंत्री जी ने जिस भावना से, जिस उद्देश्य के साथ इसे पेश किया है, इससे यह साबित है कि कानून केवल छोटे व्यक्तियों के लिए, गरीबों के लिए है। पूँजीपतियों के लिए आज तक कोई कानून नहीं बन सका है जो उन पर लागू होता हो और देश का कोई भी कानून चाहे वह कंपनी ला हो, चाहे मोनोपोली रजिस्ट्रेशन एक्ट हो, कोई कानून उनके लिए लागू नहीं होता और अभी तक जो कुछ संशोधन आ रहे हैं वे उन जड़ों को बढ़ाने के लिए आ रहे हैं जिनके माध्यम से वे अपना रास्ता ढूँढ़ लेते हैं। श्रीमन्, हमारे कांग्रेस के और सी०पी०आई० के दोस्तों ने बहुत कुछ सुझाव दिए। हम इतना ही कहेंगे कि हमारी भाजपुरी में एक कहावत है जब मेंड़ ही खेत चरे तो फसल की रखवाली कौन करेगा। जब मिनिस्टर और सरकार कन्नाडव की तरह निर्देश करते हैं बैंकों के सारे कानूनों की अवहेलना करके उन्हें सहयोग दो तो इस तरह कोई रास्ता कानून को लागू करने का नहीं होता। कल्याण राय जी ने दो-चार उदाहरण दिए मैं उमी मिलमिले में कुछ और पेश कर देना चाहता हूँ। बिरला जी का मामला मुबह आया था। एक नही हजारों कानूनों की अवहेलना बिरला ने की है और जब कभी सरकार ने कार्यवाही करने की कोशिश की हाई कोर्ट में और सुप्रीम कोर्ट में उसको स्टे आर्डर मिल गया और सरकार मजबूर हो गई। मैं तो यह कहता

हूँ कि इस तरह की साजिश कंपनी मालिक देश के पूँजीपति और जो ऊपर के स्तर के वकील हैं जो पांच-दस हजार रुपये फीस लेते हैं और हाई कोर्ट और सुप्रीम कोर्ट के कुछ जज भी उस गंदी साजिश में शामिल रहते हैं जो कि एंटी मोनल, एंटी नेशनल एक्ट यह कंपनी के मालिक करते हैं। अभी बिरला के ऊपर उत्तर प्रदेश सरकार का बिजली का करोड़ों रुपया बताया गया लेकिन हाई कोर्ट में स्टे आर्डर ले लिया है, अब सरकार कुछ नहीं कर सकती। इसलिए कुछ समय पहले यह सदन इस पर विचार करके के लिए कि हाई कोर्ट और सुप्रीम कोर्ट में किस तरह के जज नियुक्त किए जाएं। मोचने पर मजबूर हुआ था। क्योंकि यदि पूँजीपतियों को इतनी आसानी से स्टे आर्डर मिलता है तो पार्लियामेंट चुप नहीं बैठ सकती और ऐसे जजों के कंडक्ट के बारे में जरूर सोचनी जो इस तरह के स्टे आर्डर ग्रांट करते हैं। श्रीमन्, मैं जो बात कह रहा था कि जब मेंड़ ही खेत खाए तो फसल की रखवाली कौन करेगा। स्वर्गीय श्री कुमारमंगलम विचारों में मार्क्ससिस्ट थे। वे भारत सरकार के बड़े रेडिकल मंत्री थे। लेकिन उन्होंने मोनोपोली रजिस्ट्रेशन एक्ट को सरकारमेंट करने के लिए मिनी स्टील प्लांट का जो सिस्टम निकाला और मिनी स्टील प्लांटों के लाइसेंस दिए उन लाइसेंस में 5 या 6 लाइसेंस बिड़ला को दिये थे। जब लोक सभा में यह सवाल उठाया गया तो उन्होंने जो लिस्ट मुनायी उसमें बिड़ला का नाम उन्होंने छिपा लिया। परन्तु मर्यादवण वह बाहर चले गये और उनके राज्य मंत्री ने जो लिस्ट पढ़ कर मुनायी तो पूरी लिस्ट सामने आ गयी और उससे यह जाहिर हुआ कि 5-6 लाइसेंस बिड़ला को भी दिये गये थे। मैं कह रहा हूँ कि इस तौर पर जब सरकार कन्नाडव कर रही है पूँजीपतियों के साथ

(Interruption)

श्री श्रीकान्त वर्मा (मध्य प्रदेश) : तभी कांफ्रेंस छोड़ कर आप क्यों नहीं चले गये ?

श्री नागेश्वर प्रसाद शाही : मुझे मजबूर मत करिये आपको बहुत साफ कह दूँ (Interruptions) पिछले 2 साल में दिनमान से छुट्टी लेकर आप कितनी बार इंदिरा गांधी के बंगले पर फूल मालायें चढ़ाने गये । क्या आप भूल गये इस बात को कि प्रगतिशील लेखकों की मीटिंगों के नाम पर आपने इंदिरा गांधी के बंगले पर जाकर कितनी फूल मालाएं चढ़ायी ।

(Interruptions)

श्री श्रीकान्त वर्मा : आपको तो नहीं चढ़ायी ।

श्री नागेश्वर प्रसाद शाही : और यह कहा कि देश का अगर कोई कल्याण कर सकता है तो आप कर सकती हैं । आप ये सारी बातें भूल गये, और मैं सबके सामने कह दूँ ? आप अपने को रेडिकल साबित करते हैं, आपने कितने गंदे-गंदे इखलाक किये जिसकी कोई सीमा नहीं है । आप समाचार पत्रों के साहित्य के व्यक्ति हैं इसलिए मैं कहना नहीं चाहता हूँ । आप मुझे छेड़ने की कोशिश मत कीजिए । श्रीमन्, मैं उसी सिलसिले में कह रहा था जो कल्याण राय जी ने मारुति लिमिटेड का मामला कहा । पहले मारुति लिमिटेड कार बनाने के लिए बनी फिर बाद को सरकार और सत्ता के कोन्ट्राईक्ट से मारुति लिमिटेड ऐसा फैल गयी कि वह मारुति टेक्निकल लिमिटेड बनी फिर मारुति हेवी व्हीकल लिमिटेड बनी । तीनों कंपनियों के फंड इस प्रकार ट्रांसफर होते गये और कंपनी डिपार्टमेंट के लोग चुपचाप सत्ता के भय से भयभीत होकर देखते रहे । बैंकों ने इन्हें बड़े-बड़े एडवांस दिये पंजाब नेशनल बैंक ने दिये और दूसरे बैंकों ने दिये । मैं वह सबके सामने कहना नहीं चाहता । क्या इसमें कानून की गलती है ? जब सत्ता में बैठने वाले लोग चाहे वे आज के हों या कल के, स्वयं भ्रष्ट होंगे और

भ्रष्टाचार फैलायेंगे तो कोई कानून भ्रष्टाचार को रोक नहीं सकता है ? जब सत्ता में बैठे हुए लोग, राजनीतिक नेता, सर्वोच्च सत्ता-धारी लोग भ्रष्टाचार को पनपायेंगे, अपने परिवार के लिए, अपने घर के लिए सरकारी कानूनों को तोड़ डालेंगे, सरकारी व्यवस्था को तोड़ डालेंगे तो कानून क्या करेगा ? श्रीमन्, जिस समय यह संविधान संशोधन विधेयक पेश हुआ था तब मैंने कहा था कि यह देश समाज और सबके साथ एक जाल बट्टा है । और मिस्टर ओम मेहता ने उस 4 P.M. दिन मुझको नोटिस दिया था शाम को—

दल के खिलाफ बोलने के लिए । इसलिए कहा था कि उसमें शब्द जोड़ा गया, सोशलिस्ट ; और सोशलिस्ट शब्द जोड़ते हो, आमदनी के ऊपर कोई सीमा नहीं बांधते हो, संपत्ति के ऊपर कोई सीमा नहीं बांधते हो । बिड़ला को इतनी आजादी देते हो कि 300 करोड़ रु० का बिड़ला आज 1100 करोड़ का बिड़ला हो गया । आजादी के बाद 30 साल के अंदर हमारे समाजवादी प्रधान मंत्रियों के कार्यकाल के अंदर 30 साल में 300 करोड़ रु० का बिड़ला 1100 करोड़ रु० का हो गया । हर तरह से ये पूंजीपति अपने को सक्षम पाते हैं और सरकारों को, सत्ताधारियों को, अपनी पाकेट में रखते हैं ।

श्रीमन्, दूसरा किस्सा मुन लें अभी हाल का, एमोशियेटेड जर्नल्स का है । पंजाब नेशनल बैंक ने एमोशियेटेड जर्नल्स को 1.34 लाख एडवांस किया, यह जानते हुए एडवांस किया कि कंपनी की हालत दिवालियापन की है । मगर इसमें कानून की क्या गलती है ? जब सत्ता में बैठे हुए लोग सारे कानून की अवहेलना करा रहे हैं तब कानून की क्या गलती ? आप चाहे कितने ही संशोधन करें, संशोधन से ही नहीं हो सकता है । (Interruptions) श्रीमन्, जरा आप घंटी बजाना रोकें । मैं केवल उदाहरण दे रहा हूँ, ज्यादा कुछ नहीं कह रहा हूँ ।

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA) : You can take two minutes more. Because you started discussing some other subject, you forgot about the Bill.

श्री नागेश्वर प्रसाद शाही : जब साइमन्स को रुपया देने की बात हुई, चंदा देने की बात हुई, इनकम टैक्स में सर्कुलर जारी कराया गया कि यह अभाउंट डोनेशन में आएगा, टैक्स में एग्जैस्ट होगा—शायद कंपनी ला डिपार्टमेंट ने अभी कोई सर्कुलर जारी किया था। इस तरह से सरकार ने स्वयं कानून को तोड़ने के लिए कंपनी के मालिकों को प्रोत्साहित किया। इस में कानून क्या करेगा ?

श्रीमन्, तीसरा उदाहरण मोहन मीकिस का है। आपको याद होगा आप पुराने सदस्य हैं—मोहन मीकिस ब्रूअरीज के मालिक ने, जितनी गैलन शराब बनाने का लाइसेंस उस को मिला था, उसमें दस-गुना ज्यादा शराब बनाई और इंडस्ट्रीज डिपार्टमेंट ने जब चैक करा के उसके खिलाफ प्रासीक्यूशन रिपोर्ट किया तो उस समय की इंडियन नेशनल कांग्रेस के जनरल सेक्रेटरी को स्वर्गीय कैप्टेन मोहन माहव ने अप्रोच किया उन को और कुछ लाख रुपये चंदे के रूप में दिए। वह उस समय लखनऊ में थे, लखनऊ से दिल्ली के इंडस्ट्रीज मिनिस्टर को टेलीफोन किए कि भाई, इस आदमी ने चंदा दे दिया, अभी मामले को सरकारों किसी तरह से। इंडस्ट्रीज मिनिस्टर ने सेक्रेटरी को बुला कर कहा विदड्रा करो इस मामले को। सेक्रेटरी ने कहा मैंने फाइल पर आर्डर पास कर दिए हैं, मैं कैसे उसको बदल सकता हूँ ? मामला गंभीर था। आल इंडिया कांग्रेस कमेटी के सेक्रेटरी चंदा ले चुके थे। आर्डर बदलने के लिए सेक्रेटरी तैयार नहीं था। वह बदलने का मामला ऊपर गया और यह तय हुआ कि नहीं, अपने यहाँ से रुकता है तो डिपार्टमेंट के सेक्रेटरी रेफर कर दें कैबिनेट सेक्रेटरी को और कैबिनेट सेक्रेटरी उस फाइल को दबा कर बैठ जाए—कैबिनेट सेक्रेटरी विचार करे तब तय होगा।

डिपार्टमेंट के सेक्रेटरी ने रेफर कर दिया कैबिनेट सेक्रेटरी को। कैबिनेट सेक्रेटरी इस फाइल को दबा कर बैठ गया और 10 साल तक, आज तक, उस मामले पर विचार नहीं हुआ। यह मैं उदाहरण दे रहा हूँ कि जब सरकार में बैठे हुए लोग कानूनों को तोड़ेंगे, पूँजीपतियों से चंदा लेने के लिए पूँजीपतियों के हाथ में डेलेंगे, चुनाव को भद्गा बना देंगे ताकि कोई गरीब आदमी कोई साधारण व्यक्ति चुनाव न लड़ सके। उस समय कानून क्या कर सकता है। वह सारा घाटाचार इस लिये चल रहा है कि देश के चुनाव इनने लड़ेंगे बना दिये गये कि एक साधारण क्षेत्र का चुनाव लड़ने के लिये भी दो, चार लाख रुपया चाहिए और कोई भी साधारण परिवार का गरीब कार्यकर्ता हिम्मत नहीं कर सकता चुनाव लड़ने की जब तक कि वह किसी नेता की पूँछ से अपने को बांध न ले।

THE VICE CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA) : Please wind up.

श्री नागेश्वर प्रसाद शाही : मैं वाइस अप (Interruptions) कर रहा हूँ। मैं बिल पर ही बोल रहा हूँ। दो एक उदाहरण और देना चाहता हूँ। किस्सा श्रीमन् जानते हैं, मैं तो केवल नाम गिना रहा हूँ। प्रदीप नारंग का किस्सा आप जानते हैं।

THE VICE CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA) : Please wind up.

श्री नागेश्वर प्रसाद शाही : कंपनीज क्या 'घाटाचार कर रही हैं यह मैं बता रहा हूँ। जयंती शिपिंग कंपनी के धर्म तेजा के बारे में मैंने बता दिया कि उन्होंने क्या क्या दिया, क्या क्या भेंट या उपहारस्वरूप चीजें दीं (Interruptions) सिक कोट आदि की बात आप कहिये, मैं कुछ नहीं कहना चाहता। प्रदीप नारंग ने जो अब किसी बड़े आदमी के दोस्त बन गये हैं, उन पर किसानों का रुपया बाँकी, मजदूरों

[श्री नागेश्वर प्रसाद शाही]

का रुपया बाकी, बोनस वकाया, भग्न धातु दम, पांच लाख रुपया चंदे में दे कर वह आज भी पार्लियामेंट में आने की कोशिश कर रहे हैं और कंपनी सारी फ्लाप है। सरदार सुरजीत सिंह मजीठिया, गोरखपुर का, उस ने भी रुपये के बल पर अपने को ए आई सी सी का मेम्बर बना लिया। जो आदमी 14 अगस्त, 1947 तक कांग्रेस का सब से बड़ा दुश्मन था, अंग्रेजों का दोस्त था वह आदमी 15 अगस्त को एकाएक कांग्रेस का नेता बन गया। जिनने देश के पुंजीपति थे उन सब का यही हाल है। उस बिरला ने तो राष्ट्रपिता तक को अपनी कोठी में बांध लिया और सुनिये। जो रुपया दान फंड में डालत है उस से मंदिर बनवा कर अपना नाम किया। दिल्ली का मंदिर भगवान का मंदिर नहीं कहलाता, वह बिरला का मंदिर कहलाता है। उस में राम हैं या कृष्ण है इस को कोई नहीं जानता, सारे लोग कहते हैं कि यह बिरला जी का मंदिर है। जनता के शोषण का रुपया और उस से बिरला जी के नाम का मंदिर बन गया। लोग गिरला का नाम लेते हैं, भगवान का नाम कोई नहीं लेता।

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): I will call the next speaker.

श्री नागेश्वर प्रसाद शाही : जब आप कहते हैं कि वाइड अप तो मैं एक बात कह कर ही अपनी बात खत्म करता हूं जिन डिपार्जिटर्स को कंपनियों ने चीट किया है और उन का रुपया जो कंपनियां बेबाक करने को तैयार नहीं हैं उन को राहत देने के लिये इस कानून में व्यवस्था की गयी है। देखना यह है कि उनको कितनी राहत मिल पाती है क्योंकि कानून तो बहुत बनते हैं और सब अच्छे उद्देश्य से बनते हैं मगर उन का अप्लीकेशन ऐसा होता है कि वह सफल नहीं हो पाते हैं। आर बी आई चूंकि उन को कंट्रोल करता है, डिपार्जिटर्स को, एडवासेज

को, बैकस जो कंपनियों से संबंधित होते हैं उन को आर बी आई कंट्रोल करता है, लेकिन आप जानते हैं कि आर बी आई का गवर्नर कौन अप्वाइंट होता है, कैसे अप्वाइंट होता है ?

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): Mr. Shah, is not possible. There are so many speakers. You cannot go on like this. You have been saying for the last five minutes that you are winding up.

श्री नागेश्वर प्रसाद शाही : आर बी आई के गवर्नर पिछले तीन, चार सालों में कैसे अप्वाइंट हुए, यह मामला आ चुका है। इस लिये लाजमी है कि जब तक हर एक क्षेत्र में, आर बी आई के गवर्नर्स के अप्वाइंटमेंट में, उन के डिप्टी गवर्नर्स के अप्वाइंटमेंट में सत्ता का भ्रष्टाचार समाप्त नहीं होगा तब तक यह लूपहोल्स रुकेंगे नहीं। कुछ बनता बिगड़ता नहीं इन बातों से। इस में भी 25 हजार की जगह 50 हजार की 293 में व्यवस्था की गयी है। इस तरह से धीरे-धीरे भेद खुलने जायेंगे और यह कंपनियां अपना ब्लैक मनी बढ़ाती जायेंगी। इस कानून के होने के बावजूद आज देश में 20 हजार करोड़ रुपये का ब्लैक मनी हो गया है। कहा तक इफैक्टिव है अपना यह कंपनी कानून।
(Time bell rings)

इसलिए मैं मंत्री महोदय से निवेदन करूंगा कि वह कृपया सोच विचार करके ऐसा कानून बनायें, ऐसा मजबूत कानून बनायें जो गरीब लोगों पर तो लागू होता है, किन्तु बिड़ला जैसे लोगों को भी बांध सकें।
सधन्यवाद।

SHRI L. R. NAIK (Karnataka): Mr. Vice-Chairman, Sir, after having heard the lucid exposition by two hon. Members—Mr. Raghunatha Reddy and Mr. Kalyan Roy—on the subject, I feel diffident. If I were to speak anything at length, I shall not be doing justice to the discourse they have given. However, all I would like to do

is to request the hon. Law Minister through you, Sir, to weigh what these two hon. Members have said on the subject and after weighing if he sincerely feels that the Companies (Amendment) Bill, especially with reference to the deposits, would affect the very economy of this country, then I would like to request him to refrain from pursuing this matter.

However, if he wants my own experience about the matter, I would like to say that I live in Bangalore and I often go to Mysore. These two cities are the paradise of pensioners and I have known several companies who make a long list of all these Government officers who are about to retire. They even fathom out as to what their provident fund accumulations are, how much they are likely to get soon after their retirement and how to tap them so that they could deposit their money with these companies, with the result that several pensioners have done their job and now, I must say, there are many of them who have come to grief. The same is the case with the widows and some of the minor children. These are some of the sources which these companies tap to seek such deposits.

Sir, the question of deposits and the returning of deposits and the payment of interest thereon should legitimately belong to the channel of the banking system and if we were not to see that all such deposits go to the proper channels and they are not diverted into undesirable channels, then I am confident that we will be doing a great dis-service to the economy of this country. It was for this purpose that in 1974, this matter was considered at length. As the hon. Law Minister has rightly said, this is an amendment to the Indian Companies Act 1956—i.e. section 58(A). The Indian Companies Act, 1956 was amended very comprehensively in 1974 and at that time the people at the helm of affairs thought that the question of deposits and their return had amounted to a national evil and, therefore, it was

necessary that all efforts should be made by legal implication to put an end to it. It was with this objective in view that the Bill was introduced in Parliament in 1974. A thorough consideration was also made of this Bill so much so that Parliament felt that this should be referred to a Joint Committee of both the Houses. The Joint Committee, in their wisdom, after thorough consideration recommended that there must be severe provisions made in the Indian Companies Act so that the question of deposits should be put an end to as early as possible. That is why they said that if the deposits received were not returned within a specified time it amounted to a criminal offence. In fact, if the deposits were not returned by 1st April 1975 then the action of the company which has received the deposits amounted to an offence. Now, we know, Sir, that the Janata Government is now and then proclaiming the rule of law, and it is important also. I do agree that there should be rule of law. We find that several companies have committed several offences. Was it not the duty of the Janata Government to take action against the defaulters, against the culprits and see that a sort of deterrent punishment is given to them so that the other companies do not resort to such practices? Unfortunately, this has not been done. On the contrary, I am rather surprised that the hon'ble Minister should have ventured to bring a Bill like this and given solace to those companies which have received deposits.

Here, in his introductory speech, he says that it would be rather hardship if we were to take criminal action against such companies. Now this is not the sort of thing which the nation expects of the Janata Government. When the offence has been committed it is the bounden duty of the Government to see that the culprits are brought to book. I, therefore, urge the Law Minister, through you, that he should resort to rethinking over this matter and see what best he could do.

(Shri L. R. Naik)

This is about deposits. About balance sheet and profit and loss account I would like to say that the major thing is a sound one. I have seen several co-operative credit societies where such a provision also occurs—that before the general body meeting of a co-operative society or a bank arranged it is imperative that both balance sheet and the profit and loss accounts are sent to the shareholders. If they did hold the general meeting then the question of supplying or furnishing these documents does not arise at all. Under this cover, could like to place before this august House, several co-operative societies (Karnataka—I cannot speak of other States)—have taken shelter and see that no such documents are placed before the shareholders, before the co-operators with the result that a large number of people, especially the down-trodden, the weaker sections, the poor are always kept in the dark. Very recently the Karnataka Government have introduced a similar measure as the hon'ble Minister has done today in this House. So I would like to request him that the copies of balance sheet and the profit and loss account should also be furnished to the shareholders themselves and other creditors. If he can kindly accept this amendment it will certainly be helpful to such shareholders. In regards the third important amendment of raising their donations from Rs. 25,000 to Rs. 50,000, of course, the only reason given is that the rupee value has gone down considerably, and, therefore, it was in the fitness of things that this limit of Rs. 25,000 should be raised to Rs. 50,000. Of course, the rupee value has gone down and, as I can make out, this limit of Rs. 25,000 was put long back. Now then the rupee value has really come down and it is in the fitness of things that the limit should be raised to Rs. 50,000. But care has to be taken that whenever a company gives a donation it is not a misplaced donation; it should go for the right purpose.

The Minister said that idea of donations for charitable purposes is a laudable one. When companies donate for such purposes, it is welcome. But in practice, Sir, as several hon. Members have pointed out, this is not the case. Under the cover of trusteeship the money is diverted from the company to their relations and friends and for their self-aggrandisement, and some measure should be taken to ensure that such things do not occur.

With these few words, Sir, I have done.

श्री कल्पनाथ राय : आदरणीय उपसभाध्यक्ष महोदय, केन्द्रीय सरकार द्वारा जब कम्पनी ऐक्ट में संशोधन के लिये एक सेंट्रल कंपनी ऐक्ट कमेटी बनाई गई थी, तो मैं नहीं समझता हूँ कि कौन सी इतनी जल्दी थी कि इतनी जल्दी में ही यह कम्पनी ऐक्ट में संशोधन के लिये यह प्रस्ताव लाया गया है। आदरणीय उपसभाध्यक्ष महोदय, यह जनता सरकार सम्पूर्ण रूप से पूंजीपतियों के नियंत्रण में है। इस सरकार पर प्रधान मोहन बिर्ला, गोयनका, टाटा और देश के बड़े बड़े पूंजीपतियों का पूरा नियंत्रण है और यह सरकार उनके हाथ में है। पिछली सरकार ने समाजवाद की दिशा में महान कदम उठाये थे। हिन्दुस्तान के इतिहास में दुनिया का कोई भी व्यक्ति इस बात से इंकार नहीं कर सकता है कि श्रीमती गांधी ने समाजवाद की दिशा में बहुत बड़ा कदम नहीं उठाया। क्या बैंकों का राष्ट्रीयकरण समाजवादी कदम नहीं है? क्या राजा-महाराजाओं के प्रिवी-पर्सों को समाप्त करना समाजवादी कदम नहीं है? क्या हिन्दुस्तान की अर्थ-व्यवस्था में 70 प्रतिशत पब्लिक सेक्टर इकोनामी को प्राथमिकता देना समाजवाद नहीं है? आदरणीय उपसभाध्यक्ष महोदय, जो वर्तमान सरकार है, इसका क्या ढांचा है? इस सरकार ने 9 महीने के अन्दर पहला काम यह किया कि बजट के माध्यम से हिन्दुस्तान के पूंजीपतियों को अरबों रुपयों की सहुलियतें दीं। दूसरा कदम इन्होंने यह उठाया है कि 85 करोड़

रुपये की एकमाइज ड्यूटी, जो चीनी मिल-मालिकों पर लगती थी, वह माफ कर दी है। तीसरा कदम इन्होंने यह उठाया कि इन्होंने कानून बना दिया कि जो मिलें सिक-मिलें होंगी, उन्हें बोनस नहीं देना होगा और जो मिलें प्राफिट में होंगी, उन्हें बोनस देना होगा। तो अब हिन्दुस्तान के सारे पूंजीपति अपनी अपनी मिलों की वेलेंस-शीट सिक-मिल बनाते की तरफ ले जा रहे हैं। अब सभी पूंजीपति अपनी 90 प्रतिशत कम्पनियों और मिलों को घाटे में दिखलायेंगे और उन्हें सिक-मिल के रूप में पेश करेंगे। इस प्रकार से हिन्दुस्तान के मजदूरों की पीठ में बहुत भयंकर छुरा घोंपा गया है।

आदरणीय उपसभाध्यक्ष महोदय, माननीय कम्पनी मंत्री श्री शांति भूषण जी, जो यह कानून लाये हैं, इस कानून के माध्यम से हिन्दुस्तान में ब्लैक-मनी जनरेट होगी, उसके माध्यम से पूंजीपतियों का नियंत्रण ढेगा या नहीं, यह एक सवाल है। केन्द्रीय सरकार ने यह कानून बनाया है कि इसके पर, कम्पनी ला के ऊपर विचार करने के लिये केन्द्रीय कमेटी है, उसकी जब रिकमन्डेशन आयेंगी, तो हम कम्पनी ला में संशोधन करेंगे। 1974 में हमने कम्पनी ऐक्ट में शोधन किया। आज यह कहा गया है कि 5 हजार रुपये की जगह पर 50 हजार या हम चैरिटेबल फण्ड में दे सकते हैं। आदरणीय उपसभाध्यक्ष महोदय, मैं प्राइवेट कंपनियों के संबंध में कहना चाहता हूं। ब्रिटेन 30 वर्ष का यह अनुभव रहा है, मैं ती व्यक्ति का नाम नहीं लेना चाहता जो 30 करोड़ का पूंजीपति था अब 120 करोड़ का मालिक हो गया है, 25 करोड़ का था आज वह 90 करोड़ का बन हो गया है, जो 10 करोड़ का मालिक था वह 100 करोड़ का मालिक हो गया है। हिन्दुस्तान के पूंजीपति इतनी तेजी से बढ़े सलिए बढ़े कि उन्होंने अपनी पूंजी का, पैसे का सही हिसाब नहीं दिया

और उन्होंने अपनी ब्लैक मनी डाइवर्ट करके दूसरे उद्योगों में खर्च की। आदरणीय उपसभाध्यक्ष महोदय मैं आपको कानपुर के जज पुरिया साहब के विषय में कहना चाहता हूं। 1947 में उनके पास एक भी कम्पनी नहीं थी, आज उनके पास पच्चीसों कम्पनियां हैं। आज वहां के मजदूरों पर गोली चलाई गई। पचासों मजदूरों की जान चली गई। कम्पनियों का जो चैरिटेबल फंड होता है, लेबर वेलफेयर फंड होता है, जो मजदूरों के फंड होते हैं, उन फंडों का करोड़ों रुपया वे डाइवर्ट करके दूसरी कम्पनियां खोलते हैं और वे अपने मजदूरों को वेतन तक नहीं देते और राष्ट्रीयकृत बैंकों से भी पैसा ले लेते हैं इस तरह से एक कम्पनी जिस पूंजीपति के हाथ में थी वह पचास कम्पनियों का मालिक बन जाता है। इन्हीं तरीकों से चैरिटेबल फंड, वेलफेयर फंड का गलत ढंग से प्रयोग हो रहा है। शाही जी चले गए, वरना मैं उनको बड़ी-बड़ी बातें सुनाता। मैं आज, हिन्दुस्तान की सरकार, जनता सरकार की दिशा क्या है? मैं बताना चाहता हूं यह सम्पूर्ण रूप से दिशाहीन सरकार है, समाजवाद की शतु नम्बर एक है, सम्पूर्ण रूप से पूंजीपतियों के नियंत्रण में है। अगर कांग्रेसी सरकार ने कुछ पूंजीपतियों से कोई मदद ली होगी यह सरकार सम्पूर्ण रूप से पूंजीपतियों की तरफ है। आदरणीय उपसभाध्यक्ष पूंजीवाद को खत्म करना को महोदय, काम नहीं है। समाजवाद की आसान और उसकी इम्प्लीमेंट करने की बात करने बात नहीं है। बैंकों के राष्ट्रीयकरण के सवाल पर कांग्रेस पार्टी दो टुकड़ों में टूट गई। बैंकों के राष्ट्रीयकरण के दामन चौधरी चरण सिंह करके आए हुए हैं। आई जनता का रूप धारण सकता कि सच है। इतिहास इनकार नहीं करेगा। राजीव के शतु आज हिन्दुस्तान की सरकार के रूप में आए हैं। आदरणीय उपसभाध्यक्ष महोदय, बैंकों के राष्ट्रीयकरण और राजा महाराजाओं के प्रिवीपर्स समाप्त करने के लिए विरोधी चौधरी चरण

[श्री कलनाथ राय]

मिह और मोरारजी देसाई आज हिन्दुस्तान में जनता का नाम ले कर गद्दी पर आसीन हैं। पब्लिक सैक्टर के दुश्मन, कोर इकानामी के दुश्मन, ग्टील इंडस्ट्री के दुश्मन, मीमेंट इंडस्ट्री के दुश्मन, एरोनाटिक्स के दुश्मन, हिन्दुस्तान में पब्लिक सैक्टर इकानामी के जन्म-जान शत्रु आज हिन्दुस्तान की सरकार पर विराजमान है और इतिहास का विद्यार्थी इन बातों से इन्कार नहीं कर सकता कि समाजवाद के शत्रु है वही आज हिन्दुस्तान में जनता सरकार के रूप में आए हुए है और उन्हीं के हाथ में जनता सरकार का नियंत्रण है। क्या उन्होंने पिछले 9 महीनों में एक भी ऐसा कदम उठाया है, जिससे हिन्दुस्तान की 50 करोड़ जनता के दिल को छुआ हो। इंदिरा गांधी ने राजा-महाराजाओं के प्रिवी-परम समाप्त किए तो हिन्दुस्तान का किमान और मजदूर नाच उठा और गांव-गांव में यह आवाज थी कि हिन्दुस्तान में राजा चले गए, हिन्दुस्तान में महाराजा चले गए। जब बैंको का राष्ट्रीयकरण हुआ तो हिन्दुस्तान की जनता ने एक अंगड़ाई ली और यह चीज जनता के मन को छू गई। इसमें मारा देश नाच उठा। इंदिरा गांधी की सभाओं में 15-15 लाख जनता की भीड़ हुई थी मगर जनता सरकार ने पिछले 9 महीनों में क्या कोई ऐसा कदम उठाया है जिस कदम से हिन्दुस्तान की आम जनता के मन को छुआ हो, हिन्दुस्तान की 90% जनता आज महंगाई, भुखमरी परेशानी का शिकार है। आज महंगाई वरम सीमा पर जा रही है। इसलिए आज जनता सरकार के मंत्रीमंडल का मन टूटा हुआ है, जनता सरकार का मन टूटा हुआ है, उनके मन में देश और समाज की नयी रचना करने की कोई भी कल्पना नहीं है। आदरणीय उपसभाध्यक्ष महोदय, क्या हमने टाटा को 300 करोड़ रुपये का लाइसेंस दिया है, क्या आज भी कांग्रेस सरकार पावर में है? क्या टाटा को 300 करोड़ का लाइसेंस इस सरकार

ने नहीं दिया? और जो तरह तरह के लाइसेंस दिए जा रहे हैं क्या उनमें उनके माध्यम से नहीं दिए जा रहे हैं। क्या हिन्दुस्तान के चीनी मिल मालिकों को 85 करोड़ की नई छूट उन्होंने नहीं दी, क्या हिन्दुस्तान के बजट में उन्होंने पूंजीपतियों को जो अपनी मिलों को सिक बना रहे हैं लाभ और मदद करने के नाम पर अरबों रुपये नहीं दिए हैं।

क्या उन्होंने बोनस एक्ट में अमेंडमेंट करके हिन्दुस्तान के पूंजीपतियों को अरबों रुपये देने का फैसला नहीं किया है? तो फिर आप समाजवाद पर और देश की अर्थ-व्यवस्था पर बहस करने का काम बंद कर दीजिए। इस सवाल पर बहस करने की हिम्मत हो तो आपके बड़े बड़े नेता जो अपने आपको अर्थ शास्त्र का विद्वान समझते हैं उनको इसमें बहस करनी चाहिए। आदरणीय उप सभाध्यक्ष महोदय, हमारे देश की नेता श्रीमती इंदिरा गांधी ने गलती की कि सांप को छोड़ा, समाजवाद के सांप को डंडा मारा। बाद में इस सांप ने विकराल रूप धारण कर लिया और हम पर हमला कर दिया। श्रीमती गांधी को समाजवादी सांप की थुथनी को कुचल देना चाहिए था। हाफ वे डेमोक्रेसी और हाफ वे सोशलिज्म के कारण हमारा यह दिन आया। हमने आधे समाजवाद के रास्ते को ग्रहण किया इसलिए हमको यह दिन देखना पड़ा और इसीलिए हम हारे हैं। अगर हमने समाजवादी दिशा में कदम उठाया होता तो इनकी हैसियत नहीं है कि इस तरह की बातें करते (Time bell Rings) आदरणीय उप-सभाध्यक्ष महोदय अभी मुझे कंपनी एक्ट के संबंध में बातें करनी हैं। मेरी समझ में नहीं आता है कि देश के बड़े बड़े नेता यह पाखंड क्यों फैलाते हैं। बिना किसी कंपनी से पैसा लिए कोई भी हिन्दुस्तान का दल चुनाव नहीं लड़ सकता। कांग्रेस सरकार ने कंपनियों पर बैन लगाया लेकिन चुनाव लड़ने के लिए हमको पैसा कंपनियों से सोवैनियर के नाम पर लेना पड़ा, यह बात सही है।

श्रीमन्, ये कहते हैं कि श्रीमती इन्दिरा गांधी ने पैसा लिया। तो क्या कांग्रेस पार्टी जीप से लड़ी और ये पैदल चुनाव लड़े? मोरारजी देसाई और चौधरी चरण सिंह क्या पैदल चुनाव लड़े? क्या शांति भूषण की पार्टी या अटल बिहारी वाजपेयी पैदल लड़े कांग्रेस पार्टी ने, कांग्रेस सरकार ने पैसा लिया तो क्या जनता पार्टी के घटकों ने पूंजीपतियों से पैसा नहीं लिया? आज क्या ब्रज मोहन बिड़ला, अटल बिहारी वाजपेयी के घर पर डिनर नहीं लेते हैं? क्या के० के० बिड़ला मुबह शाम मंत्रियों के घर नहीं जाते? क्या हिन्दुस्तान के जाने माने अष्ट श्री गोकुल साहब दिन रात चन्द्र शेखर की अगल बगल में नहीं घूमते? क्या हिन्दुस्तान की जनता की आंखें अंधी हैं? क्या इसको हम देखते नहीं हैं? क्या हम इसको झूठ कहेंगे? क्या नवल किशोर टाटा को 3 सौ करोड़ रुपए का लाइसेंस जार्ज फर्नेन्डीज ने दिया या नहीं? क्या श्री बीजू पटनायक एक जापानी मल्टी नेशनल कम्पनी से स्टील प्लांट बनाने का समझौता कर रहे हैं या नहीं? अतः आदरणीय उपसभाध्यक्ष महोदय, ऐसे पाखंड से कैसे काम चलेगा? मैं तो शांति भूषण से कहना चाहूंगा कि अगर थोड़ी सी आपके अंदर बात है तो आप कम्पनी खा में इस बात की व्यवस्था कीजिए कि कम्पनियों को इस बात की छूट है कि वे जिस पोलिटिकल पार्टी को डोनेशन देना चाहती हैं, दे सकती हैं। अमरीका में, इंग्लैंड में, और दुनिया के किसी मुल्क में जहां प्रजातंत्र है, जनता के माध्यम से वोट होता है वहां कम्पनियां ऐसी पालिटिकल पार्टियों को सव्सक्रिप्शन देती हैं, फिर चाहे वह सत्ता-रुढ़ि पार्टी हो या विरोधी पार्टी हो। इसको

वहां बुरा नहीं माना जाता है। इसलिए हिन्दुस्तान के कम्पनी कानून में भी ऐसी व्यवस्था हो जानी चाहिए कि जो कम्पनियां जितना पैसा खुले आम चन्दे के रूप में देना चाहें, किसी पालिटिकल पार्टी को, तो वह दे सकती हैं। अलावा इसके आपने तरीका बनाया चन्दा लेने का कि कम्पनियां 25 हजार या 50 हजार चैरिटेबल फण्ड में दे सकती हैं। आप चैरिटेबल फण्ड के नाम पर करोड़ों रुपया लेने जा रहे हैं और चूँकि आपको आगामी चुनाव लड़ना है इसलिए आपने हिन्दुस्तान के पूंजीपतियों में, कम्पनी मालिकों में पैसा लेने के लिए जल्दी से जल्दी कम्पनी ला अमेड किया तथा इसमें 25 हजार और 50 हजार का प्राविजन किया है। आपने चीनी मालिकों को 85 करोड़ की छूट देकर चीनी मिल मालिकों से रुपया लेने का प्रयास किया है। पिछले चुनाव में चौधरी चरण सिंह ने मोदी माहब से 50 लाख रुपया लिया था (Time bell Rings) आदरणीय उपसभाध्यक्ष महोदय, श्रम मंत्री जी एक कानून लाये कि अब बोनस सिर्फ उन्हीं में दिया जायेगा जो कम्पनियां प्रॉफिट में होंगी। आज जयपुरिया, डालमिया, मित्रानिया, पदमा-नियां ये सारे अपनी कम्पनियों को सिक दिखलाने जा रहे हैं, उनकी इस प्रकार की वैलेंस शीट बनाने जा रहे हैं। हम लोगों को इसकी जानकारी है। यह इसलिए कर रहे हैं कि वे अगर अपनी कम्पनियों को सिक दिखायेंगे तो उनकी इंडस्ट्री सिक मानी जायेगी और जब सिक मानी जायेगी तो उनको 8 प्रतिशत बोनस नहीं देना पड़ेगा। अब इस सरकार ने 3 कानून बनाए—एक बोनस का कानून जिस के मातहत हम हिन्दुस्तान के पूंजीपतियों को अरबों रुपए लेने की खुली छूट दे रहे हैं, दूसरा चीनी मालिकों को लाभ दिया और उसमें भी अरबों रुपए की छूट दे दी, और आप अब हिन्दुस्तान की कंपनियों का यह कानून बनाने जा रहे हैं और उस के माध्यम से अरबों रुपयों की छूट मिलेगी और करोड़ों रुपये चंदा लेंगे...

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): Pleased sit down. You can speak on the Bonus Bill. You will have time then.

श्री कल्पनाथ राय : एक बात कह कर खत्म करूंगा। आपने ग्रामीण-अर्थव्यवस्था को तथा देश के गांवों को सुधारने का, किसानों को हालत सुधारने का, खेती को सुधारने का वचन देकर सत्ता में आए। चरण सिंह कहते हैं जवाहरलाल ने कुटीर उद्योगों की प्राथमिकता नहीं दी। खांडमारी उद्योग गांवों में चलता है, कोल्हू पेरने का काम गांवों में चलता है, कोल्हू पर आपने टैक्स बढ़ा दिया, गुड़ पर टैक्स बढ़ा दिया, खांडमारी पर एकमाइज ड्यूटी बढ़ा दी और शहरों के मिल-मालिकों का 85 करोड़ रुपये उन्होंने माफ कर दिया। अब आप ग्रामीण-अर्थव्यवस्था को सुधारना चाहते हैं या पूंजीवादी व्यवस्था को बढ़ावा देना चाहते हैं?

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): No, no. Please sit down. I will have to call the Minister.

श्री कल्पनाथ राय : एक मिनट आदरणीय उपसभाध्यक्ष महोदय।

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): Half a minute. Please finish.

श्री कल्पनाथ राय : आदरणीय महोदय, श्रीमती इन्दिरा गांधी ने मल्टी नेशनल कंपनियों पर रोक लगायी। जनता सरकार हिन्दुस्तान की टाटा, बिड़ला, डालमिया की कंपनियों को अमरीका की मल्टी नेशनल कंपनियों में कोलोबोरेशन की छूट देती है। इसमें न केवल हिन्दुस्तान की राजनीति पर अमरीका छा जाएगा बल्कि अमरीकी पूंजी हिन्दुस्तान के चुनाव में लगने जा रही है जिसका परिणाम यह होगा कि देश समाजवादीयों के हाथ में न रह कर पूंजीपतियों के हाथ में चला जाएगा। धन्यवाद।

SHRI SHANTI BHUSHAN: Mr. Vice-Chairman Sir, I would first like to express my most grateful thanks to the hon. Member Shri Lakshmana Gowda for having given the most whole-hearted support to this Bill. I welcome his words of caution that this provision should be applied with the utmost strict scrutiny. I hope that no hon. Member of this House or any person would have any cause for complaint so far as that is concerned. He has also expressed the view that political donations should be permitted. And I was rather surprised that Shri Kalp Nath Rai, who is the most revolutionary Member of this House, also supported the same sentiment that is the companies should be allowed to give donations to political parties. I have been hearing the hon. Member Shri Kalp Nath Rai on so many occasions with rapt attention and with great admiration. I would like to pay a tribute to him and to his capacity also, the capacity of his lungs because I have not been able to comprehend as to how his lungs are able to bear so much strain. Perhaps it must be some medical secret of his. But his speech this afternoon was a little different from his other speeches in some respects. Of course, his universal refrain was there. All the time he speaks it appears not only from his words but also from his gestures, from his tone, as to how sorry he is that the Janata Government is in power and is running the affairs of the country. I entirely appreciate his sentiments. I can fully sympathise with the fact that for so many years to come—I do not know whether it will be 30 years or 50 years—he will have to carry on in this strain. But I hope that his lungs would be able to bear this strain for the next 30 or 50 years.

SHRI KHURSHED ALAM KHAN (Delhi): No, not that long. The Day of Judgment will come soon.

SHRI SHANTI BHUSHAN: But the difference that I discovered in his speech of this afternoon and his speeches on other occasions was that on every other occasion and for some-

time this afternoon also he was very appreciative of the policies which have been carried on in this country by the Congress Party in general and by Shrimati Indira Gandhi in particular; but today, I do not know whether wittingly or unwittingly, he happened to reveal that during this period of 30 years of the Congress rule, the big capitalists who had only a few crores of rupees wealth and assets have now acquired they now possess, a very large amount exceeding Rs. 1,000 crores or so, with the result that I conclude now there is a growing dissatisfaction in his mind so far as the policies which had been pursued by the Congress in general and Shrimati Gandhi in particular are concerned. Then the main point which has been made by several honourable Members which I deeply appreciate—I can well understand as to why they have been at pains to make this point—is that they found very rightly that there is quite a substantial amount of discretionary power which is sought to be conferred by this amendment in Section 58A, and very rightly they were apprehensive about the possibility of gross misuse of any discretionary power. I fully appreciate their sentiment because naturally the human mind draws inferences from its past experience. They have the experience of the last 10 years and particularly experience of the last 2 years of the Emergency before them to draw certain conclusions and entertain a certain apprehension that if a discretionary power is conferred, it is bound to be misused, not noly misused but abused. I do not blame them. But of course, my words in this House today might not carry conviction; they might appear to be empty words. But I hope a day will come, I hope after some time my words will succeed in carrying conviction. I would like to give one assurance to the honourable Members of this House, particularly the honourable Members who have said, who have discerned as to why this provision, this amendment, has been conceived and why this Amend-

ment has been brought in the month of November—they have conceived and of course they know much better than myself as to why this Amendment has been brought, because they feel this amendment has been brought because the Janata Party needs money for elections and each one of the discretionary which has been sought to be conferred by this provision will be exercised in order to extort money from the business people, from the companies which might be contravening the provisions of Section 58A and so on. Again I do not blame them either; if these things were done in the past by somebody and if they happened to know that those things had been done and if they think they had been parties either wittingly or unwittingly to such things. I would not like to blame them for drawing such an inference but if my words can carry conviction, if they can carry the slightest impression, I would like to give this assurance and say, I know at least my conscience is clear. I know as to why this provision has been brought, and nothing can be farther from the truth than the misgivings which have been expressed that the provision has been brought with a desire to extort some money from companies. The day any of these provisions is used or if anybody even dreams of or thinks of using this provision for the purpose of extorting money from companies for any purpose whatsoever, that day I would not be on the Treasury Benches here....

SHRI KALP NATH RAI: Very good, very good.

SHRI SHANTI BHUSHAN: Then, Shri Raghunatha Reddy thinks that one more commission of inquiry is necessary to go into this whole matter. Of course, there has been criticism at times in various quarters that too many commissions of inquiry have been appointed. But I was rather surprised to find that the honourable Shri Raghunatha Reddy is not one who thinks in that direction. He thinks that too few commissions of inquiry

[Shri Shanti Bhushan]

have been constituted and therefore he was at pains to say that one more commission of inquiry is necessary to go into the matter as to why the companies have not complied with the requirements of Section 58A during the last 2½ years. He must realise that it was the same Government which had conceived this provision 58A and it was the same Government which brought that provision in the Statute Book. Now he wants a Commission of Inquiry to go into these matters. I have not been able to discern as to what is his real objective in making this demand for a Commission of Inquiry. May be he has some information or maybe he does not have very friendly relations with somebody whom he now wants to get implicated through a Commission of Inquiry and for that purpose he wants a Commission of Inquiry to be constituted. So far as I am concerned, a Commission of Inquiry can be brought into existence only in public interest or for a public purpose and not for the vindication of a private grievance. So, I am sorry I may not be able to oblige him so far as this demand is concerned.

Of course, he referred to a parallel banking system. I myself said in my opening speech and I myself paid a compliment to those who have conceived this idea of having 58A that it was for a very good reason that this provision was brought. I have no quarrel with the objectives behind 58A. It was very proper to curb this parallel banking system and to prevent abuse of this parallel banking system. I would like to ask the hon. Members as to whether this well-conceived provision has succeeded and, if not, why. Even if those who conceived this provision could not ensure its success, then it is a matter to ponder over and find out as to what was the real reason why it had not succeeded and it is for us to ensure that it succeeds in future. A time will come when the hon. Members will have to compliment this amendment and say: "We are happy that the objectives which were con-

ceived in 1974 have now been achieved".

He also referred to the parallel monetary system or the evil of black money. I hope no hon. Member would blame us for this evil of parallel monetary system in the country which has been operating in the past...

SHRI KALP NATH RAI: You are there for one year.

SHRI SHANTI BHUSHAN: Only for nine months and this period is very useful for certain other purposes.

He also referred to the fairly popular concept of donation to political souvenirs. This concept has cropped up in this House as well as in the other House on a number of occasions. I have had occasions to make the position of the Government clear so far as this matter is concerned. Still, very briefly I would like to repeat it. The mere payment of some amount for an advertisement in a souvenir of a political party, by itself, will not be construed as contravention of section 293A of the Companies Act. Nobody can say, I do not say, and the Government does not say that it will be a contravention. All the legal experts who have given advice on this subject have uniformly accepted that if there is a genuine advertisement which is given on proper rates or reasonable rates, even if the rates are not entirely reasonable, but are within the limit of reasonableness, then it cannot be a contravention of the section. It would depend on the kind of advertisement, the kind of journal or souvenir and therefore taking all the circumstances into consideration one can say whether it is a genuine advertisement or not. In that case, even if the rates are not entirely reasonable, nobody would say that it is a contravention. It will depend upon the facts of each case of donation. Uniform principles cannot apply to all cases. On the basis of the facts collected in each case by the Government, a judgment will have to be formed in each case whether it can be regarded within the scope of genuine advertisement, or not. Or, a

judgment will have to be formed as to whether it goes much beyond the concept of genuineness and it must be regarded as a pure and simple donation and a view would be taken as to what would be the proper course of action in those cases. A point was raised by Mr. Kalyan Roy who, I find, is another monopolist, if I may say so, with great respect, in the sense that he monopolises the questions insofar as the companies are concerned. I find that whenever I have to deal with and finalise the answers to the questions relating to the companies, 90 per cent of the questions—it is not necessary to go up to 90 per cent to fall within the concept of monopoly—on companies are asked by Mr. Kalyan Roy. That shows how well informed he is and how much time and attention he is devoting to companies and he is not afraid of being called a monopolist in this respect. But his main complaint against me was the same kind of a complaint that was also voiced in the other House when this Bill was considered and it is this that when a Committee has been appointed to go into the matter, to go into the Companies Act and the MRTP Act and to review them comprehensively and to make recommendations, why I should resort to this piecemeal legislation, why we should do certain things now and do certain other things later, why we should do things in instalments and so on and so forth. Well, that is an approach, which is an understandable approach, and many people believe that the Congress Party had been adopting this approach for the last thirty years. They had probably been feeling as to why they should solve the problems of the people, the problem of poverty, the problem of unemployment, in a piecemeal manner and that, after all, they should solve all those problems at once, all at once, at one step. So, they were waiting for the day when they would have the capacity to solve all the problems of the country including the problem of poverty, the problem of unemployment, etc. They also seem to have thought: "Why do anything

in a piecemeal manner?" So, that is an understandable approach and, therefore, they were advocating that I should also adopt the same approach. But I would very humbly like to say that if we are able to solve a problem today, why not solve it today and why we should wait for tomorrow when we are able to solve it today itself.

SHRI KALYAN ROY: Sir, I have been misquoted. I do not want to interrupt him. But I would like to make one point clear. I only asked him a simple thing: When he has assured the House that a proposal was there to revise the existing guidelines, why could not he do something about the other thing? Instead of giving a serious thought to the question of remuneration of the part-time and whole-time managing directors of the companies, why was he doing the other thing? When this was under consideration, what was the hurry to bring forward this legislation and not do the other thing?

SHRI SHANTI BHUSHAN: I have only dealt with your first point and I have taken note of the half-a-dozen points that you have made and I will deal with them in a piecemeal manner and not all at the same time.

SHRIMATI MARGARET ALVA (Karnataka): Mr. Shanti Bhushan, when you can do all the things today, why wait for tomorrow?

SHRI SHANTI BHUSHAN: Thank you. I have taken note of it

Now, Sir, so far as the second important point made by the honourable Member, Shri Kalyan Roy, is concerned, I said sometime back that the question of revision of the guidelines in regard to the managerial remuneration in the companies was under the consideration of the Government and his complaint was that no hurry has been shown in that regard and that, in spite of the fact that the matter was stated to be under the consideration of the Government, the revised guide-

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lines have not been brought out so far. So, Sir, I would like to take the House into confidence. The question, the entire question of the wages and income policy, is under the consideration of the Government. The Bhoothalingam Committee has been appointed. Because this is a very important subject matter, I would like to say that the same kind of approach, namely, the piecemeal approach should not be made at least in this matter and it should be a comprehensive approach, a consistent approach. Therefore, let the principles be laid down, let the Bhoothalingam Committee go into the matter. And, Sir, if the Bhoothalingam Committee has gone into the matter and the broad policy on this wages and income question, which is a very important and sensitive matter, has been defined, then, in the light of and in accordance with that broad policy, this question of revising the guidelines relating to the managerial remuneration would be considered. I say this because these are all not matters on which something can be decided today and then it can be revised tomorrow. So, the approach was to consider the whole question in a comprehensive manner rather than in a piecemeal manner. Of course, Sir, the honourable Member also said that he wanted to compare because he could not see anything good in this at all and that he could not say anything, till of course, a new and a different stage had been reached and he would wait for that stage or for that day when everything would be good and proper in every direction. But until then he wanted to equate the present Government with the previous Government. But I would like to request him to wait a little and see. After all, people have reposed tremendous confidence in this Government and in the Janata Party. Of course, it is possible for the Janata Party to belie these hopes and also to fulfil these hopes. Let me express the hope, because the initial period of nine months cannot be a proper in-

dex to judge the real performance of any Government, a Government which takes over after a period of thirty years' rule by another party. Therefore, people are willing to wait. They shall wait, and they shall judge the Government properly. And I hope the Janata Government will come up with flying colours on the day of judgement also as it came out with flying colours towards the end of the emergency period and in the last Lok Sabha poll. I would not like to say anything more at this stage.

The hon. Member Shri Kalyan Roy made various complaints against the Company Affairs Department. Well this is not the occasion for that and I would not like to go into these complaints.

One thing I would like to refer to. So far as the complaint relating to non-filling up of top post in the Monopolies Commission is concerned, hon. Member Shrimati Adivarekar also referred to that. Therefore, I would like to make a special mention of that. Now, it is true that when we came in office we found a certain situation which had been continuing. But at this stage I would like to pay a compliment to Shri Jhala who is a very able person and who has been carrying this burden very gallantly. Hon. Members would, I hope, appreciate that the Monopolies Commission is a very sensitive Commission. It is not like an ordinary committee or commission in which any person can really play the role. It is a very sensitive one and if a person has to be selected for the top it has to be done very carefully. The entire Monopolies Act is a kind of an Act which is a very delicate subject. I did not get sufficient time in the past for this. I plead guilty to the charge that I should have performed this duty much earlier. But I am happy to assure the hon. Members that very soon, in the near future, we will have a Chairman, and I have no doubt that the hon. Members would welcome the choice of the person who would be appointed

Chairman. That is all I can say in this matter at this stage.

Then, another suggestion was made by Shrimati Adivarekar about the Company Law Board publishing figures about the payment of donations for charitable purposes, and so on. Well, this is a suggestion, and therefore I can only note the suggestion.

Then, there was a suggestion as to whether a separate statute is required to deal with Government companies. So far as that matter is concerned, I hope the observations of the hon. Members would be taken due note of by the committee which is going into the question of extensive revision of the Companies Act and the Monopolies and Restrictive Trade Practices Act, and they would apply their mind to this matter.

Then, hon. Member Shri Dhabe's complaint was that while he welcomed amendment of section 220, why provision was not made about the supply of copies of Balance Sheets to the shareholders also. I would like to draw his attention to section 219(2). It is true that section 219(1) deals with certain thing to be done in the context of the holding of Annual General Meetings. But so far as sub-section (2) of this section is concerned, it is not conditional upon sub-section (1). It is a general provision, and as I see it, it gives absolute right to every shareholder to get a copy of the Balance Sheet, provided, of course, one exists. So long as this amendment which is being introduced was not there, of course, it would not have been possible for a shareholder to get a copy of the Balance Sheet; it may not be prepared at all. But once a Balance Sheet is required to be prepared and required to be filed with the Registrar, then it will be in existence; it will be with the company. And as I see it, it can be said that the right given by sub-section (2) of section 219

would come into play. It would be open to every shareholder to get a copy of the balance-sheet from the company. Therefore, I think there is ample provision. (*Interruption*) Sub-section (2) says that it shall be given. Therefore, ample provision is already there quite apart from the fact that once this document is filed with the Registrar, any person can inspect it because it becomes public property. Some complaints were made in regard to the charitable trusts which the various companies run.

5 P.M.

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): The next item has to be taken up at 5 o'clock.

SHRI SHANTI BHUSHAN: That is all that I have to say. These are the points which were made by the hon. Members. I hope I have dealt with them extensively. If there is any point which has escaped through oversight, I would like to be forgiven for that lapse. With these words, I commend this Bill to the House.

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): The question is:

"That the Bill further to amend the Companies Act, 1956, as passed by the Lok Sabha, be taken into consideration."

The motion was adopted.

SHRI SHANTI BHUSHAN: May I move?

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): We shall take it up next week because it is already 5 o'clock. We shall take up the Children (Amendment) Bill also next week.

THE MINISTER OF STATE IN THE MINISTRY OF LABOUR AND PARLIAMENTARY AFFAIRS (DR. RAM KRIPAL SINHA): We can take it up because in today's list of Business it is written "To be taken up at 5.00 P.M. or as soon as the preceding items of Business are disposed of..."

THE VICE-CHAIRMAN (SHRI U. K. LAKSHMANA GOWDA): It cannot be taken up after 5 o'clock. Now we take up Half-An-Hour Discussion.

HALF-AN-HOUR DISCUSSION REGARDING PROSCRIPTION OF THE NOVEL WHICH WON THE SAHITYA AKADEMI AWARD FOR 1976.

श्री श्रीकान्त वर्मा (मध्य प्रदेश) :

उपसभाध्यक्ष महोदय, इस सदन में कानून और व्यवस्था पर लगभग हर रोज बहस होती है। आज मैं इस बहस को जरा दूसरी तरफ मोड़ना चाहता हूँ क्योंकि यह कानून और व्यवस्था का सवाल नहीं है बल्कि कानून और कला और साहित्य की व्यवस्था का सवाल है। जब समाज की व्यवस्था में गड़बड़ी होती है तो कानून से उम्मीद की जाती है कि उसमें दखल दे लेकिन साहित्य और कला की अपनी व्यवस्था होती है जिसमें कानून को दखल नहीं देना चाहिए। यह बड़े दुर्भाग्य की बात है कि अंग्रेजों ने अपनी विरासत के रूप में इंडियन पेनल कोड में दो धारारें, अनुच्छेद 292 और अनुच्छेद 298 जोड़ी जिनके तहत साहित्य में और कला में सीधे सीधे दखलंदाजी की जा सकती है और पिछले 30-40 सालों में बहुत सी किताबें इन्हीं धाराओं के अन्तर्गत प्रतिबंधित हुई हैं और अब भी उन पर बैन लगाने का सवाल है। मैं हाल के एक मामले की ओर सदन का ध्यान और मंत्री महोदय का ध्यान आकृष्ट करना चाहता हूँ और वह है पंजाबी के एक उपन्यास "बामुलाहजा होशियार" का। पहले तो मैं इसके लेखक के विषय में बताना चाहता हूँ। इसके लेखक हैं पंजाबी के प्रतिष्ठित साहित्यकार डा० नगेन्द्र सिंह और बहुत असें तक वे राष्ट्रपति के सेक्रेटरी रहे, अनेक भारतीय दूतावासों में भी रहे एक लेखक के रूप में उन्हें ख्याति प्राप्त है। उन्होंने सभ्यता के संकट को लेकर एक उपन्यास लिखा। मैंने अभी हाल में यह उपन्यास पढ़ा और उसकी

थीम संक्षेप में यह है कि अमरीका के कनेडी इंटरनेशनल एयरपोर्ट पर करीब 15 हजार लोग बर्फ में फंस गये थे वे कई रोज तक बर्फ में फंसे रहे, निकलने का कोई रास्ता नहीं था। जब बर्फ समाप्त हुई और वे वहाँ से निकले तो वे एक बीमारी लेकर निवले। उस बीमारी का इलाज टेक्नालाजी के पास, साइंस के पास नहीं था। अंत में विज्ञान और टेक्नालाजी जहाँ विफल हुए वहाँ टोने टोटके, जादू, अध विश्वास आदि काम आये। वट का पत्ता काम आया, वह वट का पत्ता जिसके नीचे बैठकर भगवान बुद्ध ने ज्ञान प्राप्त किया था, वही बरगद का पेड़। उसी का एक पत्ता उनका इलाज साबित हुआ। यह एक फटेसी है लेकिन यह सभ्यता का एक सकट सामने रखती है कि जब सारी टेक्नालाजी विफल हो चुकी हो तो फिर इन्सान वही पंहुंच जाता है जहाँ से उसने अपनी यात्रा शुरू की थी।

अब इस उपन्यास में मुझे न कोई चीज अश्लील लगी और न ऐसी लगी कि जिससे कहा जा सके कि यह किसी धर्म के विरुद्ध है। फिर भी उपन्यास पर 1976 में साहित्य अकादमी का पुरस्कार प्राप्त कर लिये जाने के बाद पंजाब सरकार ने प्रतिबन्ध लगा दिया। यह बहुत संभव है कि यह प्रतिबंध धारा 292 और धारा 298 इन दोनों के अंतर्गत लगाया गया हो। इस पर अब तक प्रतिबंध नहीं हटाया गया है।

अतः सबसे पहले तो मैं मंत्री जी से यह आग्रह करूंगा कि वे अपनी निजी हैसियत में भी, क्योंकि वे स्वयं एक लेखक हैं, और दूसरे एक मंत्री की हैसियत में भी, इस उपन्यास पर से प्रतिबंध हटवाने के लिए प्रयत्न करें। आखिरकार पंजाब में भी उनकी ही सरकार है और कोई कारण नहीं है कि बदली हुई परिस्थितियों में (*Time bell rings*) मैंने तो अभी शुरू किया है इस उपन्यास पर प्रतिबन्ध न हटायें।