

1. Mr X

Date:

Advocate

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Advocate(s) for the Appellant/Plaintiff

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2. Mr Y

Advocate

(Address of the Advocate)

Sub: Reply to the Legal Notice Dated _____

Dear Sir

My client Mr/Ms X has placed in my hands a legal notice dated _____ (hereinafter referred to as “the said legal Notice” for the sake of brevity and convenience), issued by you under the purported instructions of your client, namely, Mr. Y having its registered office at _____, I am authorized to reply to the present Legal Notice dated _____ on behalf of my client. My Client has provided to me the relevant documents and records pertaining to your client, and without prejudice to any of his rights, my reply to the said Legal Notice is as under:

1. That my client is Director of (name of the company) and is well reputed in real estate industry and a law abiding citizen.
2. At the outset my client denies all the allegations made by you in the said legal notice being false, unfounded and baseless without having any merits and are thus not sustainable either in law or facts. Your client has either not correctly briefed you about the subject matter; or failed to place before you any authentic, reliable and relevant documents resulting into your issuing a vague, false, baseless, fabricated and vexatious legal notice dated _____ to my client at the behest of your client.
3. In fact, your client has apparently misled you inscribing the notice under reply by concealing and/or misrepresenting the true and correct facts in sending the notice under reply. My client consequently, does not admit any of the allegations, averments, statements, accusations, insinuation made by you in your said legal notice and the same is/are vehemently denied by my client.

4. That the said legal notice has been issued with complete malafide intention and obnoxious motive.
5. That further the contents of the said legal notice are nothing but a knavish attempt on the part of your client to arm-twist, harass and coerce so as to put undue pressure on my client to make him concede to your illegal and whimsical assertions and demands from him by illegal means and by making insinuation. Hence the equity of justice calls for the withdrawal of the said legal notice dated _____ forthwith unconditionally with unbound apology.
6. That it is thus extremely necessary and essential to bring before you the correct factual narrative in respect of your client. Please be noted once again that the allegations, averments, statements, accusation, insinuation contained in your said legal notice and which are not in tune with the facts of the case pertaining to your client as are stated below are categorically as well as specifically denied by my client being totally bogus, false and untenable.
7. That your client is not being represented through anyone since your client knows the fact that the said legal notice is false and no one will like to become part of this falsehood and be implicated under the law.
8. That subject to what is submitted hereinabove, on the merits of the said legal notice my client's point wise submission is as under:
 - i. That the contents of para 1 are false since Chairman of your client and my client were working with (name of the company) before starting (name of new venture) in ___(year).
 - ii. That the contents of para 2 are factually incorrect and hence denied. Your client has concealed the fact that my client was partner in (name of the venture) per contra to the averment of an employment and hence there is no question of discharge of duties as per terms of employment. That you are called upon to share the contract of employment in case my client was an employee with your client.
 - iii. That looking at the performance of my client and his association with your client for last ___ (mention no. of years), my client was made the Director in lieu of Chairman of your client resigning from the board of Directors.
 - iv. That the said vehicle is second hand car which was purchased for the Sum of Rupees (mention the amount) in (year). That my client has been paying for the maintenance, fuel and salary of the driver hence your client is liable to pay for the same in case it was provided by your client. That my client is willing to return the said car after the payment of maintenance, fuel expenses and salary of the driver along with his settlement amount. That despite repeated reminders your client has failed to clear the bills of my client towards the maintenance, fuel expenses and salary of the driver. That the contents of para 4 of the said legal notice is contradictory to para 3 of the said legal

notice since in former my client has been described as the Executive Director per contra to employee in the latter.

- v. That the contents of the said para are factually incorrect and hence denied since no other employee of your client had been given temporary accommodation which shows that my client was not an employee but director with your client as has been stated in para 3 of the said legal notice also. That my client was allowed to stay in the said unit until he is cleared his dues depending upon the valuation of your client and ABC which has not been shared despite repeated reminders for the reasons best known to your client. That your client is called upon to share the copy of the lease agreement in case it has been leased by Mr. ABC. That my client has been paying the electricity bills and maintenance charges since (mention time). That in case the same is provided by your client then why the electricity bills and maintenance charges are not cleared by your client despite repeated reminders. That my client will handover the said unit after his dues are cleared by your client.
- vi. That the contents of para 6 is a matter of record and needs no reply as such. That my client will handover the Apple make of the Macbook range bearing Serial No._____ after his dues are cleared and payment towards the maintenance of the same is made.
- vii. That the contents of para 7 of the said legal notice under reply, are wrong and hence denied by my client and does not wish to comment on the same as your client has willfully and intentionally made disparaging comments against my client. The whole allegation is malafide made with the intention to defame the company. That you are called upon to disclose the details of the officials of your client who questioned my client for the alleged dereliction of duty committed by my client.
- viii. That the contents of para 8 of the said legal notice is an afterthought and is factually incorrect and hence denied. That it is amusing to note that when my client was working with your client there was no such complaint against him and all these complaints have surfaced only after he left your client. That your client is called upon to share the copy of all the alleged complaints. That it is beyond anyone's imagination to digest the fact that my client who created your client with his sheer hard work, dedication and business insight could not provide any business insight or long term strategic plans/ideas. That your client will appreciate the fact that (mention no. of years) is a long term.

- ix. That the contents of para 9 are wrong and hence denied. That you are called upon to share the details of the unauthorized transactions which were fraudulent in nature.
- x. That the contents of para 10 are wrong and hence denied. It is vehemently denied that my client in a clandestine manner had been trying to sabotage various transactions. That my client was associated with your client for ___ (mention years) reflects the high level of integrity, sincerity, diligence and commitment towards your client. That your client has concealed the fact that my client was denied his share in your client after working religiously for last ___ (mention years).
- xi. That the contents of para 11 and para 12 are true to the extent that an extraordinary general meeting of shareholders of your client was held on (mention date) and my client was called upon to attend the same vide email dated ____ without giving my client an opportunity to represent him which shows the manner in which your client wanted to remove my client who gave __ (no. of years) of his life in building your client. That your client in order to overcome short coming of Section 169 of the Companies Act decided to convert it into resignation. That it is factually incorrect and denied that my client acknowledged the alleged deeds and actions. That it is a matter of record that resignation of my client was accepted with his dues being outstanding which has not been paid despite repeated reminders. That since the said unit ie apartment (measurement of property) and situated on (address), company car bearing registration no. ____ and laptop of Apple make of the Macbook range bearing Serial No. ____ were not handed over at the time of resignation is testimony to the fact that your client did not clear all the dues of my client.
- xii. That the contents of para 13 are wrong and denied since my client is in legal, permissive and uninterrupted possession of the said unit since (mention year) and has been paying electricity bills and maintenance charges which have not been cleared by your client since (mention time).
- xiii. That the contents of para 14 are factually incorrect since it was agreed between your client and my client that the possession of said unit will remain with my client till his dues are cleared. That your client is called upon to share the undertaking (if any) by my client.
- xiv. That the contents of para 15 are wrong and hence denied. That my client has no intention to retain the said unit, car and laptop with him since he has been paying for the maintenance of the

said items. That my client would like to return the said items upon the settlement of his dues which are pending.

- xv. That the contents of para 16 are wrong and hence denied. That your client is concocting false stories in order to intimidate my client from seeking his dues from your client. That employees of your client are leaving due to the policies of your client and on the contrary, my client is giving them gainful employment since both my client and your client are in the same industry.
- xvi. That the contents of para 17 are in contradiction to the contents of para 12 since in the latter it has been stated that my client made request for the resignation whereas in the former it is stated that my client voluntarily resigned from your client. That my client was served upon the said legal notice when he sought valuation of your client and ABC in order to frustrate his legitimate right after having worked for (mention years) with your client. It is beyond anyone's imagination that my client who was responsible for hiring employees drawing (mention amount) of his salary will resign from the services of your client for the Sum of Rupees (mention amount).
- xvii. That the contents of para 18 are wrong and hence denied since your client after ___ months of resignation of my client is disputing his dues. That your client had malafide intention of cheating my client by making him work for (mention years) and seeking his resignation without giving his share in your client.
- xviii. That contents of para 19 are wrong and denied. That my client has no intention to keep the said laptop and vehicle but for the settlement of his dues and the payment of maintenance charges for the same.
- xix. That the contents of para 20 are factually incorrect since my client was shareholder in the company being the Director with your client. That since your client is not the owner of the said unit hence there is no offence under Section 452 of the Companies Act, 2013 and moreover my client has already resigned from your client. That it is shocking for my client to know that the patience of your client has been exhausted since it should be my client who should be taking legal action against your client for playing fraud on him.
- xx. That my client has no reason to represent as an employee of your client since he is the Director with (name of the company) which is doing very good in real estate industry. That my client has no intention to continue with the possession of the said unit but for the clearance of his legitimate dues.

9. In these circumstances, you are requested to advise as follows to your client; to withdraw the legal notice dated ____ with immediate effect (within 7 days from the receipt of this reply) to share the documents as sought in the aforementioned paras to substantiate your allegations against my client and pay to my client Sum of Rupees (mention amount) Only for disparaging comments against my client. In case, your client still insists to continue to intimidate and harass my client and proceed to take any legal action or any legal proceedings against my client, the same shall be defended by my client at the costs, risk and consequences of your client.
10. That my client reserves the right to raise any additional concerns or take any defense or refute any of the demands made by your client at a later stage. Further, my client reserves its rights to claim/demand any such amount, costs and damages from your client ,which have or may be incurred by my client on account of your frivolous actions.
11. This reply to your said legal notice is without prejudice to the rights and contentions that my client may have under the law.

Copy of this reply has been retained for record and further actions if the need arises.

Yours Truly
