

ROC Adjudication Orders

FOR THE MONTH OF SEPTEMBER 2024

Presented by -Tarun Satya



M/s. Sri Subhalakshmi Infra Private Limited

- CIN: U45208TN2012PTC088837
- Last Known Address: 5/12H, First Floor, Mount Ponnammallee Road, Nandambakkam, Chennai 600089
 - Status: 'Missing in Action!'

KEY SECTIONS



SECTION 12 - EVERY COMPANY
MUST HAVE A REGISTERED OFFICE.

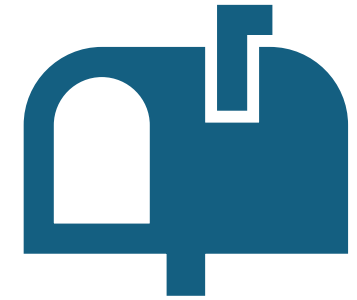


SECTION 454 - POWERS FOR
ADJUDICATION OF PENALTIES.

The Mystery of the Missing Office



Returned Notices: 'No such company exists!'



Non-compliance Duration: 1217 days!
(That's over three years—someone really needed to check their mail.)

INQUIRY



Section 206(4) – Power to carry out Inquiry

The Registrar can initiate Inquiry if:

a) Business carried on for fraudulent/unlawful purposes

b) Non-compliance with the Companies Act provisions

c) Investor grievances not addressed

The Adjudication Notice



AN OFFICIAL NOTICE WAS SENT TO
THE COMPANY AND DIRECTORS.



HEARING DATE: 08.04.2024



ATTENDANCE: NONE.

The Penalty Math



TOTAL DAYS OF DEFAULT:
1217 DAYS



DAILY PENALTY: RS. 1000



MAXIMUM PENALTY: RS.
100,000 (THANK GOODNESS
FOR CAPS!)



The Penalty Imposed



For the Company: Rs.
100,000



For Each Director: Rs.
100,000

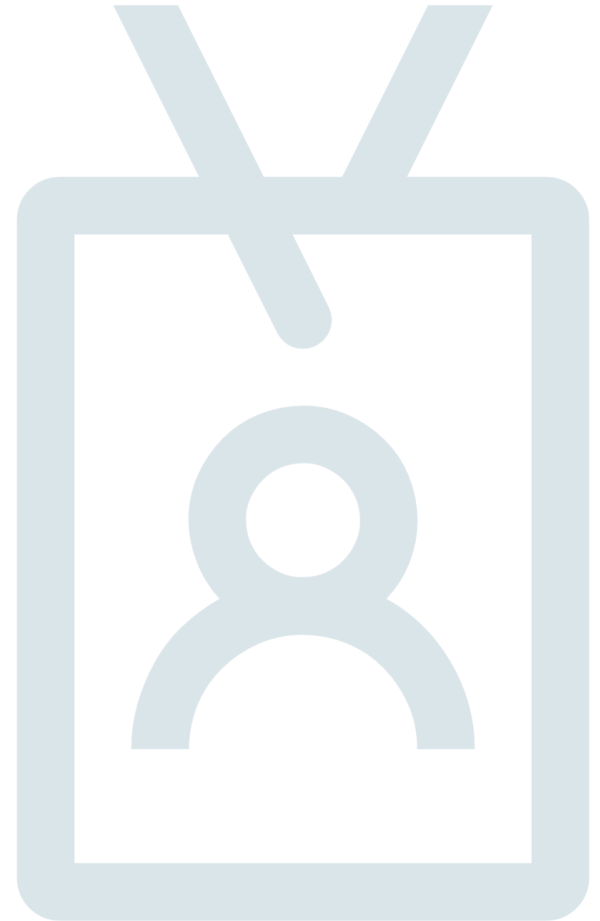


Total: Rs. 300,000 (Looks like they might need to start a 'penalty jar'!)



The Path to Redemption

- What Needs to Happen Now?
- Mission: Find a registered office that actually exists!
- Proof Needed: Submit proof of maintenance within 15 days.



TAKEAWAY

- Stay compliant, and avoid becoming the next 'missing office' story!

M/s. Jyothy Consumer Products Limited

—

When a company secretary goes missing... the legal drama unfolds

KEY SECTIONS



SECTION 203 – APPOINTMENT
OF KMP



SECTION 454 - POWERS FOR
ADJUDICATION OF PENALTIES.



Known for its stellar products... But not so much for keeping a Company Secretary on payroll since 2011.



The issue?



Not having a full-time Company Secretary when the law requires one.

SHOW CAUSE NOTICE

Our compliance detectives (aka Adjudicating Officer) sent a Show Cause Notice asking, "Hey, where's your Company Secretary?"

Plot twist!

—

We've been amalgamated since 2013 into Jyothy Labs Ltd. That secretary drama? Not our problem anymore!"

Evidence



Amalgamation confirmed by
the Hon'ble High Court,
Bombay in 2013 - Form 21



Final Order

- No penalty imposed
- Key Takeaway: If you're going to forget to hire a Company Secretary, make sure you have a solid merger plan in your back pocket!

M/s. Shreekrishna Biotech Limited

The Case of the Forgotten Annual Return

KEY SECTIONS



SECTION 92- ANNUAL RETURN



SECTION 454 - POWERS FOR
ADJUDICATION OF PENALTIES



—

Skipping out on filing their Annual Return for FY 2018-19. It's been 331 days, and still, no filing!

PROVISION

Companies must file their Annual returns within 60 days of the AGM or the date the AGM should have been held.

Failing to do so?

There's a penalty of Rs. 50,000, with an additional Rs. 100 per day for continued default, subject to maximum of 5 lacs.



DIRECTOR'S ESCAPE PLAN

- Mr. Kiran Dilip Thakore, an Additional Director, claimed he had resigned.
- However, his resignation wasn't approved or recorded in MCA-11



Penalty

- Penalty for Company: Rs. 83,100
- Penalty for Director (Kiran Dilip Thakore): Rs. 83,100

Takeaway

Paperwork may be boring, but it's way better than paying Rs. 1,66,200 in fines!

Lakshya Powertech Limited

CIN: U74900GJ2012PLC071278

Location: Ahmedabad, Gujarat

(Where the sun shines bright, but signatures go missing!)

KEY SECTIONS



SECTION 134-FINANCIAL
STATEMENTS



SECTION 454 - POWERS FOR
ADJUDICATION OF PENALTIES.

Error in Filing



31 Oct. 2022

Unsigned financials submitted on 31 October 2022.



31 July 2024

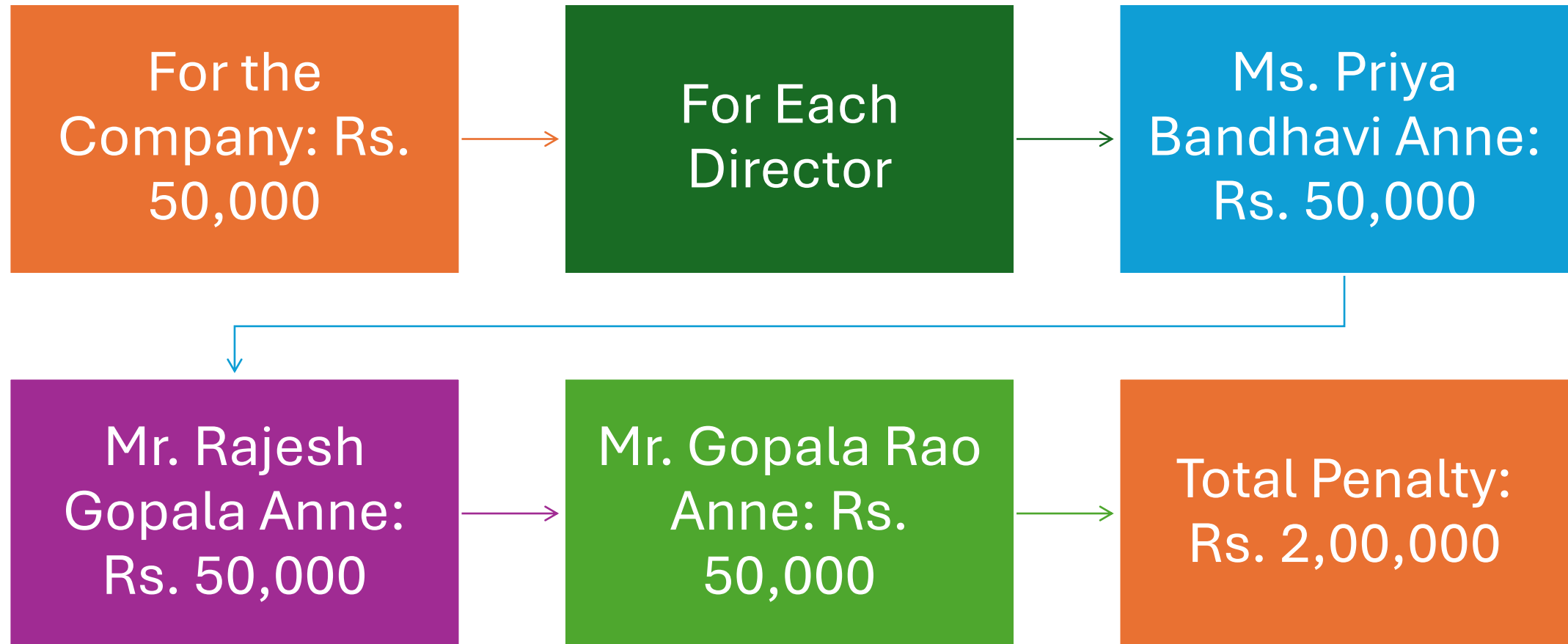
Hearing Scheduled: 31 July 2024 – but no one showed up!



23 July 2024

Show Cause Notice Issued: 23 July 2024 – the letter everyone hoped would get lost in the mail!

PENALTY



TAKEAWAY

A classic case of “I thought you signed it!”

**STEELSMITH
CONTINENTAL
MANUFACTURING
PRIVATE LIMITED**

- File On Time, Every Time!

KEY SECTIONS



SECTION 64-NOTICE TO BE GIVEN TO
REGISTRAR FOR ALTERATION OF
SHARE CAPITAL.



SECTION 454 - POWERS FOR
ADJUDICATION OF PENALTIES.

Delay in filing

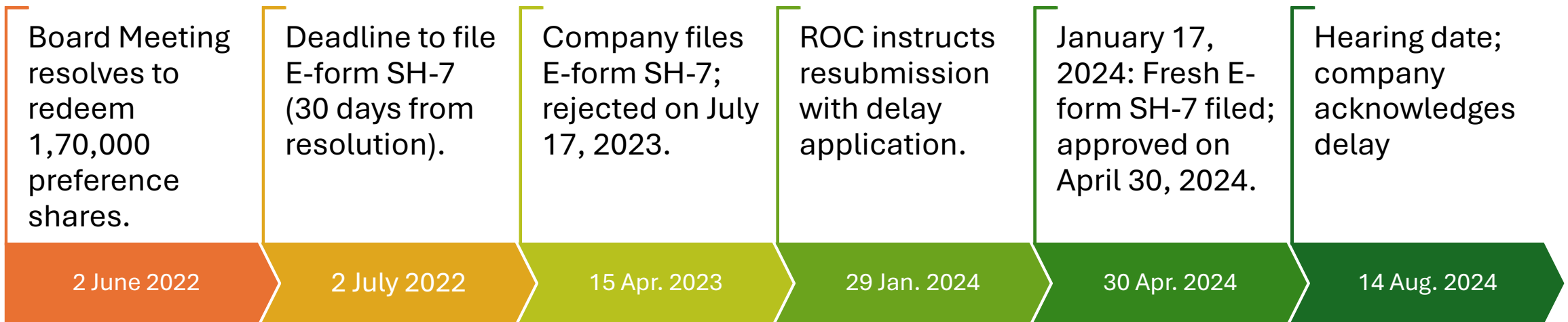


THE COMPANY TOOK **669 DAYS** TO FILE THE NECESSARY SH-7.



THE REASON CITED WAS “TECHNICAL ISSUES,” WHICH SOUNDS SUSPICIOUSLY LIKE, “MY DOG ATE MY HOMEWORK.”

TIMELINE



Penalty

"Where any company fails to comply with the provisions of sub-section (1) such company and every officer who is in default shall be liable to a penalty of **five hundred rupees** for each day during which such default continues, subject to a maximum **of five lakh rupees** in case of a company and **one lakh rupees** in case of an officer who is in default"

Penalty imposed

Total penalties: ₹3,34,500 for the company and ₹1,00,000 for the Managing Director (Mr. Krishnakant Haridas Popat)

TAKEAWAY



Don't let compliance become a marathon.

MAZHIL NIDHI LIMITED

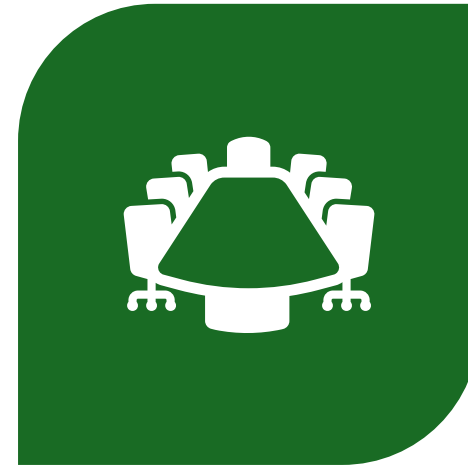


Proof That Missing Forms Can Cost You Big

KEY SECTIONS



SECTION 117- FILING OF THE
RESOLUTION TO ROC WITHIN 30 DAYS



SECTION 179(3)- SPECIFIC POWER BY THE
BOARD THROUGH RESOLUTION
(G) TO APPROVE THE FINANCIAL STATEMENTS

TIMELINE

Financial Year 2018-19:

1. Board Meeting Date: 30.06.2019

2. Due Date for Filing MGT-14:
30.07.2019

3. Status: Form MGT-14 Not Filed

Financial Year 2019-20:

1. Board Meeting Date: 04.12.2020

2. Due Date for Filing MGT-14:
03.01.2021

3. Status: Form MGT-14 Not Filed



PENALTY

If a company fails to file, the required documents within the specified time:

Penalty for the Company:

₹10,000 plus ₹100 for each day of continuing failure, subject to a maximum of ₹2,00,000.

Penalty for Officers in Default:

₹10,000 plus ₹100 for each day of continuing failure, subject to a maximum of ₹50,000.

PENALTY

Financial Year 2018-19:



Total Penalty: ₹2,40,600

Company: ₹1,90,600

Director: ₹50,000

Financial Year 2019-20:



Total Penalty: ₹2,80,200

Company: ₹1,38,300

Directors: ₹50,000

TAKEAWAY

Think of compliance as your insurance policy against fines—
better safe than sorry

M/s. Bold and Beauty House Private Limited

They say beauty is timeless, but compliance? That's a different story

KEY PROVISIONS

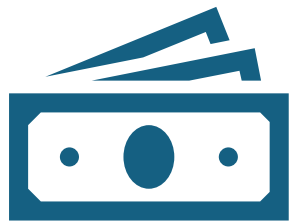


SECTION 137-FILING OF FINANCIALS
WITHIN 30DAYS OF HOLDING AGM



SECTION 454-ADJUDICATION
OF PENALTIES

NON-COMPLIANCE



Initial penalty: ₹10,000



Continuing default: ₹100 per day, with a maximum of ₹2,00,000 for the company.



If non-compliance continues, directors face a penalty of ₹10,000 and ₹100 per day (max ₹50,000).



INQUIRY

Trigger for Inquiry:

- Conducted under Section 206 of the Companies Act, 2013 due to failure to file necessary documents.

Findings:

- Company has not filed its financial statements from FY 2018-19 onwards.
- Directors failed to respond to notices—leading to an ex-parte decision.

PENALTY

Company:
₹5,48,600

Directors (2):
₹4,73,400

Grand Total:
₹10,22,000

TAKEAWAY

Consider this a wake-up call: beauty needs maintenance, and so does your company's compliance!"

Ashapuram Nidhi Limited

Oops! You Forgot the DIN?

KEY PROVISIONS



SECTION 158- OBLIGATION TO
INDICATE DIRECTOR
IDENTIFICATION NUMBER



Section 172- PUNISHMENT



Contentions

DIN temporarily misplaced, not intentionally omitted



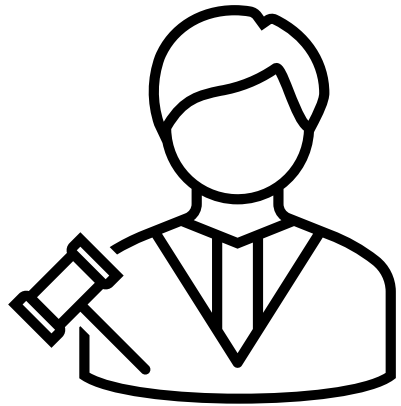
Contentions

- 1. DIN disclosed in FY 2017-18 financial statements
- 2. DIN prominently featured in FY 2018-19 reports



PENALTY

The company and every officer of the company who is in default shall be liable to a penalty of **fifty thousand rupees**, and in case of continuing failure, with a further penalty of **five hundred rupees** for each day during which such failure continues, subject to a maximum of **three lakh rupees** in case of a company and **one lakh rupees** in case of an officer who is in default.



PENALTY

4 Directors = Rs 50,000 x 4 = Rs 2,00,000



Takeaway

Skipping the DIN is like forgetting to invite the guest of honor to the party. The report just doesn't feel complete without it!

Mijo Nidhi Limited

The Notorious Form PAS-3
Saga



KEY SECTION



Rule 12(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014



Details of the Case

ROC discovers the missing
'occupation' detail in PAS-3.
Show Cause Notice? Sent.
Response? None. Hearing notice?



Section 450

Company: Rs. 10,000

Director: Rs. 10,000

No bribes accepted, just Rs. 20,000
for forgetting that little 'occupation'
detail!"



Takeaway

Remember, in the world of corporate compliance, forgetting to mention a few occupations can cost you more than a bad haircut!



THANK YOU

Tarun Satya

