



# ROC ADJUDICATION ORDERS

For the months of November and December 2024

Presented By Barkha Vadher

08/01/2025

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# ADJUDICATION IN THE MATTER OF MRS. ANUBAMA

ROC CHENNAI

# SECTIONS INVOLVED



Section 454 : Adjudication of Penalties



Section 155: Prohibition to obtain more than one DIN

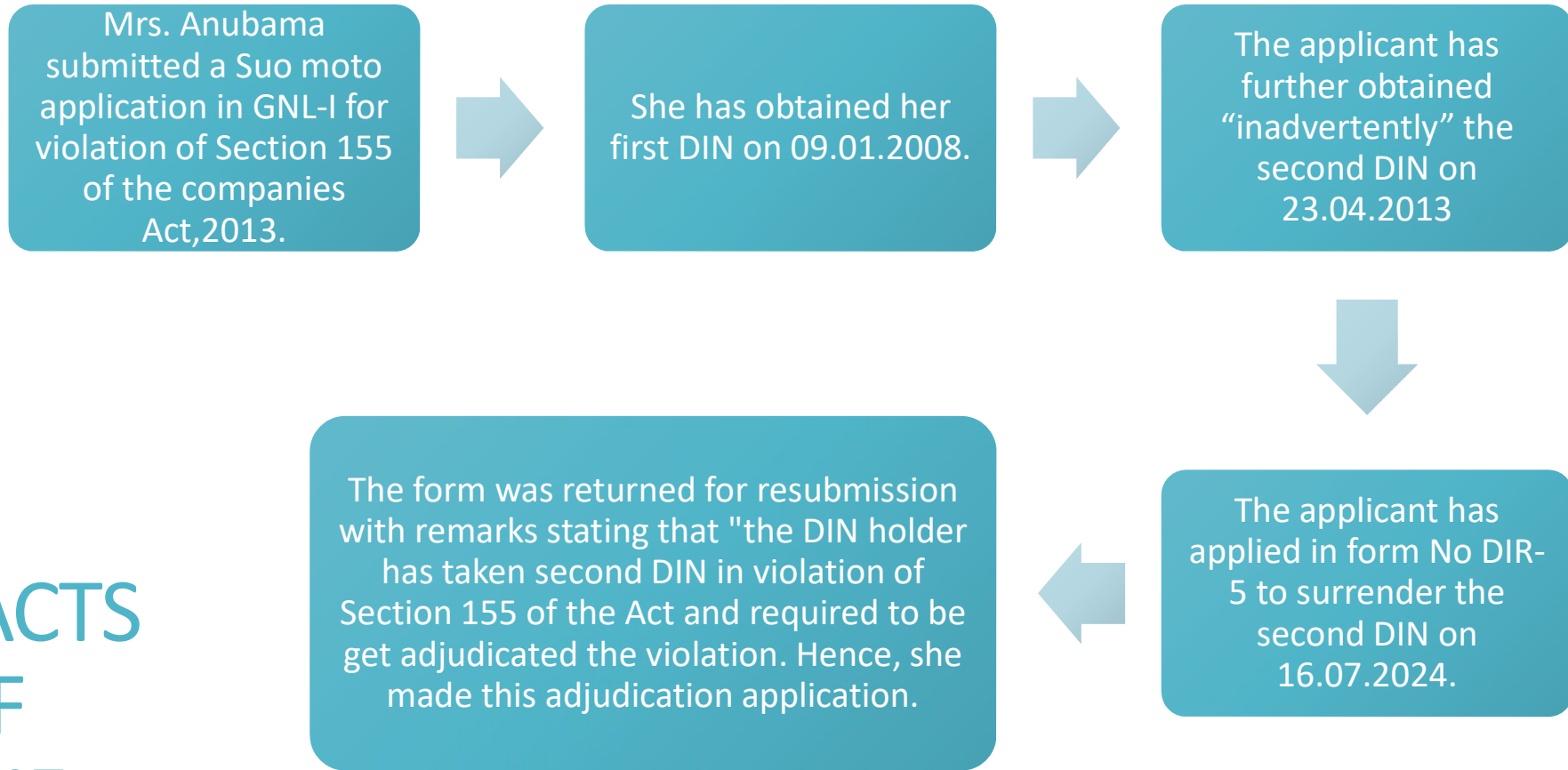


Section 159: Penalty for Default of Certain Provisions



For violation of Section 152, 155 & 156, Company or Individual shall be liable to a penalty which may extend to fifty thousand rupees and where the default is a continuing one, with a further penalty which may extend to five hundred rupees for each day after the first during which such default continues.

# FACTS OF THE CASE



# PENALTY IMPOSED

Period of Violation	Penalty for default	Total Penalty
From 01.04.2014 to 27.08.2024 (3802 days)	50,000 + (500 x 3802)	19,51,000

ADJUDICATION IN THE MATTER OF M/S INGETEAM  
INDIA PRIVATE LIMITED

CIN: U31908TN2012FTC45995

ROC CHENNAI

# SECTIONS INVOLVED

## **Section 135 : Corporate Social Responsibility**

Unless the unspent amount relates to any ongoing project, transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

## **Section 454 : Adjudication of Penalties**



The company and the directors filed a suo moto application for violation of Section 135 of the Act.



The applicants submitted that the company surpassed the threshold of Net Profit of Rs. 5 Crores as evident from the Audited Financial statements made for FY ended 31.12.2021



The company inadvertently missed to spend the amount during the FY ended 31.12.22 and transfer of the unspent amount to a fund specified in Schedule VII.

## FACTS OF THE CASE



# Analysis

The company failed to spend the amount of Rs.5,09,148/- during the FY ended on 31.12.2022 and also failed to transfer the unspent amount within 6 months of the expiry of the financial year i.e. by 30th June 2023.

In the adjudication hearing the representative stated that the default was made good by transferring the requisite unspent CSR to the funds specified in Schedule VII of the Companies Act, 2013 on 17.04.2024 & 18.04.2024 with a delay of 292 days and the company also filed e-form CSR-2 in this regard.

On the Company (twice the amount to be transferred or 1crore whichever is less)	10,18,296
On the 3 directors (1/10 <sup>th</sup> of the amount to be transferred or 200000 whichever is less)	50,915 each
Total	11,71,041

PENALTY  
IMPOSED

# ADJUDICATION IN THE MATTER OF MACQUAIRE GROUP MANAGEMENT (INDIA) PRIVATE LIMITED

CIN: U74999DL2021FTC375793

ROC DELHI

# SECTIONS INVOLVED

## **Section 62(2)**

The notice shall be dispatched to all the existing shareholders at least three days before the opening of the issue.

## **Section 454 Adjudication of penalties**

### **Section 450 Penal provision where no specific penalty is provided**

The company and the directors shall be liable to a penalty of ten thousand rupees, and in case of continuing contravention, with a further penalty of one thousand rupees for each day after the first during which the contravention continues, subject to a maximum of two lakh rupees in case of a company and fifty thousand rupees in case of an officer who is in default or any other person.

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The company proposed the issues of shares pursuant to section 62(1) of the Companies Act, 2013

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The Company, relying on the exemption issued to the private Companies dispatched notice on e-mail on 30th June 2021 and opened the issue on 1st July 2021.

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The exemption states that the company can open an issue earlier than those mentioned in the section ( 3 days) if in case of private companies 90% of the members give their consent either in writing or e-mode.

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However, the company erroneously missed to arrange for a written consent before opening of the issue ahead of the statutory period of 3 days.

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The company filed GNL-1 and admitted that it unintentionally contravened the provision of section 62. Accordingly, a show cause notice was issued to the company and the directors, as a response to which the company informed that the default was unintentional without malafied intention.

## FACTS OF THE CASE

# PENALTY IMPOSED

<b>ON COMPANY</b>	<b>10,000</b>
<b>ON 3 DIRECTORS</b>	<b>10,000 each</b>
<b>TOTAL</b>	<b>40,000</b>

ADJUDICATION IN THE MATTER OF M/s HIND  
WOOLLEN AND HOSIERY MILLS PRIVATE LIMITED

CIN: U18101PB197OPTC002921

ROC CHANDIGARH

# SECTIONS INVOLVED:

## **Section 184(1) Disclosure of Interest by Directors**

Every director shall at the first meeting of the Board in which he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the disclosures already made, then at the first Board meeting held after such change, disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals which shall include the shareholding.

## **Section 184(4)**

If a director of the company contravenes the provisions of sub-section (1) or subsection(2), such director shall be liable to a penalty of one lakh rupees

## **Section 454 Adjudication Of Penalties**

## **Section 446B Lesser Penalty for One person company or small company**



# FACTS OF THE CASE

An Inquiry was conducted under section 206 of the companies act against the company.

It was disclosed during the inquiry that the directors of the company have not disclosed their concern or interest in companies or body corporate or firms or association of individuals including their shareholding in the First meeting of board held for the FY 2020-21 & 2021-22.

The relevant form MBP -1 was also not filed by the directors. A show cause notice was issued to the directors but no response was received .

## PENALTY IMPOSED (Small company)

On all 5 directors for FY 20-21	50,000 on each director
On all directors for the FY 21-22	50,000 on each director
<b>TOTAL</b>	<b>5,00,000</b>

### **SECTION 446B Lesser Penalty for One person company or small company**

if a penalty is payable for non-compliance of any of the provisions of this Act by a One Person Company, small company, start-up company, or Producer Company, or by any of its officers in default, or any other person in respect of such company, then such company, its officer in default or any other person, as the case may be, shall be liable to a penalty which shall not be more than one-half of the penalty specified in such provisions subject to a maximum of two lakh rupees in case of a company and one lakh rupees in case of an officer who is in default or any other person, as the case may be.

# ADJUDICATION IN THE CASE OF SOLITARE INVESTMENTS CO LIMITED

CIN: U24232RJ1989PLC005056

ROC MUMBAI

# SECTIONS INVOLVED

## **Section 149(1): Appointment of women director**

Proviso to the section states that the prescribed companies to have at least one women director on the board.

**Section 172 Penalty for non-compliance with the provisions of this chapter (Chapter XI Appointment and qualifications of directors)** where no specific penalty has been provided, the company and officer in default would be liable to a penalty of 50000 and in case of continuing default, further penalty of Rs 500 for each day subject to a maximum of 3,00,000 in case of company and 1,00,000 in case of officer in default.

## **Section 454 : Adjudication of penalties**

01

The company is listed on Bombay Stock Exchange since 1982

02

Show cause notice was issued to the company and its officers in default.

03

The company and its officers in default have not replied to the notice.

## FACTS OF THE CASE

<b>On the company</b>	<b>3,00,000</b>
On the officers in default	1,00,000 each
<b>Total</b>	<b>6,00,000</b>

## Analysis & Penalty Imposed

Rule 3(11) of the Companies(Adjudication of Penalties) Rules,2014 If any person fails to reply or neglects or refuses to appear before the adjudicating officer, the officer may pass an ex-parte order.

IN THE MATTER OF M/s AASVAS NIDHI LIMITED

CIN: U65929KL2016PLC047400

ROC ERNAKULUM

# SECTIONS INVOLVED



**Section 158 Obligation to indicate Directors Identification Number** while furnishing returns, information or particulars.



**Section 172 Penalty for non compliance with the provisions of this chapter** where no specific penalty has been provided, the company and officer in default would be liable to a penalty of 50,000 and in case of continuing default, further penalty of Rs 500 for each day subject to a maximum of 3,00,000 in case of company and 1,00,000 in case of officer in default.



The ministry rejected the form NDH 4 filed by the Company as the DIN was not mentioned in the Financial statements attached with Form AOC-4 for 31/03/2017,2018,2019 31/3/2020 leading to violation of section 158



The company filed GNL 1 requesting for suo moto adjudication of non compliance



A notice of hearing was issued which no one attended. However, on request of company another hearing date was fixed wherein the representatives requested for minimum penalty.

## FACTS OF THE CASE

On company	2,00,000 (for all the 4 years) 50,000 per year
On Directors including a former director	2,00,000 each (for all the 4 years) 50,000 per year
Total	8,00,000

## PENALTY IMPOSED

# ADJUDICATION IN THE MATTER OF AKHANI TECHNOLOGIES PRIVATE LIMITED

ROC KANPUR

# SECTIONS INVOLVED

## **Section 12 Registered Office of the company**

Section 12(8): If any default is made in complying with the provisions of this section, the company and every officer in default shall be liable to a penalty of 1,000rs per day subject to a maximum of 1,00,000 rupees.

## **Section 454 Adjudication of penalties**

## **Section 206 Power to call for information, inspect books and conduct inquiries**

## **Section 446B Lesser Penalty for One person company or small company**

# FACTS OF THE CASE

MCA directed ROC to conduct inquiry against the company.

The Inquiry officer sought information and documents by the company Via letter but the same was returned back undelivered with the postal remark “Left” which shows that the company has not been maintaining a registered office.

A SCN was issued to the company and the directors for non maintenance of registered office, for which no reply was received.

Accordingly, Inquiry officer reported the said non-compliance and RD vide letter accorded penal action for the non compliance.

# PENALTY IMPOSED (Small Company)

Days of default: 650 days

On the company	50,000
On the directors	50,000 on each
Total	1,50,000

ADJUDICATION IN THE MATTER OF M/s GALAXEYE  
SPACE SOLUTIONS PRIVATE LIMITED

CIN: U30304TN2021PTC143654

ROC CHENNAI

# SECTION INVOLVED

**Section 42 Offer or invitation for subscription of securities on private placement basis**

**Section 454 Adjudication of Penalties**

**Section 446B Lesser Penalty for One person company or small company**



# FACTS OF THE CASE

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The company and directors have filed a suo moto application GNL-1 for violation of Section 42 of the Companies Act, 2013.

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The applicants submitted that the Extra Ordinary General Meeting approved the offer for issuance of 144 Pre-Series A Convertible Cumulative Preference Shares (CCPS) on Private Placement to M/s. Seraphim Space Enterprise, United Kingdom.

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However, the applicant did not open a separate bank account for the private placement funds and operated the existing bank account which was used for the business operation to complete the allotment.

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Further, the funds were utilized before filing e-form PAS-3 with the ROC.

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<b>On the company</b>	<b>2,00,000</b>
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On the Directors	1,00,000 each
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Total	5,00,000
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## PENALTY IMPOSED (Small company)

Penalty: Amount raised through the private placement (1,05,58,656) or two crore rupees, whichever is lower.

Max penalty being a small company is 200000 in case of company and 100000 in case of Officer In Default.

# ADJUDICATION IN THE MATTER OF XING MAX PVT LTD

CIN: U74999MH2019PTC322741

ROC MUMBAI

# SECTION INVOLVED

**Section 137 Copy of financial statements to be filed with Registrar**

**Section 454 Adjudication of Penalties**

# FACTS OF THE CASE



An inquiry was conducted under section 206(4) as per the directions of DGCOA.



During the inquiry it was found that the company was in contravention of Section 137 of the companies Act for the FY 2020-21.



Subsequently a SCN was issued to company, but it was returned to the office stating “Refused”



And the SCN sent to the Director was was also returned with the remark “Door locked”

# PENALTY IMPOSED

	First default	Total Penalty	Maximum Penalty
On company	10,000	$10,000 + (681 \times 100) = 78,100$ Subject to maximum 2,00,000	78,100
On 3 Directors	10,000	$10,000 + (681 \times 100)$ Subject to maximum 50,000	50,000 each

THANK YOU!

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