

25.

**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

C.P. No. 55/441/NCLT/AHM/2017

Coram:

**Present: Hon'ble Mr. BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD
BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 30.05.2017**

Name of the Company: MB Power (Madhya Pradesh) Ltd. & Ors.

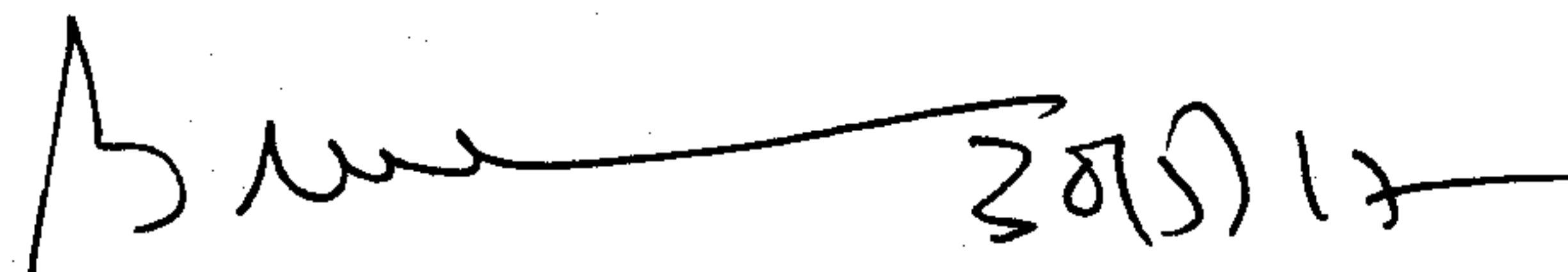
Section of the Companies Act: Section 441 of the Companies Act, 2013

<u>S.NO.</u>	<u>NAME (CAPITAL LETTERS)</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
1.	Ms. Poonam Mathur for Singhi & Co.	Advocate	Petitioner	Poonam
2.				

ORDER

Learned Advocate Ms. Poonam Mathur present for Petitioner.

Order pronounced in open Court. Vide separate sheet.


**BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

Dated this the 30th day of May, 2017.

**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

C.P. No.55/441/NCLT/MP/2017

CORAM: BIKKI RAVEENDRA BABU, MEMBER JUDICIAL

(Date: 30th day of May, 2017)

In the matter of: -

1. M/s. MB Power (Madhya Pradesh) Limited,
A company incorporated under Companies
Act, 1956 and having its registered office at:
Laharpur, Jaithari, Anuppur,
Madhya Pradesh - 484330.
2. Mr. Ratul Puri,
Promoter Director.
3. Mr. Rajinder Kumar Anand,
Director & Manager.
4. Mr. Nidhi Kumar Narang,
Chief Financial Officer.
5. Mr. Sushil Kumar Agarwal,
Chief Financial Officer.
6. Mr. Vikas Srivastava,
Company Secretary. ... Petitioners

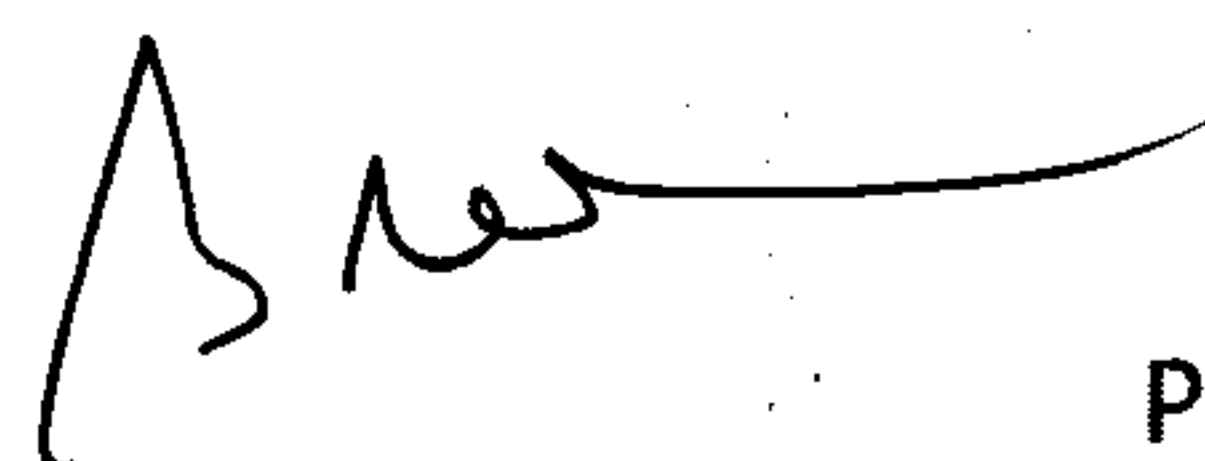
Appearance: -

Mr. Sandeep Singhi with Mr. Poonam Mathur, Advocates for M/s Singhi & Co.,
Advocates for the Petitioners.

FINAL ORDER

(Date:30.05.2017)

1. M/s MB Power (Madhya Pradesh) Limited and its Directors,
Chief Financial Officers and Company Secretary have filed an
application before the Registrar of Companies admitting violation of
proviso to Section 149(1) of the Companies Act, 2013.
2. The Registrar of Companies, by his report dated 17th March,
2017, forwarded the said application to this Tribunal on 22nd March,
2017. This Tribunal registered the same as C.P. No.55 of 2017.
3. The second proviso to Section 149(1) of the Companies Act,
2013 says that the companies that are classified by the Government
shall have at least one woman director.



4. Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014 says that every listed company, every other public company having paid up share capital of 100 crore rupees or more or turnover of 300 crore rupees or more shall appoint at least one woman director within a period of six months from the date of incorporation. In this case, the paid up share capital of petitioner No.1-company, as on date, is Rs.451,54,78,000/-. Therefore, the petitioner-company must have at least one woman director on its Board of Directors. The petitioner-company has not complied with the proviso to Section 149(1) even during the cooling period. The petitioner-company, its Directors and Officers admitted the violation and filed compounding application. The Registrar of Companies in his report stated that a criminal prosecution has been launched against the petitioners, its directors and officers in Chief Judicial Magistrate, Gwalior, being Case No.11155 of 2015, and it is pending before the learned Magistrate. The petitioners have also stated the same in their petition. The Registrar of Companies also stated that no similar offence has been compounded during the last three years.

5. No punishment is provided under Section 149 for violation of the provisions of Section 149 of the Companies Act, 2013. Therefore, it has become necessary to fall back upon Section 172 of the Act. Section 172 of the Act says that if a company contravenes any of the provisions of Chapter XI of the Companies Act, for which no specific punishment is provided therein, the company and every officer of the company who is in default shall be punishable with fine which shall not be less than fifty thousand rupees but which may extend to five lakh rupees.

6. Perused the petition filed by the petitioners. No reasons are given in the petition for not appointing the woman director at least within the cooling period.

7. Considering the paid up share capital of the company, this Tribunal is of the considered view that the violation of proviso to

Section 149(1) of the Companies Act, 2013 committed by the company and its officers, i.e. petitioners 2 to 6, can be compounded by directing the petitioners herein to pay an amount of Rs.1 lakh each.

8. Hence, the violation of Section 149(1) of the Act committed by the petitioners is compounded on payment of Rs.1,00,000/- by each of the petitioners by way of Demand Draft drawn on any nationalised bank in favour of Pay and Accounts Office, Ministry of Corporate Affairs, Mumbai within three weeks from the date of this order and to file the original Demand Draft before the Registry of this Tribunal on or before 21st June, 2017.

9. In case the petitioners fail to pay the amount as ordered above, the Registrar of Companies, Gujarat, Ahmedabad shall take appropriate action, including continuation of prosecution of the petitioners, as per applicable law under intimation to this Tribunal forthwith.

10. The petition is disposed of accordingly. Send a copy of this order to the petitioners for compliance and the Registrar of Companies. For reporting compliance of the order by the petitioners, list the matter on 4th July, 2017.


BIKKI RAVEENDRA BABU
MEMBER JUDICIAL

Pronounced by me in open court on
This 30th day of May, 2017.

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