

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH  
COMPANY APPLICATION NO. 216/621A/CLB/MB/2012

PRESENT: B. S. V. PRAKASH KUMAR, MEMBER (JUDICIAL)

In the matter of Section 621A of the Companies Act, 1956 read with Section 441 of the Companies Act, 2013.

And

In the matter of **M/s. Repro India Ltd.**, having its Registered Office at 11<sup>th</sup> Floor, Sun Paradise Business Plaza, B-wing, Senapati Bapat Marg, Lower Parel, Mumbai – 400013.

**PRESENT FOR THE APPLICANT: -**

Kumudini Paranjape – Practicing Company Secretary

**Date of Hearing:** 18.05.2016

**ORDER**

**Applicants in Default: -**

- 1) Mr. Sanjeev Arora – Managing Director
- 2) Mr. Vinod Vora – Director

**Section Violated; -**

Section 224 (8) of the Companies Act, 1956.

**1. Nature of Violation: -**

- 1) As per the submission made in the report of the RoC, Mumbai and as per the submissions made in the Compounding Application, it is observed that, on perusal of the Directors' reports for the years 2008-2009, 2009-2010, 2010-2011 shows that they have been signed by the Managing Director Sanjeev Vohra on behalf of the Board of Directors. On examination of the Minutes of the Board meeting held on 18.05.2009, 06.05.2010 and 24.05.2011 it is seen that the Board of Directors authorised Sri Sanjay Vohra – Managing Director to sign the respective Directors'

even though the Company has a regular Chairman and Whole Time Director i.e. Shri Vinod Vohra during the relevant period and the Chairman had also chaired the above three Board Meetings wherein respective Directors reports were approved. This results in violation of S. 217 (4) of the Companies Act, 1956. The Registrar of Companies, Mumbai forwarded the compounding application vide his letter No. ROC/STA/621A/CLB/71431/460 dated 29<sup>th</sup> Jan. 2014 and the same has been treated as Company Application No. 216/621A/CLB/MB/2012.

2. The undersigned, then the Presiding Officer of the erstwhile Company Law Board had gone through the application and the report submitted by the Registrar of Companies, Mumbai and also the submissions made by the authorised representative of the Company at the time of hearing and noted that application for compounding of offence committed under S. 217 (4) of the Companies Act, 1956, merited consideration.
3. Accordingly, the offence committed under the said section and explained above has been ordered on 18.05.2016 to be compounded against the Company on payment of ₹ 30,000/- by each defaulter.
4. Subsequently, vide Notification No. A-45011/14/2016-Ad. IV dated 01.06.2016, issued by the Ministry of Corporate Affairs, New Delhi, the Central Government has constituted the National Company Law Tribunal and dissolved the erstwhile Company Law Board w.e.f. 01.06.2016.
5. The applicants above named have remitted the total compounding fees of ₹ 60,000/- through two Demand Drafts drawn on State Bank of Travancore bearing nos. 723234 and 723233 of ₹ 30,000/- each with the newly constituted office of the National Company Law Tribunal, Mumbai Bench i.e. after dissolution of the Company Law Board.
6. Having regard to the facts and circumstances of the case, the offence committed under S. 217 (4) of the Companies Act, 1956 by the Managing Director and Chairman of the Company, is hereby compounded.
7. Therefore, Registrar of Companies, Mumbai is hereby directed to take further action as provided under S. 621 A (3) (c) (d) of the Companies Act, 1956.

Ordered Accordingly,

Dated this May, 6 2017

Sd/-  
**B. S. V. PRAKASH KUMAR**  
Member (Judicial)