

**IN THE NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH, HYDERABAD**

CA NO. 218/252/HDB/2017

U/s 252 of the Companies Act, 2013
Under Rule 87A NCLT Rules, 2016

In the matter of:

Virtumobile Technologies Private Limited
(Represented by Director, Mrs. Radhika Kanakapalli)
Registered office at Flat 401, 4th Floor, Doyen Chambers,
9-3-319/11, Yellareddyguda,
Hyderabad 500078, Telangana.

...Appellant

Versus

Registrar of Companies, Hyderabad,
For Andhra Pradesh and Telangana
2nd Floor, Corporate Bhawan, GSI Post
Nagole, Bandlaguda,
Hyderabad – 500068.

...Respondent

Orders Pronounced on: 01.03.2018

CORAM:

Hon'ble Shri Rajeswara Rao Vittanala, Member (Judicial)
Hon'ble Shri Ravikumar Duraisamy, Member (Technical)

Parties / Counsel present

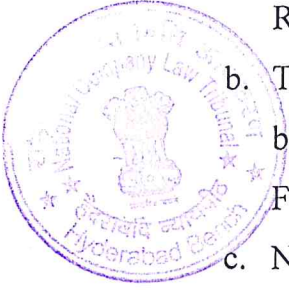
For the Appellant : Mr. Tapasvilal Deora, PCS
For the Respondent : None



Per: Ravikumar Duraisamy, Member (Technical)

ORDER

1. The Present Company Application bearing CA. No. 218/252/HDB/2017, is filed by Virtumobile Technologies Private Limited under section 252 (1) of the Companies Act, 2013, R/w Rule 87A of NCLT Rules, 2016 by inter-alia, seeking the following reliefs:
 - a. That an opportunity be given to the Company and its members to restore the name of the company which was struck off by the Registrar of Companies and to carry on the business.
 - b. The Registrar of Companies, Andhra Pradesh and Telangana be directed to restore the name of the Company and to issue a Fresh Certificate of Incorporation in this regard.
 - c. Not to impose any penalty on the Applicant considering suo motu admission by the Applicant thereby encouraging women entrepreneurs and also considering the financial position of the Company.
 - d. To pass an order for removal of disqualification attracted under Section 164(2) of the Company Act, 2013 for Mrs. Ratna Kumari Kanakapalli and Mrs. Radhika Kanakapalli, Directors of the Company and accordingly active their DIN to enable filing of statutory returns.



Brief facts of the case:

2. The Appellant Company was incorporated on 23.09.2003 .The Authorized share capital of the Company is Rs.1,00,000/- (Rupees One Lakh only) divided into 10,000/- (Ten Thousand) Equity Shares of Rs.10/- each. The current Issued, Subscribed and Paid Up capital of the company is Rs.1,00,000/- (Rupees One Lakh only) divided into 10,000/- (Ten Thousand) Equity Shares of Rs.10/- each.

3. The main objects for which the company was incorporated, as given in the Memorandum of Association are as under:

The Company is primarily engaged in the business of software development, mobile applications, dubbing of movies in different languages, etc.

4. It is submitted by the Appellant Company that the Company was regular in filing its financial statements and annual returns with the Registrar of Companies till March 31, 2011. The Company has further been regular in preparation of its financial statements. It is also submitted that Company has duly held and conducted all its Annual General Meetings from time to time as per the provisions of the Companies Act, 2013. Similarly the Board of the Company has also been meeting from time to time for various purposes of the Company.

5. It is submitted by the Appellant Company that the Company is in the business of software development and creating mobile applications. The Company already has the required set up and well-built infrastructure and further is in the process of reviving itself by bringing in more business into the Company. Financial Year 2016-2017 has been a good year for the Company, the Company has increased its turnover by over 300% from the year Financial Year 2015- 2016.

6. In April, 2017, the Company has entered into a “Digital Content Partner Agreement” with “Andhra Pradesh State Fibernet Limited” for a term of three Years on a non-exclusive basis for distribution of its content and the Company has also entered into various other commercial agreements with other parties.

7. However, due to lack of professional guidance, the Company had inadvertently failed to file its Annual Financial Statements and



Annual Returns from Financial Year 2011-2012 on account of which the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad has struck off the name of the Company from its Register of Companies vide its Notice No. ROC (H)/248(5)/STK-7/ 2017 dated July 21, 2017.

8. It is submitted by the Appellant Company that the Company upon restoration of its name on the Register of the Companies, maintained by the ROC, Andhra Pradesh and Telangana, will immediately file all the statutory documents and returns for the outstanding period along with the prescribed additional fees in accordance with the law.
9. The Appellant Company passed Board Resolution dated 14.08.2017 to make an application for restoration of name before Hon'ble National Company Law Tribunal (NCLT).
10. The case was posted on various dates such as 05.10.2017, 18.10.2017, 09.11.2017, 30.12.2017 and 01.01.2018 and the Learned Counsel Mr. Tapasvilal Deora, (PCS) was heard for the Appellant Company .
11. The ROC vide its letter No: ROCH/LEGAL/SEC252/041744- /VTPL/STACK/2017/2342 dated 12.12.2017 has filed its Report reiterating the averments made in the Application and submitted that the Company was marked strike off in MCA portal and STK-7 notice was also published in the Official Gazette on 19.08.2017. ROC also submitted that the Appellant Company shall be directed to file all pending returns, namely Annual Returns/ Balance Sheet with fees/ additional fees as prescribed under the provisions of the Companies Act, 2013.
12. The Appellant Company submitted an affidavit on 27.12.2017 stating that it will comply all statutory compliances of the



Companies Act, 2013, and the other laws applicable to the Company in future.

13. The Appellant Company has filed an Affidavit dated 01.12.2017, stating that the Company has not deposited any Specified Bank Notes during the period November 08, 2016 to December 31, 2016 in any Bank Account of the Company.
14. The Bench observed that the revenue of the Appellant Company for the Financial Years ending on 31.03.2016 and 31.03.2017 are Rs.6,01,978/-, Rs. 19,31,748/- respectively.
15. After hearing Learned Counsel for Appellant Company on 01.01.2017 and carefully perusing all the material documents, submissions, ROC Report and the fact that the Company is in operation and has been generating revenue from operations as stated supra.
16. In view of the above submissions and undertaking given by the Appellant Company, we are of the considered view that it would be just and proper to order restoration of the name of the Appellant Company in the Register of Registrar of Companies. Accordingly CA No. 218/252/HDB/2017 is allowed subject to:
 - a. Filing of all the pending returns namely Annual Return and Balance Sheet within 4 weeks from date of receipt of copy of this Order.
 - b. Completion of all formalities including payment of late fee or any other charges which can be levied by the Registrar of Companies for late deposit of statutory documents.
 - c. Payment of costs of Rs. 50,000/- (Fifty Thousand) through online payment in www.mca.gov.in under miscellaneous fee by mentioning particular as "Payment of Cost for revival of Company pursuant to orders of Hon'ble NCLT in CA. No.



218/252/HDB/2017” within 2 weeks from the date of receipt of copy of this Order.

- d. The Appellant Company to submit a copy of this order to ROC within two weeks from date of receipt of copy of this order.
- e. The name of the Appellant Company, shall stand restored to the Register of Registrar of Companies as if the name of the Company had not been struck off in accordance with Section 252 of the Companies Act, 2013.
- f. Liberty is granted to the ROC to proceed with penal action against the Appellant Company, if so advised, on account of the Appellant’s alleged defaults in compliance with any other provisions of the Companies Act, 2013.



Sd/-
RAVIKUMAR DURAISAMY
MEMBER (TECHNICAL)

Sd/-
RAJESWARA RAO VITTANALA
MEMBER (JUDICIAL)

for *G. Anantha Kumar*
Dy. Regr./Asst. Regr./Court Officer
National Company Law Tribunal, Hyderabad Bench

प्रमाणित प्रति
CERTIFIED TRUE COPY
केस संख्या
CASE NUMBER. *CA No. 218/252/HDB/2017*
निर्णय का तारीख
DATE OF JUDGEMENT... *1.3.2018*
प्रति तैयार किया गया तारीख
COPY MADE READY ON... *5-3-2018*