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NATIONAL COMPANY LAW TRIBUNAL  
HYDERABAD BENCH

PRESENT: HON'BLE SHRI RATAKONDA MURALI- MEMBER JUDICIAL

ATTENDANCE-CUM-ORDER SHEET OF THE HEARING HELD ON 12.09.2018 AT 10.30 AM

TRANSFER PETITION NO.	
COMPANY PETITION/APPLICATION NO.	CA No.859/252/HDB/2018
NAME OF THE COMPANY	Lemon Technologies Pvt Ltd
NAME OF THE PETITIONER(S)	Lakku Sudhakar Reddy
NAME OF THE RESPONDENT(S)	Registrar of Companies Hyderabad
UNDER SECTION	252

Counsel for Petitioner(s):

Name of the Counsel(s)	Designation	E-mail & Telephone No.	Signature

Counsel for Respondent(s):

Name of the Counsel(s)	Designation	E-mail & Telephone No.	Signature
T. Sujan Kumar Reddy	Advocate	9160001435	TSay

**ORDER**

Orders pronounced vide separate orders.

  
Member (J)

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

CA NO. 859/252/HDB/2018  
U/s 252 of the Companies Act, 2013

**In the Matter Lemon Technologies Private Limited**

Mr.Lakku Sudhakar Reddy,  
Former Director and Shareholder of M/s Lemon Technologies  
Private Limited,  
R/o. HNo. 15-31-VII,  
L-218, LIG flats, KPHB Colony,  
KPHB VII Phase,  
Hyderabad 500 072

...Applicant

**VERSUS**

The Registrar of Companies, Andhra Pradesh &  
Telangana, 2<sup>nd</sup> Floor, Corporate Bhavan  
Bandlaguda, Nagole, Hyderabad- 500068

...Respondent

Date of order: 12.09.2018

**Coram:**

Hon'ble Shri Ratakonda Murali, Member (Judicial)

**Parties / Counsels Present:**

For the Applicant: Ms. M.S.Mano Ranjani, Counsel.

For the Respondent: Shri T. Sujan Kumar Reddy, CGSC along  
with Ms. Sindhura, Advocate

Per: Hon'ble Shri Ratakonda Murali, Member (Judicial)

Heard on: 24.08.2018 and 11.09.2018.

**ORDER**

1. The Applicant Mr.Lakku Sudhakar Reddy, Shareholder and Director of M/s **Lemon Technologies Private Limited** has filed present Application under Section 252 of the Companies Act, 2013, with a prayer for issuance of directions to the Registrar of Companies, Hyderabad to restore the name of the

Company in the Register of Companies and to pass such order as deemed fit in the circumstances of the case.

2. The averments made in the Company Application are briefly described hereunder:-
  - a. The Company was incorporated under the Companies Act, 1956 on 06<sup>th</sup> February, 2002 as a private Limited Company with Registrar of Companies, Andhra Pradesh and Telangana. The Registered Office of the Company is situated at H No. 11-5-293/2, Plot No 1-A2, HP Road, Moosapet, Hyderabad, Telangana 500 018, India.
  - b. The main objects of the company are to carry on the business of marketers, dealers, distributors, agents' exporters, importers, marketing and technical services in all kinds of telecom product, computer hardware, computer peripherals, electrical, electronic, technical and engineering products.
  - c. The Authorised, Issued, Subscribed and paid up 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/- (Rupees Ten only) each. The issued and subscribed paid up capital is Rs.1, 00,000/- (Rupees One Lakh only) divided into 10,000 (Ten Thousand) Equity Shares of Rs.10/- (Rupees Ten only) each.
  - d. It is averred in the application that the Registrar of Companies, Andhra Pradesh and Telangana at Hyderabad, Vide Notice No. ROC(H)/248(5)/STK-7/2017, Dt: 21.07.2017, read with grounds as mentioned in Public Notice No. ROC/HYDERABAD/STK-1/Revised, DT: 05.05.2017, with reference to Letter of ROC in Form STK-1, has struck-off the Applicant Company, from the Register of Companies. The Notices DT: 05.05.2017 and 21.07.2017 were placed in the MCA portal.

- e. The Applicant avers that the company did not file its Annual Accounts and the Annual Returns with the Registrar of Companies for the last three financial years i.e. 2014-15, 2015-16, 2016-17. The applicant avers that the Company has commenced its business operations and it is carrying on the aforesaid business since incorporation till date and that it has no intension to close its business activities and operations anytime in the near future.
- f. The Applicant avers that the revenue generated by the Company in the last three immediately preceding financial years is for 2014-2015 it is Nil, for the year 2015-2016 is Rs. 10,000/- (Ten thousand only) and for the year 2016-2017 is Rs. 13,57,100/ -(Thirteen lakhs fifty-seven thousand and one hundred only) respectively.
- g. The Applicant Company avers that it not involved for routing the black money, whether directly or indirectly during the demonetization period i.e, from November 8, 2016 to December 31, 2016.
- h. The applicant avers that in the event of revival of the company and restoration of the name of the company in the Register maintained by the respondent, it would be serving public interest as in view of the fact that there are 2 employees and few daily labour engaged with the Company who are the bread winners to their respective families.
- i. It is averred that, unless the present application is allowed and the name of the company is restored on the Register of Companies maintained by the Respondent, the Applicant as well as the Company, its shareholders and directors shall suffer irreparable loss and hardship and will be highly prejudiced.
- j. It is further averred that the Applicant has enclosed the following documents giving justification / substantiating that the Company has been operational as under:-
- (1) Certificate of incorporation.



(2) Copy of Memorandum and Articles of Association of the Company.

(3) Demonetisation period affidavit has been filed.

k. The Learned counsel for the Applicant has stated that the Company has filed its Application within the limits laid down under Section 252 of the Companies Act, 2013.

3. The Registrar of Companies Hyderabad/Respondent herein denied all the averments made in the Application except those which are specifically admitted herein and submitted his report vide memo No. ROCH/ LEGAL/ SEC252/ 038455/ LTPL/ JTAMNR/2018/ 3316 dated 10.09.2018 stating as follows:-

- a. The Company did not file the annual accounts and annual returns for more than 2 years and hence the company was identified for strike off u/s 248(1) and STK-1 notice was issued to the company and its directors and STK-5 notice dated 05.05.2017 was issued and published in the Gazette and a paper publication was issued informing all the stake holders about STK-5 notice published in MCA website, STK 5-A was also published in Andhra Jyothi in Telugu language and New Indian Express newspaper in English language on 15.05.2017 calling for objections from all stake holders. As there was no objections received in respect of the Applicant Company, it was marked strike off in MCA Portal and STK-7 notice also published in the Gazette on 19.08.2017.
- b. The Respondent/RoC states that it has no objection if the Tribunal considers the present Application for restoration of the name of the Company back to the Register of Companies U/s 252 of the Companies Act, 2016 subject to such conditions as specified therein.
- c. Respondent/RoC further states that the Tribunal may direct the Applicant Company to ensure statutory compliance under

applicable provisions of the Companies Act, 2013 without any delay in future.

- d. Respondent/RoC further states that the Applicant Company may be directed to file INC-28 along with a certified copy of the order of the Tribunal with the RoC within 30 days from the date of order.
- e. Respondent/RoC has also urged this Tribunal to direct the Application Company to file a declaration from the Directors of the Company regarding deposit of cash in banks during the demonetization period.
- f. Respondent/RoC further stated that this Tribunal may award cost of the proceedings in favour of RoC and direct the Applicant Company to pay the cost through online payment in [www.mca.gov.in](http://www.mca.gov.in) .
- g. Section 252 (3) stipulates that

***“Section 252(3): If a Company, or any member or creditor or workman thereof feels aggrieved by the company having its name struck off from the register of companies, the Tribunal on an application made by the company, member, creditor or workman before the expiry of twenty years from the publication in the Official Gazette of the notice under sub-section(5) of section 248 may, if satisfied that the company was, at the time of its name being struck off, carrying on business or in operation or otherwise it is just that the name of the company be restored to the register of companies, order the name of the company to be restored to the register of companies, and the Tribunal may, by the order, give such other directions and make such provisions as deemed just for placing the company and all other persons in the same position as nearly as may be as if the name of the company had not been struck off from the register of companies.”***

4. I have heard the Learned Counsel for the Applicant, who contended that, the Company is doing its business on a going concern basis. Further Learned counsel stated that due to lack of advisory services of professionals, Company could not file the statutory returns on time. Counsel further contended that, the

Company will file necessary financial statements and Annual Returns soon after restoration of the name of the Company with the Registrar of Companies, Hyderabad and prayed the Tribunal to revive this Company.

5. Further, I have seen the latest Balance sheet as on 31<sup>st</sup> March 2017 of the Applicant Company. The Applicant Company is having current Assets worth at Rs. 3,15,337/- and having the income at Rs. 13,57,100/- for the financial year 2017.
6. After hearing the counsel for the Applicant and after perusal of material documents on record, the report of the RoC, Hyderabad and after going through the provisions of Section 252 (3) of the Companies Act, 2013, this Tribunal is of the view that the Company was in existence and it is a going concern and name of Company to be restored in the Register of Companies as maintained by RoC.
7. By exercising the powers conferred on this Tribunal under Section 252 of the Companies Act, 2013, and Rule 87-A of NCLT (Amendment) rules 2017, R/w NCLT Rules, 2016, the Company application bearing CA No. 859/252/HDB/2018 is disposed of with the following directions:
  - 1) The Registrar of Companies, the respondent herein, is ordered to restore the original status of the Applicant Company as if the name of the company has not been struck off from the Register of Companies and take all consequential actions like change of company's status from 'strike off' to Active (for e-filing), to restore and activate the DINs if applicable, to intimate the bankers about restoration of the name of the company so as to defreeze its accounts.
  - 2) The Applicant company is directed to file all the statutory document(s) along with prescribed fees/ additional fee/fine as decided by RoC within 30 days from the date on which its name is restored on the Register of companies by the ROC;

- 3) The Company's representative, who has filed the Company application is directed to personally ensure compliance of this order.
- 4) The restoration of the Company's name is also subject to the payment of cost of Rs 15,000/- (Rupees Fifteen thousand only) through online payment in [www.mca.gov.in](http://www.mca.gov.in) under miscellaneous fee by mentioning particulars as "payment of cost for revival of company pursuant to orders of Hon'ble NCLT in CA No.859/252/HDB/2018".
- 5) The applicant is permitted to deliver a certified copy of this order with ROC within thirty days of the receipt of this order.
- 6) On such delivery and after duly complying with above directions, the Registrar of Companies, Hyderabad is directed to, on his office name and seal, publish the order in the official Gazette;
- 7) This order is confined to the violations, which ultimately led to the impugned action of striking of the Company, and it will not come in the way of ROC to take appropriate action(s) in accordance with law, for any other violations /offences, if any, committed by the applicant company prior or during the striking off of the company.

  
12.9.18  
**RATAKONDA MURALI**  
**MEMBER (JUDICIAL)**