

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH, COURT - II**

CA 1051/2020

IN

CP NO. 3798/2019

Under section 66 of the Companies Act, 2013

In the matter of

The Companies Act, 2013 including any
statutory modification or re-enactments thereof
for the time being in force and including the
Rules thereunder

AND

In the matter of

Petition for reduction of Share Capital of
Venkateshwara Gaikwad Real Estates Private
(CIN No. U70200MH1995PTC088392,
...Petitioner Company

Order delivered on:- 17.03.2021

Coram:

Hon'ble Member (Judicial) : H.P. Chaturvedi

Hon'ble Member (Technical) : Mr. Ravikumar Duraisamy

Appearances:-

For the Petitioner : Mr. Ajit Singh Tawar i/b Ajit
Singh Tawar & Co., Advocates

Per: H.P.Chaturvedi, Member (Judicial)

Order

1. The Court is convened through video conference.

2. The Learned Counsel for the Petitioner Company submits that the Petitioner Company is not carrying any business operation since the financial year 2014-15. The Petitioner Company has completed all its projects and do not have any new and ongoing projects. The Petitioner Company is presently not carrying any business activity. The Petitioner Company has to recover Value Added Tax, Service Tax and Maintenance Charges from various shop and office owners, for which the Petitioner Company has already initiated the legal action. The Petitioner intends to continue its legal status until the same is recovered. The Learned Counsel for the Petitioner Company further submits that the based on review carried out after finalization of the accounts for the financial year ended March 31, 2019, the Board of Directors of the Petitioner Company is of the opinion that the surplus cash and other factor, the financial status of the Petitioner Company is sound and that the paid-up capital of the Petitioner Company is in excess of its requirement.

3. The Learned Counsel for the Petitioner Company submits that this Petition is for confirmation of a special resolution passed by the Petitioner Company for reduction of its issued, subscribed and paid up equity share capital from Rs.30,00,000/- (Rupees Thirty Lakhs only) divided into 3,00,000 (Three Lakhs) equity shares of Rs.10/- (Rupees Ten only) each to Rs.90,000 (Rupees Ninety Thousand only) divided into 9,000 (Nine Thousand) equity shares of Rs.10/- (Rupees Ten only) each. The said special resolution was unanimously approved by the shareholders of the Petitioner Company in the Extra-ordinary General Meeting held on October 15, 2019.
4. The Learned Counsel for the Petitioner Company submits that pursuant to the reduction of shares, the shareholders of the Petitioner Company shall be paid Rs.10/- (Rupees Ten only) per equity share cancelled.
5. The Learned Counsel for the Petitioner Company submits that there are no secured or unsecured creditors in the Petitioner Company.
6. Within 7 (Seven) days from the receipt of certified copy of the order, the Petitioner Company is directed to serve notices along with copy of Petition upon:- (i) to the Registrar of Companies

(ROC), Pune and (ii) to the Regional Director, Western Region, Mumbai with a direction that they may submit their representations to the Tribunal, if any, within a period of three months from the date of receipt of such notice and a copy of such representations shall simultaneously be served upon the Petitioner Company, failing which, it shall be presumed that the authorities have no representations to make on the proposed Capital Reduction.

7. The Petitioner Company is directed to publish notice of the date of hearing of Petition in Form RSC-4 in two local newspapers viz. “Financial Express” in English language and translation thereof in “Loksatta” in Marathi language, both having circulation in State of Maharashtra not later than 7 days from the date of receipt of certified copy of the order. Considering the lockdown prevailing due to COVID-19 pandemic, the Petitioner Company will have option to publish notices online in the respective e-newspaper editions.
8. The Petitioner Company is to file affidavit to the Tribunal not later than 7 days from the date of issuance of such notices as stated in paragraphs 8 above and publication of notices in newspaper.
9. Petition is admitted for hearing.

10. List the matter on 30.06.2021.

Sd/-

RAVIKUMAR DURAISAMY
MEMBER (Technical)

Sd/-

H. P. CHATURVEDI
MEMBER (Judicial)