

**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

Co. Appeal No. 347/252/NCLT/AHM/2018

Coram: **Hon'ble Mr. HARIHAR PRAKASH CHATURVEDI, MEMBER JUDICIAL**
Hon'ble Ms. MANORAMA KUMARI, MEMBER JUDICIAL

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD BENCH
OF THE NATIONAL COMPANY LAW TRIBUNAL ON 31.08.2018**

Name of the Company: Narendrabhai Vasoya
(Walls Realities Pvt Ltd.)
V/s.
Registrar of Companies, Gujarat.

Section of the Companies Act: Section 252 (3) of the Companies Act, 2013

<u>S.NO.</u>	<u>NAME (CAPITAL LETTERS)</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
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ORDER

None present for the appellant as well as for ROC. *the* 

The Order is pronounced in the open court, vide separate sheet.


MANORAMA KUMARI
MEMBER JUDICIAL

Dated this the 31st day of August, 2018


HARIHAR PRAKASH CHATURVEDI
MEMBER JUDICIAL

**BEFORE NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH**

Co. Appeal No. 347/252(3)/NCLT/AHM/2018

In the matter of:

M/s. Walls Realities Private Limited

In the matter between:

1. Mr. Narendrabhai Vasoya
204, Radheshyam Apartment
Nr. Jayesh Educational,
Saijpur-Bogha
Naroda
AHMEDABAD 382 345 : Appellant

Versus

Registrar of Companies,
ROC Bhavan
Opp. Rupal Park
Nr. Ankur Bus Stand
Naranpura
Ahmedabad 380 013 Respondent

Order delivered on 31st August, 2018.

**Coram: Hon'ble Mr. Harihar Prakash Chaturvedi, Member (J)
Hon'ble Ms. Manorama Kumari, Member (J)**

Appearance:

PCS Mr. Ravindra Kumar Rawal is present for the appellant.

ORDER

(Per: Hon'ble Ms. Manorama Kumari, Member (Judicial))

1. By this Appeal, the Company namely, M/s. Walls Realities Private Limited, seeks for restoration of its name in the Register of the ROC. The Registrar of Companies, Ahmedabad, Gujarat ["ROC" for short] by its impugned order dated 21.06.2017 has struck off the name of the company. Being aggrieved with this

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action the appellant being director/shareholder of the company has prayed for the following relief: -

(i) direct the Registrar of Companies, Gujarat to restore the name of the company in the Register of Companies maintained in the office of the Registrar of Companies as its name had not been struck off from the rolls of the Register;

2. The facts of the present case as narrated in the present appeal, are described as under: -

That M/s. Walls Realities Private Limited was originally incorporated on 31.03.2010 with the Registrar of Companies, Gujarat. It is contended that the Registrar of the Companies vide its Notice dated 21.06.2017 (issued in Form No. STK-7) followed by a final notice issued under sub-section (5) of Section 248 of the Companies Act, 2013, has struck off the name of the Company from its register with effect from 21.06.2017, stating such ground that the Company has failed to file its statutory returns for the year ending 31.03.2011, 31.03.2012 and 31.03.2013 nor it applied within such period to the ROC for obtaining a status of dormant company under the provisions of the Companies Act.

3. On Notice being issued to and order of notice being served upon the ROC, has filed his Representation affidavit dated 24th August, 2018 by denying the allegations made and contentions of the appellant, it has justified its action by saying that the Company has failed to file its statutory returns viz., Balance Sheets and other returns with the ROC for the year ending

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31.03.2011, 31.03.2012 and 31.03.2013 and due to such lapses the name of the Company stood struck off.

4. Notwithstanding the above, the ROC, Ahmedabad in same representation has further contended that this court may pass an appropriate order for restoration of the name of the company subject to following conditions: -

- (i) ***The petitioner will file all the overdue statutory returns viz. Balance sheet and Annual Return for the years which have not been filed and also other event based documents, if any, with fees and additional fees as required under the Companies Act, 2013.***
- (ii) ***The publication of notice in two leading newspapers circulating in the district official and Gazette of Government of India, in regard to the restoration of the name of the company on the register maintained in the office of the respondent as per the draft approved by the respondent, at the cost of the petitioner.***
- (iii) ***The petitioner will ensure that the company will not make any default in filing of statutory returns in future as required under the Companies Act, 2013.***
- (iv) ***The Tribunal may please be direct the petitioner to pay cost as may deem fit and proper to the Registrar of Companies for restoring the name of the company under Section 252 (3) of the Act as the respondent had incurred expenditure on sending notices, publication of notices in newspaper and official gazette in respect of striking off companies.***
- (v) ***such other order as may be deemed fit and proper by this Tribunal under the circumstances of the case.***

5. The appellant has filed the present appeal under Section 252(3) of the Companies Act as being a Shareholder/Director of the deregistered company. Hence he is eligible to file the same seeking for restoration of the Company's name in the register of the ROC, Ahmedabad. Hence, the present Appeal is found maintainable. As the name of the Company M/s. Walls Realities Private Limited was struck off on 21st June, 2017 from the Register of Companies followed by a publication in the Gazette of India, while the present appeal is filed on 11th July, 2018. Hence it is filed well within limitation.



6. As per the material available on record, the main reason shown for striking off the name of the Company is that M/s. Walls Realities Private Limited failed to file statutory returns with the Registrar of Companies for the year financial years ending on 31.03.2011, 31.03.2012 and 31.03.2013.
7. A perusal of the contents of the present appeal and documents annexed therewith goes to show that the Company is a going concern and has been doing business. The Registered Office of the Company is situated at 204, Radheshyam Apartment, Nr. Jayesh Educational, Saijpur Bogha, Naroda, Ahmedabad 382 345, Gujarat State.
8. The appellant has submitted that the company was incorporated with an object to carry on the business of construction and developers of houses, bungalows, row houses, farm houses, resorts and to prepare and deal in materials necessary for building and to carry on business as building contractors etc.
9. The appellant has submitted in the memo of appeal that the company is active since incorporation and maintaining all the requisite documentation as per the provisions of the Companies Act, 2013. That company has also prepared its financial statements, got it audited and adopted it every year by the company in its AGM. That the filing to be done with ROC was given to consultant who had not done the ROC filings. That the

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company agrees to file pending documents such as financial statements and annual returns for all remaining financial years.

10. Representation is received from Income Tax Department stating inter alia that the Income Tax Department has no objection on restoration of the company subject to any matter/demand in relation to company for past period and for future raised by Income Tax Department, the company and its directors are liable to pay the same.
11. Considering all the aforesaid aspects, this Tribunal is of the considered view that it is just and equitable to restore the name of the Company M/s. Walls Realities Private Limited in the Register of Companies maintained by the ROC, Ahmedabad, Gujarat, and to remove the defects of disqualification, if any, as Directors, imposed under Section 164(2) of the Companies Act, 2013.
12. In view of the above, the instant Appeal is allowed in terms of its relief clause. Consequently, the Registrar of Companies, Ahmedabad, Gujarat is directed to restore the name of the Company in the Register of Companies but subject to the following conditions complied by the appellant: -
 - (i) The Appellant shall file all overdue statutory returns with fee and additional fee as required under the Companies Act; and other laws within stipulated period stated


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therein, or within 90 days from the receipt of an authentic copy of this order and after restoration of its name in the Register of ROC, Ahmedabad.

- (ii) The Appellant shall publish a Notice in leading newspapers circulating in the District as well as in the Official Gazette of the Government of India with regard to the restoration of the name of the Company in the Register of Companies maintained by the Office of the Registrar of Companies, as per the draft notice approved by the Registrar of Companies at the expenses of the Appellant;
- (iii) The Appellant shall also pay an amount of Rs. 25,000/- to the Central Government, Ministry of Corporate Affairs through Office of the ROC, Gujarat by way of Demand Draft drawn on Nationalised Bank towards the cost incurred by the Government in striking off the name of the Company, within 3 (three) weeks from the date of receipt of authentic copy of this order and shall file compliance.

13. Accordingly the appeal is allowed and stands disposed of.


Ms. Manorama Kumari,
Member (Judicial)


Harihar Prakash Chaturvedi,
Member (Judicial)