

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH**

CP No.: 574/252(3)/NCLT/MB/MAH/2017

Under section 252 of the Companies Act, 2013

In the matter of

M/s. Golden Sand Beach Hotel & Spa Pvt.  
Ltd.

.....Petitioner

v.

Registrar of Companies, Goa, Daman & Diu  
..... Respondent

Heard on : 06.12.2017

Order delivered on: 07.12.2017

**Coram :**

Hon'ble M. K. Shrawat, Member (J)

Hon'ble Bhaskara Pantula Mohan, Member (J)

**For the Petitioner :**

Prakash K. Pandya, Practising Company Secretary.

*Per: M. K. Shrawat, Member (J)*

**ORDER**

1. This present petition has been filed under Section 252 of the Companies Act, 2013 (hereinafter as **Act**) by "M/s. Golden Sand Beach Hotel & Spa Pvt. Ltd." (hereinafter as **Petitioner Company**) praying for restoring its name in the Register maintained by the Registrar of Companies, Goa, Daman & Diu (hereinafter as **RoC**).
2. This petition is filed before NCLT, Mumbai Bench on 18<sup>th</sup> October, 2017 under provisions of S. 252 of the Act. And thereafter listed hearing on 6<sup>th</sup> December, 2017.
3. The Petitioner Company was incorporated as M/s. Golden Sand Beach Hotel & Spa Pvt. Ltd. with the RoC, Goa, Daman & Diu on 2<sup>nd</sup> May, 2005 under Companies Act, 1956 as a non – governmental Company, Private Company limited by shares in Margao, Goa having CIN: U55101GA2005PTC004009.
4. The Petitioner Company is involved in activities such as to acquire, purchase, take over and undertake the whole or any part of the business, property and liability of any person carrying on any business that the company is authorised to carry on, or property suitable for the purpose of the object of the company. To apply for, purchase or otherwise, acquire any patent, patent right, copyright, trade mark, formulae, licence, lease or concession conferring an exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may directly or indirectly benefit the company; and to use,

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exercise, develop or grant licence in respect of or otherwise turn to account the property, rights or information so acquired, etc.

5. The name of the Petitioner Company was struck off from the Register on account of the reasons that, the Company had not filed its Financial Statements & Annual Returns in respect of financial Years ending 31<sup>st</sup> March, 2015 and 31<sup>st</sup> March, 2016, as, noticed in the Notice from the RoC i.e. STK – 5 dated 7<sup>th</sup> April, 2017.

**Submissions from the Petitioners:**

6. The Ld. Representative of the Petitioner Company submits that, the Company is running Company and has assets as well as corresponding liabilities including statutory dues. Further, the Company has not made any application for obtaining the status of Dormant Company under S. 455 of the Act. Further that, the Petitioner Company had never in the past, on its own, moved any application for Strike-off under S. 248 of the Companies Act, 2013.
7. The Petitioner Company has its Audited Balance Sheet as on 31<sup>st</sup> March, 2015 and 31<sup>st</sup> March, 2016.
8. The Company has also filed its Statutory returns in I.T. Department for the Financial Year 2014-15 and 2015-16. Copy of acknowledgement has also been placed on record.

**Submissions from the Respondent/RoC:**

9. The RoC in its report submitted that, the RoC has issued the notice in Form STK – 1 to the Petitioner Company on the ground that the Company is not carrying on any business or operation for a period of two immediately preceding financial years.
10. Thus the RoC came to conclusion that, as the Petitioner Company has not filed its financial statements and annual returns for the financial years 2014-15 and 2015-2016, therefore contravened the provisions of S. 92 and S. 137 of the Act. Hence, the name was struck off from the Register.
11. The RoC has taken decision as prescribed under law to remove the name of the Petitioner Company from the Register of the RoC. It is the Petitioner Company remained in the default.
12. However, it is further submitted that, the RoC have no objection to restore the name of the Petitioner Company, as the Petitioner Company is willing to comply with the provisions of the Act, subject to imposition of Cost.

**Findings**

13. Hence, upon considering the facts and circumstances of this present petition, this Bench is of the view that, it would be just and proper to order restoration of the name of the Petitioner Company in the Register of Companies maintained by the RoC.
14. Accordingly, this Petition is allowed. The restoration of the Petitioner Company's name to the Register of Companies maintained by the RoC Goa, Daman & Diu, is hereby ordered, with a direction that the Petitioner Company

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shall comply with the Provisions of the Act. And further it will be subject to payment of costs of Rs. 20,000/- (Rupees Twenty Thousand Only), to be paid by way of Demand Draft in favour of "Pay and Accounts Officer, Ministry of Corporate Affairs, Mumbai", within 7 days from the receipt of the duly certified copy of this Order, to this office. Consequentially thereupon the Bank Account/s if freezed shall get defreezed and to be operated by the Petitioner Company.

15. This Petition bearing No. 574/252/NCLT/MB/2017 is, therefore, disposed of on the terms directed above. The Learned RoC shall give effect of this Order only after perusal of the Compliance report of cost imposed. After restoration of the Company, within 15 days the Company shall file all the required documents with the RoC.

16. Ordered accordingly.

Sd/-

**BHASKARA PANTULA MOHAN**  
**MEMBER (J)**

Sd/-

**M. K. SHRAWAT**  
**MEMBER (J)**

**Dated : 7<sup>th</sup> December, 2017**

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