BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH TRANSFER COMPANY APPLICATION NO. 224/621A1CLBIMB/2015 PRESENT: B. S.V. PRAKASH KUMAR, MEMBER(JUDICIAL)

In the matter of section 621A Companies Act, 1956, read with Section 441 of the Companies Act, 2013

And

In the matter of M/s. Starent Networks (India) Pvt. Ltd., having its Registered Office at Plot No. P-17, Pune Infotech Park Hinjewadi, Pune – 411 057.

PRESENT FOR THE APPLICANT:-

V. B. Phadke - Practising Company Secretary

Date of Hearing: 17.05.2016

ORDER

Applicant in Default:-

M/s. Starent Networks (India) Pvt. Ltd., Mr. Mark Thomas Gorman – Director, Mr. Evan Barry Sloves – Director and Mr. Joseph Vattarambil Anthony – Director.

Section Violated :-

Section 220 of the Companies Act, 1956

Nature of Violation :-

1. As per the submission made in the Report of ROC, Pune and as per the submissions made in the Compounding Application, it is observed that for the financial year ending on 31st March, 2012 and financial year ending 31st March, 2013 the Balance sheet, Profit & Loss Account of the Company could not be filed within due dates as Annual General Meeting were not held within due dates. Due to delayed adoption of financial accounts for the financial year ending on 31st March, 2012 and financial year ending 31st March, 2013, the Company and the officer in default had breached in filing of Company's annual accounts comprising of Balance Sheet, Profit & loss Account, the Director's Report, the Auditors' Report and all other enclosures, with the Registrar of Companies, Pune, within thirty days from the latest day on or before which the Annual General Meeting should have been held in accordance with the provisions of section 220(1). The complete chart showing details of default/delay committed by the Petitioners u/s. 220(1) for the respective financial years, which is punishable u/s. 220(3), is attached below:

Forms	Financial Year ending	Forms Filed on	Due date of AGM (including extensions if any granted)	AGM held on	Whether extension granted to hold AGM	Delay for purpose of section 166 & 210 (in days)	Delay for purpose of Sec. 159 (in days)	Delay for purpose of Sec 220 (in days)
20b Form 23AC & ACA	31.03.2012	7-Nov-14 21-Oct- 14	30-Sep-12	10-Jun- 14	No	618	708	721
20B Form 23AC & ACA	31.03.2013	7-Nov-14 11-Nov- 14	30-Seo-13	12-Sept- 14	No	347	343	377

The Registrar of Companies, Pune forwarded the compounding application vide his letter No.ROCP/STA/621A/444 dated 24/02/2015 and the same has been treated as Company Application No. 224/621A/CLB/MB/2015.

- 2. The undersigned, the then Presiding Officer, of erstwhile Company Law Board had gone through the application and the report submitted by the Registrar of Companies, Pune and also the submissions made by the Authorised Representative at the time of hearing and noted that application for compounding of offence committed under Section 220 of the Companies Act, 1956, merited consideration.
- 3. Accordingly, the offence committed under section 220 of the Companies Act, 1956 as stated and explained above has been ordered on 17.05.2016 to be compounded against the Company and its three Directors on payment of Rs.2,00,000/- by each.
- 4. Subsequently, vide Notification No. A-45011/14/2016-Ad. IV dated 01.06.2016, issued by the Ministry of Corporate Affairs, New Delhi, the Central Government has constituted the National Company Law Tribunal and dissolved the erstwhile Company Law Board w.e.f. 01.06.2016.
- 5. The applicants above named have remitted the total compounding fees of Rs.8,00,000/- with the newly constituted office of the National Company Law Tribunal, Mumbai Bench i.e. after dissolution of the Company Law Board.
- 6. Having regard to the facts and circumstances of the case, the offence committed under section 220 of the Companies Act, 1956 by the Company and its three Directors named above, is hereby compounded.
- 7. Therefore, Registrar of Companies, Mumbai is hereby directed to take further action as provided under section 621A(3)(c)(d) of the Companies Act, 1956.

Ordered Accordingly

Sd/-B.S.V. PRAKASH KUMAR Member (Judicial)

Dated this Sune 14, 2017