

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH**  
**TRANSFER COMPANY APPLICATION NO. 234/621A1CLBIMB/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. Lokmangal Agro Industries Ltd.**, having its Registered Office at Lokmangal House, 8536-A/11, Murarji Peth, Near Old Poona Naka, Solapur – 413 001.

**PRESENT FOR THE APPLICANT:-**

Ravi Sabnis - Practising Company Secretary

**Date of Hearing:** 20.05.2016

**ORDER**

**Applicant in Default:-**

M/s. Lokmangal Agro Industries Ltd., Mr. Mahesh Deshmukh – Director, Mr. Parag Patil – Director, Mr. Shahaji Pawar – Director, Mr. Vaijanath Lature – Director, Mrs. Smita Deshmukh – Director, Mr. Anil Pandhe – Director, Mr. Gurunna Teli – Director and Mr. Audumber Deshmukh - Director.

**Section Violated :-**

Section 198, 309, 310, 387 & 388 r.w. 441 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 the Company did not obtain the necessary approval of the Central Government for paying such amounts of remuneration; it has made a contravention of the provisions of Section 198, 309, 310 and 388 of the Act in respect of such transactions. In this regard, the Petitioner(s) hereby submit that such managerial personnel are associated with the Company for long time and delivering their substantially whole time in the progress of the Company. The time when the Company has contravened the provisions of the abovesaid sections of the Act, the Company was in search of qualified person who possess considerable expertise in Corporate Laws and Company was not found any suitable such a qualified person. In the meantime, the Company has made such transactions, which were not prejudicial to the interest of Company or members thereof. Moreover, the said transactions pertaining to relevant Financial Years, have been fairly disclosed in the Annual Reports of the Company for the respective Financial Years. The transactions carried out by the Company during periods mentioned above are not in the compliance with the provisions of section 198, 309, 310, 387 and 388 of the Act and hence the Company is hereby applying suo-motu under section 621A of the Act. The Registrar of Companies, Pune forwarded the compounding application vide his letter No.ROCP/STA/621A/2015/496 dated 14/07/2015 and the same has been treated as Company Application No. 234/621A/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 198, 309, 310, 387 & 388 r.w. 441 of the Companies Act, 1956, merited consideration.

3. Accordingly, the offence committed under section 198, 309, 310, 387 & 388 r.w. 441 of the Companies Act, 1956 as stated and explained above has been ordered on 20.05.2016 to be compounded against the Company on payment of Rs. 2,00,000/- and its eight Directors on payment of Rs.1,00,000/- by each director.

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.10,00,000/- 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 198, 309, 310, 387 & 388 r.w. 441 of the Companies Act, 1956 by the Company and its eight Directors named above, is hereby compounded.

7. Therefore, Registrar of Companies, Pune 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 July 11 2017