

**NATIONAL COMPANY LAW TRIBUNAL**  
**NEW DELHI BENCH**  
**NEW DELHI**

**C. P. NO.** 16/05/2017  
**CA. NO**

**PRESENT: SMT. INA MALHOTRA**  
**Hon'ble Member (J)**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF NEW DELHI BENCH OF  
THE NATIONAL COMPANY LAW TRIBUNAL ON 18.01.2017**

**NAME OF THE COMPANY:** M/s. Cambridge University Press India Pvt. Ltd.

**SECTION OF THE COMPANIES ACT:** 441

<b><u>S.NO.</u></b>	<b><u>NAME</u></b>	<b><u>DESIGNATION</u></b>	<b><u>REPRESENTATION</u></b>	<b><u>SIGNATURE</u></b>
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**Present:** Mr. Iqneet Kaur, Company Secretary.

**ORDER**

This petition has been filed u/s 621A of the Companies Act, 1956 praying for compounding of the offence u/s 166 and 210 of the Companies Act for holding the AGM belatedly.

2. As per the provision of Section 166 of the Companies Act, 1956:

*“Every company shall in each year hold in addition to any other meetings a general meeting as its annual general meeting and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of a company and that of the next.”*

Contd/-.....

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3. The company was required to hold its AGM on or before 30<sup>th</sup> September, 2013 for the F.Y. 2012-13 but was held belatedly on 30<sup>th</sup> November 2013. Consequently there was a delay laying the Balance Sheet and the Profit & Loss Statement before the AGM giving rise to the offence u/s 210 as well. The company and its Directors are therefore liable to be fined u/s 168 & 210(5) of the 1956 Act. As per the penalty recommended by the RoC, the Company and every officer should be punishable with the maximum fine which extends upto Rs.50,000/-, with a further fine of Rs.2500/- per day for every day during which the default continues, tantamounting to Rs.2,00,000/- on the Company and each of the defaulting officers.

4. Vide this application, which is duly supported by affidavits of the Directors, it is stated that offence was committed inadvertently and without any malafide intentions. It is further stated that the omission did not cause any prejudice either to the company, or to its members or creditors. The applicants therefore pray that the delay in holding the AGM be condoned.

5. Given the facts of the case, there is no legal impediment in compounding of this offence and the petitioners/applicants' prayer can be granted. This Bench however deems it sufficient to impose a fine of Rs.50,000/- for 60 days default on the company and its responsible officers. Accordingly, fine is imposed as under:

<b>Name of the Applicants</b>	<b>Penalty</b>
M/s. Cambridge University Press India Pvt. Ltd.	50,000/-
Mr. William Alexander Bowes	50,000/-
Mr. MARK Timothy O Neil	50,000/-

6. The fine imposed on the Directors shall be paid from their individual accounts.

7. Subject to the remittance of the aforesaid fine within two weeks, the offence shall stand compounded. Upon compliance, the Bench Officer shall communicate the same to the office of the RoC for taking appropriate steps.

8. Petition stands disposed off in terms of the above and consigned to Record Room.

Sd-

**(Ina Malhotra)**  
**Member Judicial**