

NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH, CHENNAI

CP/224(252)/2017

Under Section 252 of the Companies Act, 2013

In the matter of
M/s.Tun L'Hotel House Boat Resorts Restaurant Private Limited
Vs.
Registrar of Companies, Chennai, Tamilnadu.

Order delivered on 08.01.2018

CORAM

K. ANANTHA PADMANABHA SWAMY, MEMBER (J)
S VIJAYARAGHAVAN, MEMBER (T)

For the Petitioner: Mr.B.Sankaranarayanan, PCS
For the Respondents: Mr.B.Sarath Babu, Representative of ROC

PER: K.ANANTHA PADMANABHA SWAMY, MEMBER(J)

ORDER

1. This is an application No.224/2017 filed under Section 252 of the Companies Act, 2013 (hereinafter called as the Act) filed by M/s.Tun L'Hotel House Boat Resorts Restaurant Private Limited (hereinafter called as the Company) seeking a direction to the Registrar of Companies, Tamilnadu, Chennai (the ROC) to restore the Company in the Register of Companies.

2. Brief averments of the application are that the Company was incorporated on 15.02.2010 in the State of Tamil Nadu and the authorised capital of the Company is Rs.5,00,000/-

divided into 50,000 equity shares of Rs.10/- each and the Issued, Subscribed and Paid up capital of the Company is Rs.1,00,000/- divided into 10,000 equity shares of Rs.10/- each. The Company is engaged in the business to setup, run and maintain resorts, leisure hotels, club houses, boarding and lodging houses, taverns, beach houses and related activities and to carry on business of restaurants, fast foods, service restaurants, refreshment rooms, coffee/tea cafes etc. The Petitioner Company has not filed Annual Return as well as Balance Sheet from the financial year 2014 onwards. ROC Chennai intimating that the company has been “struck off” in the Register of Companies as per the Notice No.ROC/S.248/Stk1/2017/SK/BS/VR of MCA in form No.STK-1. The Company is still carrying on its business and its activities and therefore the present application is filed for restoration of the name of the company in the Register of Companies.

3. The petitioner submitted that non-filing of the balance sheet and annual returns from the financial year ending 2014 onwards to till date in terms of the provisions of the Act, since the company does not have any professional guidance earlier with the provisions of the Act. However, action under Section 248 of the

Act was initiated by striking off the name of the Company by the Registrar of Companies and consequently the order of “struck off” was published in the Gazette of India **dated 15th-21st July, 2017 in page No.14661 under S.No.5335.** Meanwhile, the petitioner company has filed annual return as well as balance sheet upto the financial year 2016 in June 2017 just before initiating action under Section 248 of the Companies Act, 2013.

4. The ROC, who is respondent herein, has filed counter affidavit wherein the details of the Company such as date of incorporation, address of the registered office and its main objects as per the memorandum of association are mentioned. While submitting the above facts the ROC has stated that the application may be considered on merits and to direct the applicant to file all pending financial statements and annual returns and pass orders imposing costs on the applicant. The ROC has inter-alia mentioned in the counter statement that the Company be directed to file an undertaking stating that the accounts of the company was not used as means to transact tainted money during the period of demonetisation.

5. Heard. Perused pleadings and the documents filed in support of the contention of the both parties.


ORDER

1. Having satisfied with the reasons mentioned above, the Tribunal is of the opinion that it would be just and proper to order **restoration of the name of the Company in the Register of Companies.**
2. The Company shall file all the pending financial statements and annual returns with ROC as per the Act and Rules made thereunder besides filing an affidavit stating that the Company was not involved in money laundering activities during the demonetization period or any unlawful activities during the relevant period.
3. Further the applicant company is directed to pay **the cost of Rs.10,000/-** (Rupees ten thousand only) to the ROC while submitting the documents. This is for the expenses to be incurred by ROC for publication in the Official Gazette and for other related expenses. Accordingly the **application is allowed.**

4. The ROC is directed to restore the Company in the Register of Companies. The applicant is directed **to place this order with ROC within 30 days** from the date of receipt of this order.

Company Petition No. CP/224(252)/2017 is hereby **disposed of.**


(S.VIJAYARAGHAVAN)
MEMBER (TECHNICAL)


(K.ANANTHA PADMANABHA SWAMY)
MEMBER (JUDICIAL)

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