

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

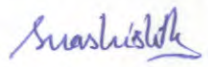

**C. P. NO.**  
**CA. NO. 16/122/16**

**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 22.11.2016**

**NAME OF THE COMPANY:** M/s. Continental Automotive Brake Systems (I) Pvt. Ltd.

**SECTION OF THE COMPANIES ACT:** 621A

<u>S.NO.</u>	<u>NAME</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
1)	SURINDER VASHISHTHA	PCS	Petitioner	
2)	Prashant Kumar	C.S	Company	

**ORDER**

The petitioner company, which was incorporated on 03.01.2008, failed to file its Annual Returns for the year ending 2011-12 & 2013-14 within 60 days of holding the AGM, resulting in non compliance of the statutory requirement u/s 159 of the Companies Act, 1956.

2. The period of default is stated to be from 30.11.2012 to 14.05.2014 and 30.11.2014 to 06.08.2015. It is submitted that the fine applicable till the notification of the Companies Act was one u/s 162(1) of the Companies Act 1956 which could extend to Rs.500/- for each day's delay, while after notification of the Companies Act, 2013, i.e. w.e.f. 01.04.2014, the offence attracted a minimum fine of Rs.50,000/- but which could extend to Rs.5lacs as per the provisions of Section 92(5) of the Companies Act, 2013. Accordingly, the office of the RoC has calculated and recommended the imposition of the maximum fine on the petitioner company and its five directors as Rs.7,65,500/-.

Contd/-.....



3. As per the report, prosecution has not been initiated. The petitioner submits that the said omission was inadvertent and not on account of any malafide intentions. It was also their first default and did not cause prejudice to the interest of its members or other stakeholders, nor did it impact the financial strength of the company. The company has filed Annual Return for the year 2012 vide SRN Q31192529 dated 15.05.2014 and also filed Balance Sheet for the year 2014 vide SRN Q58312794 dated 07.08.2015 respectively. However the company has received immunity certificate from RoC for the year 2012-13.

4. Given the facts of the case, I am inclined to believe that the said default was on account of inadvertent oversight and as such, it would be sufficient to impose a fine of Rs. 1 Lakh on each of the petitioners i.e, the Company and its aforementioned directors for the default in adhering to the statutory provisions for two years. Accordingly, the fine is imposed as under:

<b>Name of the Applicants</b>	<b>Penalty</b>
M/s. Continental Automotive Brake Systems (I) Pvt. Ltd.	1,00,000/-
Mr. Claude Alex D'Gama	1,00,000/-
Mr. Thomas Greth	1,00,000/-
Mr. Murali Srinivasan	1,00,000/-
Mr. Peter Laier	1,00,000/-
Mr. Vipul Kumar Parakh	1,00,000/-

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

6. 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.

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

Sd-

(Ina Malhotra)  
Member Judicial