

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH**

CP No.: 99/252/NCLT/MB/MAH/2017

Under section 252 of the Companies Act,
2013

In the matter of

Rajee Farms and Properties Pvt. Ltd.

....Petitioner

v.

Registrar of Companies, Pune

..... Respondent

Heard on : 23.08.2017

Order delivered on: 13.09.2017

Coram :

Hon'ble M. K. Shrawat, Member (J)

Hon'ble Bhaskara Pantula Mohan, Member (J)

For the Petitioner :

Mr. Hemant Shetye, Practicing Company Secretary – Authorised
Representative for the Petitioners

Per: M.K. Shrawat, Member (J)

ORDER

1. This present petition has been filed under Section 252 (3) of the Companies Act, 2013 (hereinafter as **Act**) by the Petitioners praying for restoration of name of the Company "Property Guards Security Services Limited" in the Register maintained by the Registrar of Companies, Mumbai (hereinafter as **RoC**).
2. The Company was incorporated under the companies Act, 1956 on 15th January, 1982 in Pune, Maharashtra in the name "Warmens Farms Private Limited" vide certificate of incorporation bearing no. 26136 of 1982 and subsequently the name of the applicant company was changed to "Rajee Farms and Properties Private Limited" vide fresh Certificate of Incorporation consequent to change of name dated 25th September, 1984. Immediately after introduction of MCA-21, the CIN number allotted to the Company is CIN U01222MH1982PTC026136.

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3. The Company is carrying a business of poultry farmers and producers of poultry products, agricultural products, garden products and in particular poultry, eggs, milk, cream, butter, cheese, meat, fruits and vegetables and goods and feeds whatsoever, and to set up farms, hatcheries, sheds, processing units, for all or any of these purposes, and to grow poultry and livestock of all genres and to carry on business of dairy farming, cow keepers and flower gardens.
4. The name of the Petitioner Company was struck off from the Register on account of the reasons that, the Company fails to file Annual Returns and Balance Sheets since incorporation.

Submissions from the Petitioners:

5. The Learned Representative for the Petitioners submits that, the Stricken off Company has been carrying its business of poultry farmers and producers of poultry products, agricultural products, garden products since its incorporation.
6. The Learned Representative for the Petitioners submitted that, due to lack of awareness of RoC compliance and lack of expertise staff with the applicant company the filing of Annual Returns and balance Sheets since incorporation are remained to be filed with the RoC, Pune.
7. The Learned Representative for the Petitioners further submitted that, the Company is willing to file all the documents with the RoC, Pune. Further the Petitioner Company is willing to file any other necessary document which are required by the RoC.

Submissions from the Respondent/RoC:

8. The RoC has issued the three notices under section 560(1) of the Companies Act, 1956 to the Petitioner Company on the ground that Company is carrying any business or operation. This notice seeks representation from the Petitioner Company however, no such reply was received by the RoC.
9. Thus the RoC came to conclusion that, as the Petitioner Company has not filed the Statutory Returns such as Annual Returns and Annual Accounts for more than three consecutive years prior and therefore contravened the provisions of S. 560 of Companies Act, 1956. Hence, the name was struck off from the Register.
10. The RoC has no malafied intention to remove the name of the Petitioner Company from the Register of the RoC. It is the Petitioner Company remained in the default.
11. However, it is further submitted that, the RoC have no objection to restore the name of the Petitioner Company, as the Petitioner Company is willing to comply with the provisions of the Act,

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subject to imposition of Cost. For ready reference the relevant paragraph of the report dated 7th July, 2017 is reproduced below:

"This Hon'ble Tribunal grants relief for restoration of the name of the petitioner Company in terms of section 252(3) of the Companies Act 2013, that in view of the recent computerization of the Ministry of Corporate Affairs, the registrar of Companies prays this Hon'ble Tribunal, that the direction may be issued to the petitioner company and it's Directors to obtain the Director Identification Numbers and to file all the pending Annual statutory returns/forms and documents Compliances electronically since 31/03/1996 as requires under various provisions of the Companies Act, 1956/2013 within a limited time span as may be prescribed or fixed by this Hon'ble Court in the public interest. I further pray that this Hon'ble Tribunal may direct the company to make good the offences arising out of the non-compliances of sections 266A to 266G, 159 to 162, 166 & 220 etc., of Companies Act, 1956 and 153 to 158, 92 to 96 and 137 of Companies Act 2013 and also compound the offences by making appropriate application under Section 441 of the companies Act, 2013 after made default good, and imposed heavy cost upon the Company, also pass the appropriate order in the interest of justice."

Findings:

12. That, the facts and circumstances of the case have enlightened that, the relevant documents which are to be filed, are ready with the Company and the Company is willing to file the same, if so permitted. Further that, it is not a case that, the Company is not actively engaged in the business. The Company had not stopped business activities; as apprehended by the Learned RoC, but the Company has substantial turnover and business activities.
13. Hence, upon considering the facts and circumstances of this present petition, this Bench is of the view that, it would be just and proper to order restoration of the name of the Petitioner Company in the Register of Companies maintained by the RoC.
14. Accordingly, this Petition is allowed. The restoration of the Petitioner Company's name to the Register of Companies maintained by the RoC Mumbai, is hereby ordered, with a direction that the Company shall comply with the Provisions of the Act. And further it will be subject to payment of costs of ₹ 5,000/-, to be paid by way of Demand Draft in favour of "Pay and Accounts Officer, Ministry of Corporate Affairs, Mumbai", within 30 days from the receipt of the duly certified copy of this Order, to this office.

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15. This Petition bearing No. 99/252/NCLT/MB/2017 is, therefore, disposed of on the terms directed above. The Learned RoC shall give effect of this Order only after perusal of the Compliance report of cost imposed. The Company is directed to file all the required documents and shall fulfil other relevant statutory compliances within 15 days from Restoration of its name in the Register of Companies maintained by RoC.

16. Ordered accordingly.

Sd/-

BHASKARA PANTULA MOHAN
MEMBER (JUDICIAL)

Sd/-

M. K. SHRAWAT
MEMBER (JUDICIAL)

Dated : 13.09.2017

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