

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH**  
**COMPANY APPLICATION NO. 51/441/NCLT/MB/2016**  
**PRESENT: B.S.V. PRAKASH KUMAR, MEMBER (JUDICIAL) AND**  
**V. NALLASENAPATHY MEMBER (TECHNICAL)**

In the matter of Section 621A of the Companies Act, 1956 read with Section 441 of the Companies Act, 2013.

In the matter of **M/s. Vodafone India Pvt Ltd.**, having its Registered Office at Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai-400 013

**PRESENT FOR THE APPLICANT: -**

Vijay K Singhal, Practising Company Secretary for the Applicants.

**Date of Hearing:** 25.01.2017

**ORDER**

**Applicants in Default: -**

M/s. Vodafone India Pvt Ltd., (Company), Mr. P.V Joshi (Director), Mr. Martin Pieters (Director), Sudhakar Shetty (Company Secretary)

**Section Violated; -**

Section 212 of the Companies Act, 2013.

**Nature of Violation; -**

1. As per the submission made in the Report of Registrar of Companies, Mumbai and from the submissions made in the Compounding Application it is observed that, under the provisions of Section 212 of the Companies Act, 2013 the company has committed default as below:

The Books of account of the company were inspected by officers of the central government under Sec 207 of the Act and whereas a statement regarding subsidiary companies pursuant to Sec 202 of the Act shall be attached with the balance sheet. It is noticed that the balance sheet filed vide eform 23AC for the Financial Years 2011-12, 2012-13 and 2013-14 that the statement regarding subsidiaries pursuant to Sec 212 of the Act is not attached. Also the company has not enclosed mandatory statement regarding subsidiary company for not enclosing Balance sheet of its Subsidiary Companies. Hence the company has violated the Sec 212 of the Act

Since the applicants have violated the provision under Section 212 of the Companies Act, 2013, the Registrar of Companies, Mumbai forwarded the compounding application vide his letter No. ROC/STA/621A/BDS/119108/245

dated 21.10.2016 and the same has been treated as Company Application No. 51/621A/NCLT/MB/MAH/2016.

2. We have gone through the application of the applicants and the report submitted by the Registrar of Companies, Mumbai and also the submissions made by Authorised Representative for applicants at the time of hearing and noted that application made by the applicants for compounding of offence committed under Section 212 of the Companies Act, 2013, merited consideration.

3. Having regard to the facts and circumstances of the case, the offence committed under Section 212 of the Companies Act, 2013, as stated and explained above in first para is compounded against the Company's two directors, on payment of Rs. 30,000/- by Mr. P.V Joshi (Director), Rs. 30,000/- by Mr. Martin Pieters (Director) and Rs 15,000/- by Sudhakar Shetty (Company Secretary). The remittance shall be made by way of Demand Draft drawn in favour of "Pay and Accounts Officer, Ministry of Corporate Affairs, Mumbai". Since the Company's two directors named above and the company secretary have remitted total amount of Rs. 75,000/- as mentioned below:

Demand No	Draft	Demand Date	Draft	Drawn On	Amount
332467		02.02.2017		Corporation Bank	15,000/-
332466		02.02.2017		Corporation Bank	30,000/-
332468		02.02.2017		Corporation Bank	15,000/-
002427		05.07.2017		HDFC Bank	15,000/-

to the registry of this Bench towards compounding fees, the Registrar of Companies, Mumbai is hereby directed to take further action as provided under Section 621A(3)(c)(d) of the Companies Act, 1956 read with Section 441 (3) (c) (d) of the Companies Act, 2013.

Ordered Accordingly,

Dated this July 11, 2017

Sd/-  
**B. S.V. PRAKASH KUMAR**  
Member (Judicial)

Sd/-  
**V.NALLASENAPATHY**  
Member (Technical)