

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH
COMPANY APPLICATION NO. 10/441/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. Metropolis Healthcare Pvt Ltd.**, having its Registered Office at 250,D,Udyog Bhavan, Worli, Mumbai – 400 030.

PRESENT FOR THE APPLICANT: -

Mr.Ranjeet Pandey, Practising Company Secretary for the Applicants.

Date of Hearing: 25.01.2017

ORDER

Applicants in Default: -

M/s. Metropolis Healthcare Ltd.(Company), Ms. Ameera Sushil Shah (Managing Director), Dr. Sushil Kanubhai Shah (Director), Dr Gomathy Babu Sadacharam Kulandaivelu (Ex- Director) Mr.Athmanthan Ganeshan (Ex-Director), Mr Niten Malhan (Ex-Director)

Section Violated; -

Section 203 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 the provisions of Sec 203 (4) further provides that, if the office of any whole-time Key managerial personnel is vacated, the resulting vacancy shall be filled-up by the Board at a meeting of the Board within a period of six months from the date of such vacancy.

The Company was having a whole-time Company Secretary till 25th May 2014, and thereafter, Company conducted various interviews for the position of the Company Secretary but could not find any suitable candidate for the post. Thereafter, the Petitioner Company was unable to hold any meeting of the Board during the period starting from August 27, 2014 to March 26, 2015 as required by Sec 203 of the Companies Act, 2013 read with Rule 8A of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

Since the applicants have violated the provision under Section 203 of the Companies Act, 2013, the Registrar of Companies, Mumbai forwarded the compounding application vide his letter No. ROC/STA/621A/JTA(C)/192798/201 dated 24.08.2016 and the same has been treated as Company Application No. 10/621A/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 203 of the Companies Act, 2013, merited consideration.

3. Having regard to the facts and circumstances of the case, the offence committed under Section 203 of the Companies Act, 2013, as stated and explained above in first para is compounded against the Company and its five directors on payment of Rs. 50,000/- by M/s. Metropolis Healthcare Ltd (Company), Rs. 25,000/- by each of the directors. 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 and its five directors named above have remitted total amount of Rs. 1,75,000/- through Demand Draft Nos.721523,721524,721525,721526,721527 and 721596 dated 18.11.2016 and 22.11.2016 drawn on HDFC Bank Ltd 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 12, 2017

Sd/-

B. S.V. PRAKASH KUMAR
Member (Judicial)

Sd/-

V.NALLASENAPATHY
Member (Technical)