

NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH
NEW DELHI

C. P. NO. 16/14/2017
CA. NO.

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 07.02.2017**

NAME OF THE COMPANY: M/s. Parag Breweries Ltd.

SECTION OF THE COMPANIES ACT: 441

<u>S.NO.</u>	<u>NAME</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
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Present: Mr. Rajiv Kumar Adlakha, Company Secretary.

ORDER

This petition has been filed u/s 441 of the Companies Act, 1956 praying for compounding of the offence u/s 96 of the Companies Act 2013 having held their AGM belatedly. The said petition has been routed through the office of the RoC along with their comments.

2. The petitioner's offence relates to the F.Y. 2015. The AGM of the applicant company which should have been held by on or before 27.09.2014 could only be held on 23.12.2014, leading to a delay of 87 days, thus violating the requirements of Section 96(1) of the Companies

Contd/-.....



Act, 2013. The said offence attracts the penal consequences as per section 99 of the Companies Act, whereby the Company and every officer who is in default is punishable with a fine which may extend upto Rs.1,00,000/-, with a further fine of Rs.5,000/- per day for every day's during which the default continues. The RoC has thus recommended the maximum fine in terms of Section 99 of the Companies Act, 2013 which tantamounts to **Rs.5,35,000/-** on the Company and each of the defaulting officers.

3. As per the petitioners as well as the report of the RoC, this was a first time offence. Vide this application, which is duly supported by affidavits, it is submitted that the delay in holding the AGM for the year 2014 was caused due to delay in completing the Annual Accounts for the financial period 31st March 2014, with a consequent delay in the audit by the Statutory Auditors of the Company. It is submitted that the delay was beyond the control of the applicants and was neither malafide nor deliberate. They had asked for extension of time for holding the AGM from the office of the RoC which was rejected. The applicants therefore pray that the delay of 87 days in holding the AGM be condoned.

4. Given the facts of the case that there is no legal impediment in compounding of this offence, the petitioner/applicants' prayer can be granted. Considering that the petitioners had suo moto filed the present application and the delay in holding the AGM was 87 days, this Bench deems it sufficient to impose a fine of **Rs.10,000/- on each** of the defaulting parties and the Company.



5. The fine imposed on the Directors/Officers in charge 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.

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(Ina Malhotra)
Member Judicial