

**IN THE NATIONAL COMPANY LAW TRIBUNAL
“CHANDIGARH BENCH, CHANDIGARH”**

CP No.251/Chd/Hry/2017

**Under Section 2(41) of the
Companies Act, 2013 read with
Rule 67 of the NCLT Rules, 2016.**

In the matter of:

Dyson Technology India Private Limited
having its registered office at
Level 12, Two Horizon Center,
Golf Course Road, Sector 43,
DLF Phase V,
Gurugram, Haryana-122002, India.

...Petitioner.

Versus.

Registrar of Companies,
NCT of Delhi and Haryana
4th Floor,
IFCI Tower, Nehru Place,
New Delhi-110019.

...Respondent

Order delivered on 31.01.2018.

Coram: Hon'ble Mr. Justice R.P. Nagrath, Member (Judicial).

For the petitioner:

Mr. Gagan Gulati, Advocate

For Registrar of Companies,
NCT of Delhi and Haryana:

Dr. Raj Singh, Registrar of Companies
Himachal Pradesh.

JUDGMENT (Oral)

This petition has been filed under Section 2(41) of the Companies Act, 2013 (to be referred hereinafter as the 'Act'). The petitioner-company was

incorporated on 11.04.2017. Copy of the Certificate of Incorporation issued by the Registrar of Companies, NCT of Delhi and Haryana has been annexed. Master Data of the company was filed with the affidavit dated 10.11.2017. It is stated that the petitioner-company is a subsidiary of M/s Dyson International Ltd. incorporated under the laws of United Kingdom holding 99.9% shareholding in the petitioner company. The registered office of the petitioner-company is at Gurugram in the State of Haryana and, therefore, the matter falls within the territorial jurisdiction of this Tribunal. The authorized and paid up share capital of the company is ₹4,20,000/- (Rupees four lac twenty thousand only) divided into 42,000 shares of ₹10/- each. The shareholders of the company are M/s Dyson International Ltd. holding 41958 shares with the other company Dyson Technology Ltd. holding rest of the 42 shares.

2. The main objects of the company are to engage in and carry on the business of traders, retailers, re-sellers, importers, exporters, dealers and undertake manufacturing, marketing, distribution, warehousing, stocking of all kinds of consumer electrical goods and merchandise including but not limited to vacuum cleaners, hand dryers, lighting, heating and cooling fans, humidifiers, air purifiers and hair dryers and accessories, manufactured of any description quality and variety, and all other similar household goods of all types and description and also providing assembly, installation, after sales services and transportation and delivery in connection with the above products etc. The Memorandum and Articles of Association of the company have also been annexed at Annexure-A with this petition. It is stated that the holding and the parent company of the petitioner-company are following the Financial Year from

1st January to 31st December of each year. The holding company and the parent-company have given consent for change of the Financial Year from 1st April to 31st March of each year to bring it in tune with the Financial Year of the holding and parent company. The notarised and Apostilled copy of Board of Directors resolutions dated 06.09.2017 and 12.09.2017 are annexed at Annexure-B (colly).

3. When the matter was listed on 04.12.2017 while notice was directed to be sent to the Registrar of Companies, NCT of Delhi and Haryana. It was also directed that petitioner-company shall file the provisional financial statements from the date of incorporation upto 30.09.2017 in compliance therewith the provisional balance sheet of the company prepared upto 30.09.2017 has been attached as Annexure-III with the affidavit of the learned counsel for the petitioner dated 20.12.2017 supported by the affidavit of the Director of Dyson Technology India Pvt. Ltd., the petitioner-company.

4. The Registrar of Companies has filed his factual report of the company with regard to the date of its incorporation and the paid-up share capital. There are no adverse remarks to the prayer made by the petitioner-company. The learned counsel for the petitioner has filed financial statements of the holding company M/s Dyson International Ltd. as on 31.12.2016 as at Annexure-C (colly).

5. In view of the above, the prayer made in the application is allowed and the petitioner-company is permitted to adopt Financial Year from 1st January to 31st December of each year instead of the Financial Year ending on 31st March of each year in view of the proviso to Section 2(41) of the Companies Act, 2013.

Copy of this order be supplied to the petitioner-company as well as the Registrar of Companies, NCT of Delhi and Haryana.

Sd/-
(Justice R.P.Nagrath)
Member (Judicial)

January 31, 2018.
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