

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
DIVISION BENCH, CHENNAI**

**TCA/39/2(41)/CB/2016**

**Under Section 2(41) of the company Act, 2013**

**In the matter of**

**M/s. Marjan Motors Private Limited**

**Order Delivered on 28.08.2017**

**Coram:**

**CH. MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)**

**S.VIJAYARAGHAVAN, MEMBER (TECHNICAL)**

**For the Petitioner(s) : T.Sampath Kumar, PCS**

**ORDER**

**Per: CH. MOHD SHARIEF TARIQ, MEMBER (J)**

1. Under Adjudication is an Application filed before Hon'ble Company Law Board under Section 2(41) the companies Act, 2013, then came to be transferred to NCLT and re-numbered as TCA/39/2(41)/CB/2016. The Prayer made in the Application is to allow to adapt its financial year starting from 1<sup>st</sup> January of every year and ending with 31 December of the same year.
2. The Applicant Company was incorporated in the name and style M/s. Marjan Motors Private Limited on 28.11.2007 under the Companies Act, 1956. The registered office of the Applicant

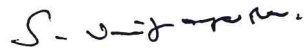
Company M/s. Marjan Motors Private Limited is situated at 69-100, Rajiv Gandhi Salai, Old Mahabalipuram Road, Sholinganallur, Chennai-600119, having its CIN: U50103TN2007FTC065541.

3. The main business of the applicant company is to function as an authorised dealer of an automobile manufacture, sale of automobiles and spare parts, sales services of the automobile brands. The Applicant Company is a subsidiary of a company incorporated outside India. The holding company is M/s. Towell Auto Centre LLC., has been incorporated under the Laws of Sultanate of Oman. The applicant company is required to follow the financial year aligning with its holding company for consolidation of its accounts with the accounts of the holding company. The Applicant Company has been following the financial year from 1<sup>st</sup> January to 31<sup>st</sup> December same year. The holding company follows its financial year commencing from 1<sup>st</sup> January and ending on 31<sup>st</sup> December same year.
4. The Applicant Company has placed on record the resolution dated 05<sup>th</sup> October, 2015 passed by the Board of Directors of the Applicant Company approving the change of the financial year form 1<sup>st</sup> January and ending 31 December every year. The other records placed on file i.e. the certified true copy of the audited

annual accounts/ annual report of the applicant company for the financial year ended 31.12.2015 along with the proof of the filing the same with Registrar of the companies, Memorandum of Association, Articles of association of the applicant company, permission given by the director of the holding company z., M/s. Towell Auto Centre LLC., dated 04.11.2015 attested by Oman Chamber of Commerce & Industry (OCCL), which shows that the holding company is following the same financial year. The annual return of the applicant company is also placed on record. These documents together evidence of fact that the holding company is following the same financial year as prayed by the Applicant Company.

5. The Registrar of Companies, Chennai, wide its report dated 14.03.2017, opined that the first proviso to section 2(41) of the companies Act, 2013, permits the applicant company to follow different financial year for consolidation of accounts outside India and any period may be allowed as its financial year provided the bench is satisfied.
6. In the light of the above, this bench is satisfied that it is just and reasonable to permit the applicant company to follow the financial year commencing from 1<sup>st</sup> January and ending on 31<sup>st</sup> December of the same year, for consolidation of its accounts outside India.

Thus, in exercise of the powers conferred under the first proviso to section 2(41) of the companies Act, 2013, the application is allowed. The Applicant Company is directed to send a copy of this order to the ROC concerned, as per the procedure prescribed, for the purpose of information and record.



**S. VIJAYARAGHVAN**  
**MEMBER (T)**



**CH. MOHD SHARIEF TARIQ**  
**MEMBER (J)**