

**In the National Company Law Tribunal  
Single Bench, Chennai**

**CP/110(252)/2017**

**Under Section 252(3) of the Companies Act, 2013**

**In the matter of  
GREEN APPLE FACILITIES AND MEDIA Private Limited  
Vs.**

**M/s The Registrar of Companies, Chennai, Tamilnadu.**

**Order delivered on 13.11.2017**

**For the Petitioner: Ms.A.Satyadevi, PCS**

**Per: K.Anantha Padmanabha Swamy, Member(J)**

**ORDER**

This is an application No.110/2017 filed under section 252(1) of the Companies Act, 2013 (hereinafter called as the Act) filed by M/s GREEN APPLE FACILITIES AND MEDIA Private Limited (hereinafter called as the Company) seeking a direction to the Registrar of Companies, Tamilnadu, Chennai (the ROC) to restore the Company in the Registrar of Companies.

2. Brief averments of the application are that the Company was incorporated on 01.02.2012 in the State of Tamil Nadu and the authorised capital of the Company is Rs.1,00,000/- divided into 10000 equity shares of Rs.10/- each and the paid up capital of the Company is Rs.1,00,000/- divided into 10000 equity shares of Rs.10/- each. The Company is engaged in the business of facilities management and event management for corporates and individuals and create, organize, undertake, offer facilities and outsourcing services for the establishment of offices, factories, staffing, catering, housekeeping, admin facilities and conduct, host, arrange, manage events like music programmes, concerts, fashion shows, cultural programmes, etc. mentioned in clause III (A) of its memorandum of association of the Company. The Company has not filed its annual accounts since the incorporation, i.e. from 2012-2013 with the ROC inadvertently as the Company does not have any professional guidance. The ROC has issued notice under section 248 of the Act and the Company did not receive the same. The ROC subsequently, struck off the name of the Company from the register of companies and the Company came to know the same only from the Notice of Striking Off and Dissolution bearing No.ROC/CHN/STK-7/1/2017 dated 5-7-2017 issued by the ROC under section 248(5) of the Act.

3. The Company is still carrying on its business and its activities and therefore the present application is filed challenging the above said "Notice of Striking Off and Dissolution" of the ROC.


4. The ROC who is respondent herein has filed counter affidavit wherein it is mentioned about the details of the Company such as incorporation, address of the registered office and its main objects as per the memorandum of association. Since the Company failed to file the balance sheets and the annual returns from the financial year 2012-2013 onwards, action under section 248 of the Act was initiated by striking off the name of the Company from the Registrar of Companies and consequently the struck off was published in the Gazette of India dated 15-21<sup>st</sup> July, 2017 in page No.14728 under S.No.8618. The ROC inter-alia mentioned in the counter statement that the Company be directed to file an undertaking stating that the accounts of the company was not used as means to transact tainted money during the period of demonetisation.

6. By submitting the above facts the ROC has stated that the application may be considered on merits and to direct the applicant to file all pending financial statements and annual returns and pass order levying cost on the applicant.

7. Heard. Perused pleadings and the documents filed in support of the contention of the both parties.

8. The PCS representing the applicant company has submitted that the company failed to comply with the statutory requirements like filing of financial statements and annual returns from the year 2012-2013 to 2015-2016 due to ignorance and lack of necessary professional advice. For the said non-compliance, the ROC has issued the notice bearing No. ROC/CHN/STK-7/1/2017 dated 5-7-2017 "Striking off and dissolution". The PCS has also submitted that show cause notice issued by the ROC has not been received by the Company. In these circumstances, being aggrieved by the action of striking of the name of the Company from the Register of Companies, the present CA filed seeking to give direction to ROC to restore the name of the Company in the Register of Companies in terms of Section 252(3) of the Act and also to permit the applicant to comply with all the statutory requirements as per the Act.

9. As seen the counter affidavit filed by the respondent ROC, it is prayed to consider the application on merits and to direct the applicant to comply with the statutory requirements as per the Act and to impose costs.





10. The violation which is accepted by the applicant is not grave in nature and the said non filing of documents is only due to ignorance and lack of necessary professional advice. Having satisfied with the reasons as mentioned , in view of the forgoing discussions and upon considering the facts and circumstances of the application, I am of the opinion that it would be just and proper to order restoration of the name of the Company in the Register of Companies.

11. The applicant is directed to place this order with ROC within 30 days from the date of receipt of this order. In turn, after the receipt of the order, the ROC shall publish the order in the Official Gazette.

12. The Company shall file all the pending financial statements and annual returns with ROC as per the Act and Rules made thereunder besides filing an affidavit stating that the Company has not involved in any unlawful activities during the interregnum period. Further no cost is leveied to the applicant company while submitting the documents to the ROC. Accordingly the application is allowed.

13. The applicant is directed to approach the concerned authorities for defreezing the bank accounts after the name of the company is restored by producing this order to ROC.

14. Hence, with the above observation, CP/110/2017 is disposed off.

  
**K.Anantha Padmanabha Swamy**  
**Member(Judicial)**