

IN THE NATIONAL COMPANY LAW TRIBUNAL,
SINGLE BENCH, CHENNAI

CP/165/(252)/2017

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

In the matter of

M/s. Tuticorin Freight Systems Private Limited
Vs.
The Registrar of Companies, Tamilnadu, Chennai

Order delivered on 13th of December, 2017

CORAM

CH. MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)

For Applicant(s) : Mr. Antony Edgan, Chartered Accountant
For RoC : Mr. B. Sarath Babu, Counsel

ORDER

CH MOHD SHARIEF TARIQ, MEMBER(JUDICIAL) :- (ORAL)

1. Under consideration is a Company Application that has been filed on 30.10.2017 under Section 252 (3) of the Companies Act, 2013 by the Applicant Company viz., M/s. Tuticorin Freight Systems Private Limited having CIN No. U63000TN2012PTCO84103 and its Registered Office is situated at No.4/169, CGE

Colony, 4th Street, Thoothukudi, Tamilnadu – 628 003.

The prayer is made to seek order for restoration of the name of the Applicant Company to the Register of Companies maintained by the concerned Registrar of Companies.


2. The Applicant is a private limited company and was incorporated on 23.01.2012 under the Companies Act, 1956. The Authorised Share Capital of the Applicant Company is Rs.10,00,000/- divided into 1,00,000 equity shares of Rs.10/- each. The issued, subscribed and paid-up capital is Rs.1,00,000/- divided into 10,000 equity shares of Rs.10/- each. The main object of the Applicant Company is to undertake and carry on all or any of the trades and businesses of shippers, ship owners, ship brokers, ship agents, underwriters, ship manager, tug owners, shipping agents, insurance brokers, loading brokers, freight brokers, freight contractors, carriers of goods and passengers, transport haulage and general contractors, barge owners, lighter men, handling by

airlines, railways, roadways and shipping and forwarding agents, activities involved in logistics services, clearing & forwarding agents, dock and ship management, manufactures, and dealer in ropes, tarpaulins, waterproofs etc., and to acquire any lands, docks, canals, waterways, warehouses, buildings & machinery to construct and equip them to provide facilities for shipping and logistics facilitates.

3. It has been submitted that the Applicant Company has been active since its incorporation and maintaining all the requisite statutory documents. However, the Company had engaged the service of a Company Secretary to perform the task of filing the statutory returns with the Registrar of Companies and the Company Secretary did not reveal the fact of non-filing of Financial Statements and Annual Returns with the Registrar of Companies from the inception. It was only when the notice for striking of the Company was received from the Registrar of Companies, the Applicant came to know the default of statutory

compliance, which is neither wilful nor wanton. As a result, the name of the Applicant Company was 'struck off' from the Register of Companies under Section 248(5) of the Companies Act, 2013 read with Rule 3 of the Companies (Removal of Name of Companies from the Register of Companies) Rules, 2016.

4. Now, the Applicant Company prayed that in the event of restoration of the name of the Applicant Company in the Register of Companies maintained by the concerned Registrar of Companies, it shall file all outstanding statutory statements for the years for which the default occurred along with the filing fees and the additional fees as applicable on the date of actual filing.

5. The Counsel appearing for the RoC filed the report on 30.11.2017 wherein it has been stated that the Applicant Company has not filed its Balance Sheets and Annual Returns since its incorporation, for the reasons best known to it. As a result, the Respondent 

initiated action under Section 248(1) of the Companies Act 2013 for “striking off” the name of the Applicant Company from the Register of Companies, and consequently, the name of the Applicant Company was ‘struck off’ from the Register of Companies and was published in Official Gazette dated 15th -21st of July, 2017. It is further averred that the Applicant Company did not even enclose the copies of the latest Financial Statements. However, the RoC has finally stated that this Tribunal may consider the Application on merits and pass such order as deemed fit and proper with such costs.

6. Heard the Chartered Accountant appearing on behalf the Applicant and the Counsel for the RoC, and perused the record. Taking into consideration the facts and circumstances involved in the case and the submissions made by the Chartered Accountant for the Applicant and the Counsel for the RoC, the Application is allowed and restoration of the name of the Applicant Company to the Register maintained by the concerned

RoC is ordered. The Applicant Company is hereby directed to deliver a certified copy of this Order to the concerned Registrar of Companies within 30 days from the date of this order. On such delivery, the concerned Registrar of Companies shall in his official name and seal, publish the Order in the Official Gazette, as prescribed.

7. The Applicant Company is further directed to file all pending Financial Statements and Annual Returns with the concerned Registrar of Companies by making compliance with the requirements prescribed under the provisions of the Companies Act, 2013 and the Rules made thereunder within the time as may be granted by the concerned Registrar of Companies.

8. The Applicant Company is also directed to submit an Undertaking to the Registrar of Companies stating therein that the accounts of the Company were not used as a means to transact tainted money during the period of demonetization.

9. The fine to the tune of Rs.20,000/- is hereby imposed on the Applicant Company which shall be disbursed to the concerned Office of the Registrar of Companies as per the procedure prescribed for the purpose of the expenses to be incurred by the Registrar of Companies for processing the case file of the Applicant Company for getting the name of the Company restored to the Register of the Companies.

10. Accordingly, the Application stands disposed of.

P.ATHISTAMANI


[CH.MOHD SHARIEF TARIQ]
MEMBER (JUDICIAL)