

NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH, CHENNAI

CP/146/(252)/2017

Under Section 252 of the Companies Act, 2013

In the matter of

M/s.Qun Interiors Private Limited
Vs.
Registrar of Companies, Chennai, Tamilnadu.

Order delivered on 28.12.2017

CORAM

K. ANANTHA PADMANABHA SWAMY, MEMBER (J)
S. VIJAYARAGHAVAN, MEMBER (T)

For the Petitioner: Mr.N.V.Prakash & S.Manivannan, Advocate
For the Respondents: Mr.B.Sridhar, Representative of ROC

PER: K.ANANTHA PADMANABHA SWAMY, MEMBER(J)

ORDER

1. This is an application No.146/2017 filed under Section 252 of the Companies Act, 2013 (hereinafter called as the Act) filed by M/s. Qun Interiors 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 Register of Companies.

2. Brief averments of the application are that the Company was incorporated on 14.01.2010 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 issued, subscribed and paid up share capital of the Company is Rs.1,00,000/- divided into 10000 equity shares of Rs.10/- each. The Company is carrying on the business to undertake all kinds of jobs as interior and exterior designing, furnishing, landscaping, carpentry etc. and to enter into any arrangement by way of turnkey projects involving supply of technical, civil, administrative information, knowledge and experience and as such undertake for and on behalf of a client to set up any projects in India or outside India.

3. ROC Chennai has struck off the name of the company as per the Public Notice No.ROC/CHN/STK-7/1/2017 dt.05.07.2017 for non filing of Balance Sheet and Annual Returns from the year 2010 onwards. The Company is still carrying on its business and its activities and therefore the present application is filed for restoration of the name of the company in the Register of Companies.

4. The petitioner submitted that since the Board of Directors of the Petitioner Company were basically, involved in

arranging the funds for the survival of the Company, further the petitioner company has been entrusted the job of filing the necessary annual accounts, returns and other documents to its authorised representative through its auditor and the petitioner company believed that the obligation entrusted to the said representative were being fulfilled. However, the said representative has not filed such returns with office of ROC. Therefore, they failed to file the balance sheet and annual returns from the year 2010 onwards. The petitioner company while being taking the steps to update the records by employing another auditor, meanwhile, the company has been dissolved by the Registrar of Companies, Tamil Nadu vide Notice No.ROC/CHN/STK-7/1/2017 dated 05.07.2017 and consequently the order of "struck off" was published in the Gazette of India **dated 15th-21st July, 2017 in page No.14659 under S.No.5159.**

5. The ROC, who is respondent herein, has filed counter affidavit wherein the details of the Company such as date of incorporation, address of the registered office and its main objects as per the memorandum of association are mentioned. While 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 orders imposing costs on the applicant. The ROC has 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. Heard. Perused pleadings and the documents filed in support of the contention of the both parties.

ORDER

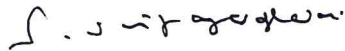
1. Having satisfied with the reasons mentioned above, the Tribunal is of the opinion that it would be just and proper to order **restoration of the name of the Company in the Register of Companies.**
2. The Company shall file all the pending financial statements and annual returns with ROC as per the Act and Rules made thereunder besides filing an affidavit stating that the Company was not involved in money laundering activities during the demonetization period or any unlawful activities during the relevant period.

3. Further the applicant company is directed to pay **the cost of Rs.10,000/-** (Rupees ten thousand only) to the ROC while submitting the documents. This is for the expenses to be incurred by ROC for publication in the Official Gazette and for other related expenses. Accordingly the **application is allowed.**

4. The ROC is directed to restore the Company in the Register of Companies. The applicant is directed **to place this order with ROC within 30 days** from the date of receipt of this order.

Company Petition No. **CP/146/(252)/2017** is hereby **disposed**

of.



(S.VIJAYARAGHAVAN)
MEMBER (TECHNICAL)



(K.ANANTHA PADMANABHA SWAMY)
MEMBER (JUDICIAL)

/pb/