

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

CP/177(252)/2017

Under Section 252 of the Companies Act, 2013

In the matter of

M/s. Ezee Tech Private Limited
(CIN: U72200TN2011PTC083320)

V/s

The Registrar of Companies, Chennai, Tamilnadu

Order delivered on: 28.12.2017

Coram:

**K. Anantha Padmanabha Swamy, Member (Judicial)
S. Vijayaraghavan, Member (Technical)**

For the Petitioners: Shri Abhishek Raman, Advocate
Shri Pawan Jhabakh, Advocate

ORDER

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

1. This is an application No.77/2017 filed under section 252(1) of the Companies Act, 2013 (hereinafter called as the Act) filed by M/s Ezee Tech Private Limited, 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 28.11.2011 in the State of Tamil Nadu and having its registered office is suited at No. 1/1, Tirumurti Street, T. Nagar Chennai-600017. The Authorised share Capital of the Company is Rs.1,00,000/- divided into 10,000

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 10,000 equity shares of Rs.10/- each. The Applicant Company is engaged in the business of Software Development, Marketing and distribution, hardware supply, data conversion, service for hardware and software, software consultancy, training and placement, integration and implementation of software systems of all kinds related to information technologies including internet centric information based logistics fulfilment, solutions and services and also Tele marketing etc.

3. The learned counsel appearing on behalf of the Applicant Company submitted that the company has been accumulating easy to remember telephone numbers from BSNL/MTNL from the various telephone exchanges in over 15 cities in India and also the necessary database to be in a position to satisfy a customers on their quires. It is further submitted that the applicant company had taken up the project work related to Tele Cell services provider and had created the platform among the general public a firm call centre which provides support to the general Public for almost 4 years. The Applicant Company has not filed its Balance Sheets and Annual Returns right from incorporation of the company till

today. The reason given by the Company for non-filing of returns is that the Company was focussing on a bigger project which was about to expand the applicant company business, but due to various reasons the project was not successful and this caused a delay in filing Balance Sheet and Annual Returns on time with the Registrar of Companies.

4. The ROC has issued notice under Section 248 of the Act, 2013 and the Applicant Company had accidentally missed to collect the notice served by the respondnet. 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 website of the Ministry of Corporate Affairs, the Notice of Striking Off and Dissolution bearing No. ROC/CHN/AR(VR)/4/PVT.ACT/STK-5 dated 13.04.2017 issued by the RoC under Section 248(5) of the Act. The Company is still carrying on its business and its activities and therefore the present Petition is filed for restoring the name of the company in the Register of Companies.
5. The ROC, who is the respondent herein, has filed the report wherein the details of the Company such as incorporation, address of the registered office and its main objects as per the memorandum of association are mentioned. The petitioner

company has failed to file the balance sheets and the annual returns since incorporation. 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 15-21st July, 2017 in page No.14722 under S.No.8293. The ROC inter-alia mentioned in his report 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. While submitting the above facts the ROC has stated that the application may be considered on merits and to direct the applicant Company to file all pending financial statements and annual returns and pass order levying cost on the applicant Company.
7. Heard. Perused pleadings and the documents filed in support of the contention of the both parties.
8. The learned counsel representing to the applicant company has submitted that the company failed to comply with the statutory requirements like filing of financial statements and annual returns from incorporation onwards. The reason for non-filing of financial statements and annual return by the Company with the Registrar of Companies is due to

inadvertence. Now, the present petition is 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 Company to comply with all the statutory requirements as per the Act.

9. The violation which is accepted by the applicant Company is due to non-filing of Balance Sheets and Annual Returns right from incorporation.
10. Further, the respondent/ROC in their report by way of counter submitted that this application may be considered on merits with a direction to the petitioner to file the above statements. Considering the above, the following order:

ORDER

1. Having satisfied with the reasons mentioned above, we are 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 demonetization period or any

unlawful activities during the relevant period. Further we direct the applicant company to pay **the cost of Rs.10,000/-** (Rupees Ten Thousand Only) which has to be paid to the Registrar of Companies as per the procedure prescribed for incurring the expenses for processing the file for restoring the Company in the register of ROC. Accordingly, the **application is allowed.**

3. 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.

4. Accordingly the Company Petition No. **CP/122/(252)/2017** stands **disposed of.**



(S. Vijayaraghavan)
Member (Technical)



(K. Anantha Padmanabha Swamy)
Member (Judicial)

TJS