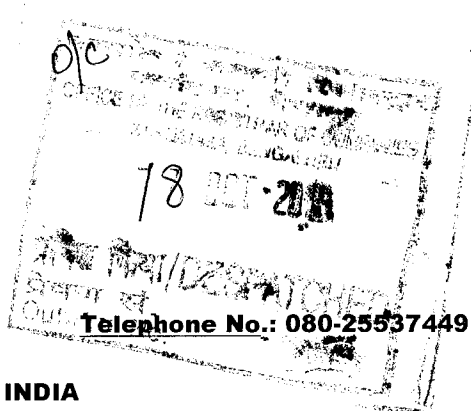




Email: roc.bangalore@mca.gov.in



Telephone No.: 080-25537449

**GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA  
II FLOOR, "E" WING, KENDRIYA SADAN, KORAMANGALA, BANGALORE - 560 034**

No. ROCB/ Adj. Order /Sec.454 /Co. No.082548

Date: 15.10.2019

**ORDER OF ADJUDICATION OF PENALTY UNDER SECTION 454 OF COMPANIES ACT 2013  
READ WITH RULE 3 OF THE COMPANIES (ADJUDICATION OF PENALITIES) RULES 2014 FOR  
VIOLATION OF PROVISIONS OF SECTION 12 OF THE COMPANIES ACT 2013 BY  
DISTINCTIVE EDUCATION PRIVATE LIMITED (THE COMPANY):**

1. In the matter of M/s DISTINCTIVE EDUCATION PRIVATE LIMITED incorporated on 28.08.2015 under the jurisdiction of Registrar of Companies, Bangalore with the registered office situated at A-104, UKN Esperanza Thubarahalli Varthur Main Road Bangalore, Bangalore -560066.
2. Whereas section 12(2) of the Companies Act 2013, a Company shall furnish to the Registrar verification of its registered office in Form Inc-22 within a period of 30 days of its incorporation in such manner as may be prescribed. However the Company has not filed the Form Inc-22 within stipulated time i.e by 28.09.2015 and filed the same only on 25.02.2018 vide SRN: H45658796 with a delay of 1245 days. The Company vide its adjudication application dated: 07.01.2019 admitted that the company and its officers in default had violated the provisions of the section 12(2) of Companies Act, 2013 and not filed form i.e Inc-22 within stipulated time.
3. Whereas, this office had issued a notice on 28.05.2019 to the addressees i.e M/s DISTINCTIVE EDUCATION PRIVATE LIMITED (THE COMPANY) and its officers in default viz. 1. Ms. Roshni Das Gupta, 2. Mr.Suresh Babu Gopinathan, 3. Ms. Mini Dwivedi, 4. Ms. Shereen Susan Idiculla, 5. Ms. Anuradha Das Gupta (directors) were called upon under Section 454(4) of the Companies Act, 2013, read with Rule 3(3) of the Companies (Adjudication of penalties) Rules 2014 to appear personally or through their authorized representative before the undersigned on **07.06.2019 at 3.15 p.m.** in the chamber of Registrar of companies, II Floor, E Wing, Kendriya Sadan, Koramangala, Bangalore-560034 for hearing.
4. On 07.06.2019 no one from the company attended the hearing. However the petitioner

Contd.....2

company vide its letter dated: 21.06.2019 requested for another hearing date as they could not attend said date (i.e 07.06.2019) and the matter was scheduled on 16.07.2019. Again none appeared on 16.07.2019. Hence, it was further adjourned to 22.07.2019 on request by the company.

5. On 22.07.2019 the authorized representative of the company, Shri Vinay B L, Practicing Company Secretary attended the hearing. However, he did not present the Board Resolution and was directed to present the same on the next hearing i.e 29.07.2019 so as to decide the officers in default in this matter. Subsequently one of the directors Ms. Mini Dwivedi furnished abstract of Board Resolution dated 28.09.2015 wherein it was mentioned that Ms. Mini Dwivedi, is designated as a director charged with the responsibility of compliance with the provision of the Companies Act, Direct and Indirect tax legislations, Labour legislations and other applicable Laws and charges with the responsibility of compliance with the above law. Hence as per the said Board Resolution Ms. Mini Dwivedi was the officer in default during the relevant period.
6. As per Section 12(8) of the Companies Act 2013, if any default is made in complying with the provisions of Section 12 of the said Act, the Company and every officer who is in default shall be liable to a penalty of one thousand rupees for every day during which default continues but not exceeding one lakh rupees.
7. On **05.09.2019** the matter was heard, Ms. Mini Dwivedi (director) attended the hearing and it is noticed that the Company and Ms. Mini Dwivadi are liable for a penalty of Rs 1,00,000/- each as per Section 12(8) of the Companies Act 2013. Accordingly, the undersigned in exercise of the powers vested to him vide Section 454(1) & (3) of Companies Act 2013 considering the delay of 1245 days, hereby impose a penalty of **Rs. 1,00,000/- each on the Company and Ms. Mini Dwivadi being the director who is charged with any responsibility including maintenance, filing or distribution of accounts or records, etc. as per section 2(60) (iv) of the Companies Act, 2013 (totaling to Rs.2,00,000/-) and hereby direct that they shall pay the penalty** immediately through MCA 21 portal and proof of payment be produced for verification within 30 days from the date of receipt of order.
8. Whereas sub-section (5) of section 454 of the Companies Act, 2013 provides that any

person aggrieved by an order made by the adjudicating officer under sub-section (3) may prefer an appeal to the Regional Director having jurisdiction in the matter and further sub-section (6) provides that every appeal under sub-section (5) shall be filed within sixty days from the date on which the copy of the order made by the adjudicating officer is received by the aggrieved person and shall be in such form, manner and be accompanied by such fees as may be prescribed.

9. Please note that as per Section 454(8) (i) of the Companies Act 2013, Where company does not pay the penalty imposed by the adjudicating officer or the Regional Director within a period of ninety days from the date of the receipt of the copy of the order, the company shall be punishable with fine which shall not be less than twenty-five thousand rupees but which may extend to five lakh rupees.

(ii) Where an officer of a company who is in default does not pay the penalty within a period Of ninety days from the date of the receipt of the copy of the order, such officer shall be punishable with imprisonment which may extend to six months or with fine which shall not be less than twenty-five thousand rupees but which may extend to one lakh rupees, or with both.

In case of default in payment of penalty, prosecution will be filed under section 454(8)(i) and (ii) of the Companies Act 2013 at your own costs without any further notice.

o/c



(CV SAJEEVAN)  
REGISTRAR OF COMPANIES,  
KARNATAKA

To,

No. ROCB/ DISTINCTIVE EDUCATION /Sec.454/082548

1. M/s DISTINCTIVE EDUCATION INDIA PRIVATE LIMITED  
A-104, UKN Esperanza Thubarahalli  
Varthur Road, Bangalore-560066

No. ROCB/ DISTINCTIVE EDUCATION /Sec.454/082548

2. Ms. MINI DWIVEDI, Director  
A104 UKN ESPERANZA THUBARAHALLI,  
VARTHUR MAIN ROAD BANGALORE 560066 KA