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**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA
II FLOOR, "E" WING, KENDRIYA SADAN, KORAMANGALA, BANGALORE - 560034**

No. ROCB/ Adj. Order /Sec.454 /Co. No.044097

/4197

Date: 03-12-2019

**ORDER OF ADJUDICATION OF PENALTY UNDER SECTION 454 OF COMPANIES ACT 2013
READ WITH RULE 3 OF THE COMPANIES (ADJUDICATION OF PENALITES) RULES 2014
FOR VIOLATION OF PROVISIONS OF SECTION 92 OF THE COMPANIES ACT 2013 BY
VASUDEV ADIGAS FASTFOOD PRIVATE LIMITED (THE COMPANY):**

1. In the matter of M/s VASUDEV ADIGAS PRIVATE LIMITED incorporated on 12.10.2007 under the jurisdiction of Registrar of Companies, Bangalore with the registered office situated at No.56/57, Jyothi Layout, Yelachenahalli, Near Jyothi Kendriya Vidyalaya, Kanakapura Main Road Bangalore 560078.
2. Whereas section 92(4) of the Companies Act 2013, every company shall file with the Registrar a copy of the annual return, within sixty days from the date on which the annual general meeting is held or where no annual general meeting is held in any year within sixty days from the date on which the annual general meeting should have been held together with the statement specifying the reasons for not holding the annual general meeting, with such fees or additional fees as may be prescribed, within the time as specified.
3. Whereas the company has not filed the Annual Return for the financial years 2014-15 and 2015-16 within 60 days from the date on which the Annual General Meeting should have been held and the Annual Returns were filled only on 16.02.2017 and 06.11.2017 respectively with a delay of 442 days and 339 days and submitted an application under section 92 of the Companies Act 2013. The company vide its application dated:14.06.2019 admitted that the Company and its Managing director had violated the provisions of the section 92 of the Act, with a delay of 442 days for the year 2014-2015 and delay of 339 days for the year 2015-16.
4. Whereas, this office had issued a notice on 19.09.2019 to the addressees i.e M/s VASUDEV ADIGAS FASTFOOD PRIVATE LIMITED (THE COMPANY) and its officer in default viz. Mr. JACOB KURIAN (Managing director) who were called upon under Section 454(4)

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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 **26.09.2019 at 2:30 p.m.** in the chamber of Registrar of companies, II Floor, E Wing, Kendriya Sadan, Koramangala, Bangalore-560034 for hearing.

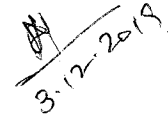
5. In response to the notice, the authorized representative, Shri Rafeeulla Shariff (Practicing Company Secretary) attended the hearing on 26.09.2019 at 2:30 p.m. on behalf of the company for adjudicating the matter.
6. As per section 92(5) of the Companies Act 2013, If a company fails to file its annual return under sub-section (4), before the expiry of the period specified therein, such company and its every officer who is in default shall be liable to a penalty of Rs 50,000/- and in case of continuing failure, with a further penalty of Rs. 100/- for each day after the first during which such failure continues, subject to a maximum of Rs.5,00,000/-.
7. On **26.09.2019** the matter was heard. It was noticed that the Company is liable for a penalty of Rs 94,200/- (50,000 + 442 x 100) for the year 2014-2015 and Rs 83,900/-(50,000 + 339 x 100) for the year 2015-2016 as per Section 92(5) 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 hereby impose a penalty of **Rs 94,200/- for the year 2014-2015 and Rs 83,900/- for the year 2015-2016 (totaling to Rs1,78,100/)** on the Company and hereby direct that the company shall pay the penalty immediately in the 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 and prosecution will be filed without any further notice.
10. Since Shri Jacob Kurian, Managing Director of the company has not filed adjudication application as on date, he is directed to make the offence good within **30 days** by filing separate adjudication application.



(C V SAJEEVAN)
REGISTRAR OF COMPANIES,
KARNATAKA.




3.12.2018

To,

No. ROCB/ VASUDEV ADIGAS /Sec.454/044097

M/s VASUDEV ADIGAS FASTFOOD PRIVATE LIMITED
No. 56/57, Jyothi Layout, Yelachenahalli,
Near Jyothi Kendriya Vidyalaya,
Kanakpura Main Road,
Bangalore 560078