

BEFORE THE ADJUDICATING OFFICER

ROC -cum- OL, ODISHA, CUTTACK

(ADJUDICATION ORDER NO. ROC/CTC/AO/12/30220/2019)

ORDER

**UNDER SECTION 454 OF THE COMPANIES ACT, 2013 READ WITH THE
COMPANIES (ADJUDICATION OF PENALTIES) RULES, 2014**

**SMUG MARKETING PRIVATE LIMITED
CIN : U74999OR2019PTC030220**

Appointment of Adjudicating Officer :-

1. The Ministry of Corporate Affairs vide its Gazette Notification No. A-42011/112/2014-Ad. II dated 24.03.2015 appointed the undersigned as Adjudicating Officer (hereinafter referred to as "the A.O") in exercise of the powers conferred under Section 454 of the Companies Act, 2013 (herein after known as The Act) read with Companies (Adjudication of Penalties) Rules, 2014.

Company :-

- 2 Smug Marketing Private Limited (herein after known as the Company) CIN U74999OR2019PTC030220 is a registered company with the office of the ROC -cum- OL, Odisha and having its registered office address at Plot No. N5/420, IRC Village, Nayapalli, Bhubaneswar : 751 012, Khordha, Odisha, India as per the records maintained by this office in online registry.

Show Cause Notice, Reply and Personal Hearing :

3. The Reserve Bank of India, Bhubaneswar has intimated this office that the representative of Market Intelligence Unit visited the recorded registered office address of the company and found that the company did not exist at the said address. On the basis of the said information this office issued letter to the company at its recorded address vide this office letter No. ROC/Sec.12/30220/2019/2079 dated 09.12.2019 seeking clarification, but the said letter was returned undelivered with the postal remark "No such Addressee"

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3. As both the aforesaid notices/letters were returned undelivered, it is presumed that the company has not maintained its registered office at the recorded address furnished by it and available in MCA21 records. Hence, the Adjudicating Officer issued Show Cause Notice under Sub-Rule (2) of Rule 3 of the Companies (Adjudication of Penalties) Rules, 2014 for contravention of Section 12(1) of the Companies Act, 2013 to the Company and its directors/ officer-in-default viz. Shri Bishnu Das (DIN 08327234) and Ms. Snigdhamayee Sahoo (DIN 08327235), but the Show Cause Notices addressed to the company was returned undelivered with postal remark "Not Such Addressee".
4. Thereafter, Notice of Inquiry was also issued vide this office Show Cause Notice No. ROC/Sec. 454/30220/2019/2474(3) dated 06.02.2020 pursuant to Rule (3) of Companies (Adjudication of Penalties) Rules, 2014 to the Company and Officers/Directors (Noticee) calling upon them to appear personally or through authorized representative under Rule 3(3) of the Companies (Adjudication of Penalties) Rules, 2014 on 24.02.2020 at 2.30 PM. The said Notice addressed to the company also returned undelivered with postal remark "Unclaimed".

Provisions of the Companies Act, 2013 :

5. Sub-Section (1) of Section 12 of the Act provides, "A company shall, on and from the fifteenth day of its incorporation and at all times thereafter, have a registered office capable of receiving and acknowledging all communication and notices as may be addressed to it."

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6. The letters issued by this office to the company at its registered office have been returned undelivered which proves that the company has not been maintaining its registered office, hence contravention of the Provisions of Sub-Section (1) of the Companies Act, 2013 is proved against the company and its directors/officers

inviting penal action under sub-section (8) of Section 12 of the Companies Act, 2013. The offence is of serious nature since non-maintenance of registered office by the Company put itself out of reach of stakeholders/regulatory authorities and other concerned.

The object of maintaining the registered office of company is in the public interest, to enable the investors, public and whosoever interested in the company can access the fundamental information about the company and its management.

7. On the fixed date i.e. on 24.02.2020, Shri Bishnu Das, one of the directors appeared before the Adjudication Officer and stated that the other director viz. Ms. Snigdhamayee Sahoo shifted to her in-law house after marriage also admitted that they have not maintaining the registered office at the recorded address since long.
07. Having considered the facts, circumstances and documentary evidence of the case, and after taking into account of the above factors, the A.O. is of the considered view that the company and its officers are in-default in not maintaining the Registered Office for a period of 62 days i.e. from 23.12.2019 to 24.02.2020. Hence, the A.O. imposes penalty on the Company and its Directors/Officer-in-Default as per the Table below for violating the provisions of Section 12 of the Companies Act, 2013.

Violation of the Companies Act, 2013	No. of days of Default*	Penalty imposed on Company/ Directors	Penalty Imposed (Rs.)	Total (in Rs.)
Provisions of Section 12 of the Companies Act, 2013 (Non-maintenance of Registered Office)	62 days*	On Company	Rs. 1,000/- x 62 days	62,000/-
		Shri Bishnu Das	Rs. 1,000/- x 62 days	62,000/-
		Ms. Snigdhamayee Sahoo	Rs. 1,000/- x 62 days	62,000/-

- No. of days have been calculated from 23.12.2019 (Date of return of first letter issued by this office) to 24.02.2020 (Date of hearing) (Both days excluded)

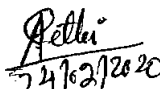
08. The company and its directors are hereby directed to rectify the default immediately from the date of receipt of copy of this order.

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09. The Penalty imposed shall be paid through the Ministry of Corporate Affairs portal only.
10. Appeal if any against this order may be filed in writing with the Regional Director, Eastern Region, Ministry of Corporate Affairs, Nizam Palace, 3rd Floor, 234/4, A.J.C. Bose Road, Kolkata : 700 020 within a period of sixty days from the date of receipt of this order, in Form ADJ setting forth the grounds of appeal and shall be accompanied by a certified copy of this order. [Section 454 of the Companies Act, 2013 read with the Companies (Adjudicating of Penalties) Rules, 2014].
11. Your attention is also invited to Section 454(8) of the Act regarding consequences of non-payment of penalty.
12. In terms of the provisions of sub-rule (9) of Rule 3 of the Companies (Adjudication of Penalties) Rules, 2014, a copy of this order is being sent to (1) Smug Marketing Private Limited, Plot No. N5/420, IRC Village, Nayapalli, Bhubaneswar : 751 012, Khordha, Orissa, (2) Shri Bishnu Das (DIN 08327234), S/o. Lingaraj Das, Plot No. 1088, Near By Sakaleswar Temple, At/Po: Bharatpur, Bhubaneswar : 751 003, (3) Ms. Snigdhamayee Sahoo (DIN 08327235), D/o. Naba Kishor Sahoo, Sariapada, Balarampur, Dhenkanal : 759 025 and also the Secretary to the Govt. of India, Ministry of Corporate Affairs, Shastri Bhawan, A Wing, 5th Floor, Dr. R. P. Road, New Delhi : 110 001.

Place : Cuttack

Dated, the 24th February, 2020


24/02/2020
(A. K. SETHI)
Adjudicating Officer, Odisha
ROC -cum- OL, Odisha