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भारत सरकार/GOVERNMENT OF INDIA

कारपोरेट कार्य मंत्रालय/Ministry of Corporate Affairs

कार्यालय(प.बंगाल)/Office of the Registrar of Companies (West Bengal)

निजाम पैलेस,दुसरा एम एस ओ बिल्डिंग,द्वितीय तल/Nizam Palace, 2nd M. S. O. Building, 2nd Floor

आचार्य जगदीश चन्द्र बोस रोड/ 234/4, Acharya Jagadish Chandra Bose Road

कोलकाता/KOLKATA – 700 020

No. ROC/SEC-12/2019/224193/penalty order/

Dated: 24-04-2019

**Order for Penalty for violation of section 12(1) r/w Section 12(4) of the Companies Act,
2013**

M/S. ADORABLE ALLOYS LIMITED.

U51901WB2018PLC224193

Appointment of Adjudicating Officer:-

1. Ministry of Corporate Affairs vide its Gazette Notification No A-42011/112/2014-Ad.II dated 24.03.2015 appointed undersigned as Adjudicating Officer in exercise of the powers conferred by section 454 of the Companies Act, 2013 [herein after known as Act] read with Companies (Adjudication of Penalties) Rules, 2014 for adjudicating penalties under the provisions of this Act.

Company:-

2. Whereas, Company M/S. ADORABLE ALLOYS LIMITED. [herein after known as Company] is a registered company with this office under the provisions of Companies Act, 2013/1956 (or previous Acts in force, as applicable) having its registered address at C/o. Jindal (India) Limited, Jangalpur, P.O. Argori, G.P, Andul, Howrah- 711302 as per MCA website.

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Facts about the Case:-

3. AND WHEREAS, the Office of the Regional Director (Eastern Region), Ministry of Corporate Affairs, Kolkata during the course of processing of application under section 230-232 of the Companies Act, 2013, a letter was sent to the applicant company through speed post at its recorded registered office address have been returned back undelivered by the postal authorities with remarks as "Not Known", therefore it is transpired that registered office of the subject company was not maintained in terms of the provision of Section 12 of the Companies Act, 2013. This resulted into contravention of section 12 of the Companies Act, 2013."
4. AND WHEREAS, as per instruction of Regional Directorate dated 31.10.2018 this office issued a show cause notice dated 20-11-2018 to the Company and its officers for which reply has been received on 05-12-2018 and communicated to Regional Directorate on 11.12.2018.
5. AND WHEREAS, as per the Directorate vide letter dated 07.02.2019, the official of this office has conducted a physical/spot verification of the registered office of the company on 08.03.2019 and reported that the company is maintaining its registered office at the declared address.
6. Sections 12 (1), 12(4) and 12(8) are reproduced as under:-

Section 12(1) - 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 communications and notice as may be addressed to it.

Section 12(4) - Notice of every change of the situation of the registered office, verified in the manner prescribed, after the date of incorporation of the company, shall be given to the Registrar within fifteen days of the change, who shall record the same.

Section 12(8) - If any default is made in complying with the requirements of this section, the company and every officer who is in default shall be liable to a penalty of one thousand rupees for every day during which the default continues but not exceeding one lakh rupees.



7. Whereas, this office had issued "Notice for Inquiry" vide No. ROC/Legal/S-12/2019/224193/89 to 92 dated 04-04-2019 to the company and directors/Officers in default, to appear personally or through authorized representative under Rule 3 (3), Companies (Adjudication of Penalties) Rules, 2014, and with reference to this office earlier notice bearing No. ROC/LEGAL/S-12/224193/2665 to 2668/4207 to 4210 dated 15.03.2019 the matter has been adjourned as per the request of the authorized representative and fixed for hearing on 11.04.2019.
8. In pursuance of notice of hearing issued by this office, Shri. Arani Guha, Advocate appeared before adjudicating officer and represented the matter on behalf of the subject company and directors. The cause of action starts at a time when the letter vide dated 20.11.2018 from the office of Regional Director which was returned undelivered with reference to section 230-232 of the Companies Act, 2013. The subject company has submitted its reply in pursuance of the show cause notice issued by this office subsequent to above. On examination of the reply submitted by the company, it is very clear that the subject company has failed to receive the said letter dated 20.11.2018 issued by the office of RD(ER), and hence non- maintenance of its registered office. Accordingly, the company has failed to maintain its registered office during the said point of time, despite the fact that the subject company had received all subsequent letters issued by this office and also confirm the existence of the registered office through physical examination conducted by this office. Thus, the Company and its directors/officers, in default are liable for penalty as per section 12(8) of the Act, 2013 for the non-maintenance of its registered office and lapse thereof.

ORDER

9. Having considered the facts and circumstances of the case and after taking into account the factors above, I hereby impose a penalty of Rs. 10,000/- (Rupees Ten



Thousand Only) for Company and Rs. **5,000/-** (Rupees Five Thousand Only) for each of the three Directors in default till date under Section 12(8) of the Act for failure to make compliance of the Act u/s. 12(1) r/w 12(4) of the Act. I am further of the opinion that penalty is commensurate with the aforesaid failure committed by the Noticee.

10. The noticee shall pay the said amount of penalty individually for the company and its directors (out of own pocket) by way of e-payment [available on Ministry website www.mca.gov.in] under "Pay miscellaneous fees" category in MCA fee and payment Services within 90 days of receipt of this order. The Challan/SRN generated after payment of penalty through online mode shall be forwarded to this Office Address.
11. Appeal against this order may be filed in writing with the Regional Director (ER), Ministry of Corporate Affairs, Kolkata within a period of sixty days from the date of receipt of this order, in Form ADJ [available on Ministry website www.mca.gov.in] setting forth the grounds of appeal and shall be accompanied by a certified copy of the this order. [Section 454(5) & 454(6) of the Act read with Companies (Adjudicating of Penalties) Rules, 2014].
12. Your attention is also invited to section 454(8) of the Act in the event of non-compliance of this order.

Joseph Jackson
(K G JOSEPH JACKSON)

**Registrar of Companies & Adjudicating Officer
West Bengal**



To

1. **M/S. ADORABLE ALLOYS LIMITED (COMPANY)**

NH-6, VILL- JANGALPUR,
P.O.- ARGORI, G.P. ANDUL,
HOWRAH- 711302, WEST BENGAL

2. JAGDISH GARODIA
SUKHCHAR PARK, SUKHCHAR PANIHATI,
NORTH 24 PARGANAS SUKCHAR,
KOLKATA 700115 WB IN
3. SATISH KUMAR ALMAL
251, GT ROAD LILUYA,
BALLY MUNICIPALITY,
HAORA 711204 WB IN
4. SAMIR KUMAR DAS
5A UMESH DUTTA LANE,
BEADON STREET
KOLKATA 700006 WB IN

Copy to:- The Regional Director (ER), Ministry of Corporate Affairs, 234/4, A.J.C Bose Road,
2nd M.S.O. Building, 2nd Floor, Kolkata-700020, for information please.



प्रमाणित सत्य प्रतिलिपि
Certified to be true Copy

उप/सहायक कम्पनी रजिस्ट्रार
Copy/Assistant Registrar of Companies
पश्चिम बंगाल/West Bengal
कोलकाता/Kolkata