

In the matter of Companies Act 2013

And

**In the matter of adjudication proceeding under Sub-section (1)
of section 12 of the Companies Act, 2013. /2612**

And

In the matter of

20 APR 2017

- 1) M/s Stuti Corporate Services Pvt. Limited,
117, 1st floor, Indraprastha Complex,
Pancheshwar Tower Road, Jamnagar, Gujarat- 361 001..
- 2) Shri Chandrasekhar Ananthkrishanan Sharma (Director)
D/8- Super Soc. Ram, Devnagar Satellite,
Ahmedabad- 380 001.
- 3) Shri Hitesh Manharlal Samvedi (Director)
15 Vipul Vihar Society, B/h Kameshwar School, Jodhpur Cross Road,
Ahmedabad- 380 015.

.....Respondents

Date of hearing- 12/04/2017

Present

- | | |
|--|---|
| 1. Shri V. K. Khubchandani, Registrar of Companies | Adjudicating Officer |
| 2. Shri Sudhir Phaye, Dy. Registrar of Companies, | Presenting Officer |
| 3. Shri Naresh Chandra, Senior Technical Assistant | Present staff |
| 4. Shri Uday G. Dave, | Company Secretary and
authorised representative of
the above respondents. |

ORDER

The above named company was incorporated on 31.11.2010 and as per record of this office presently having its Registered office situated at 117, 1st floor, Indraprastha Complex, Pancheshwar Tower Road, Jamnagar, Gujarat- 361 001.

The Regional Director (NWR), Ahmedabad had sent letter to M/s. Stuti Corporate Services Private Limited in the matter of Scheme of Arrangement in the nature of Demerger and transfer of Business Undertaking of M/s. QX KPO Services Private Limited vide letter No. RD (NWR),391-394/603/2016/4663 dated 03.02.2017, but the same was returned undelivered by the postal authority. Thus it was observed by the Regional Director (NWR) that M/s. Stuti Corporate Services Private Limited is not maintaining its Registered Office on the aforesaid address, thereby violated the provisions of Section 12(1) of the Companies Act, 201. Further, the Regional Directorate (NWR) vide their letter No. RD (NWR)/391-394/(603)/2016/4994 dated 20.02.2017 has directed this office to initiate action under section 12(8) for violation of Section 12(1) of the Companies Act, 2013.

As per section 12(1) of the Companies Act, 2013, a company shall, on and from the fifteenth day of its incorporation and at all times there after, have a registered office capable of receiving and acknowledging all communication and notices as may be addressed to it.


- 1) In view of the above facts the undersigned has reasonable cause to believe that the provision of Section 12(1) of the Companies Act, 2013 not been complied with by the Company and its officers in default. Thus, the Company and its officers in default have rendered themselves liable to be panel action as provided in sub-section (8) of section 12 of the Companies Act, 2013. As per provision of section 12 (8), there is provision for penalty for which the ROC is empowered to adjudicate the penalty under section 453 (3) of the Companies Act, 2013.
- 2) The office of the Registrar of Companies, Gujarat, Dadra and Nagar Haveli issued adjudication notice for violation of section 12 of the Companies Act, 2013 to the Company and its Respondents on 23.03.2017 by giving an opportunity of being heard in the matter of adjudication proceeding before the undersigned on 5th April, 2017.
- 3) The undersigned in exercise of power conferred under sub section 3 of section 454 of the Companies Act, 2013 fixed the date of hearing on 05.04.2017 for adjudicate penalty for violation of provision of section 12 (1) of the Companies Act, 2013.
- 4) In response to the adjudication notice dated 23.03.2017 issued by the undersigned, the Company and its officer in default in the matter have authorized Shri Uday G. Dave, Practicing Company Secretary vide Board Resolution passed on 01.04.2017 and its authorization letter dated 03.04.2017 to appear and represent before the adjudicating authority- Registrar of Companies, Gujarat on above given date and time for oral and written submission and to all acts and things as may be necessary and incidentally in the matter.
- 5) That, Shri Uday G. Dave, Practicing Company Secretary, vide letter dated 05.04.2017 requested this office to extend the time for hearing in the adjudication matter for submission of related documents. This office vide letter No. ROC/Guj/SCN/SEC-12(1).STUT/2017 dated 05.04.2017 granted time to remain present on 12.04.2017.
- 6) That Shri Uday G. Dave, Practicing Company Secretary presented before the undersigned on 12.04.2017. That during the hearing on 12.04.2017, Shri Uday G. Dave, Practicing Company Secretary and Authorized representative of the Respondents reiterated submissions made in the adjudication notices. He further submitted that violation on the part of the Respondents was absolutely unintentional and was committed inadvertently without any malafied intension. In this connection, an affidavit is submitted by one of the director of the company stating that due to some inevitable social reason, the registered office maintained by the company was closed on the day of delivery of letter issued by office of the Regional Director (NWR), Ahmedabad. The company has submitted latest utility bill issued by BSNL and NOC of owner of premised showing the address of registered office of the Company which is tallied as per MCA records.

That keeping in mind all the relevant facts and after consideration of the oral submissions made by Shri Uday G. Dave, Practicing Company Secretary and Authorized Representative of the Respondents, it is observed that the company and Respondent No. 2 and 3 had committed default under section 12 (1) of the Companies Act, 2013 for not maintaining of registered office capable on receiving and acknowledging notice issued by the Directorate vide Letter dated 03.02.2017. After taking into consideration all the relevant facts of the cases, penalty Rs. 2,000/- on Company and Rs. 950/- on each Respondents for the said period.

The penalties imposed as under should be paid by the Respondents within 10 days and submit the copies of Challan to this office:-

Sr. No.	Name of the Respondents	Amount (In Rs.)
1.	M/s Stuti Corporate Services Private Ltd. 117, 1 st floor, Indraprastha Complex, Pancheshwar Tower Road, Jamnagar, Gujarat- 361 001.	2,000/-
2.	Shri Chandrasekhar Ananthkrishnan Sharma (Director)	950/-
3.	Shri Hitesh Manharlal Sambedi (Director)	950/-

The adjudication notice stands disposed of with this order.

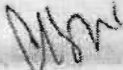

(V.K. Khrubhandani)
Adjudicating officer,
Registrar of Companies,
Gujarat, Dadra and Nagar Haveli.

Signed this 19 day of April, 2017.

Copy to:

1. M/s Stuti Corporate Service Pvt. Ltd.,
117, 1st floor, Indraprastha Complex, Pancheshwar
Tower Road, Jamnagar, Gujarat- 361 001
2. Shri Chandrasekhar Ananthkrishnan Sharma (Director)
D/8- Super Soc, Ram Devnagar, Satellite,
Ahmedabad- 380 001.
3. Shri Hitesh Manharlal Sambedi (Director),
15 Vipul Vihar Society, B/h, Kameshwar School,
Jodhpur Cross Road, Ahmedabad- 380 015.
4. Regional Director (NWR)
Ministry of Corporate Affairs,
Ahmedabad, with reference to the Directorate's Letter No. RD (NWR)
/391-394/(603)/4994 dated 20.02.2017.

5. The Director (R & S Division)
Ministry of Corporate Affairs,
5th Floor, Paryavaran Bhavan, CGO Complex,
Lodhi Road, New Delhi
6. Mater File
7. Office Copy


(V.K. Khubchandani)
Adjudicating officer,
Registrar of Companies,
Gujarat, Dadra and Nagar Haveli.