

**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.**

And

**In the matter of M/S. SWORD & SHIELD PHARMA LIMITED.**

30 MAY 2019 / 114V

1. M/s. SWORD AND SHIELD PHARMA LTD  
55, World Business House, Near Parimal Garden,  
Ambawadi, Ahmedabad-380006.
  2. PRAVINBHAI MANEKLAL PATEL (Managing Director)  
A-24, NANDANVAN BUNGLOWS,  
NR, AUDA WATER TANK,  
THALTEJ- HEBATPUR ROAD,  
THALTEJ, AHMEDABAD,380059
  3. KIRTIKUMAR SANKARLAL PATEL (CFO(KMP) )  
29, RADHE BUNGLOWS, NEAR NARAYAN SCHOOL,  
AJWA ROAD,VADODARA-390019.
  4. ANKITABEN KANUBHAI LUNAGARIYA (Company Secretary)  
TO. LAPALIYA, TA. AMRELI,  
DIST. AMRELI-365601,Gujarat
- .....Respondents

**Date of hearing- 20.05.2019.**

**Present**

1. Shri L. R. Meena, Registrar of Companies      Adjudicating Officer
2. Shri Naresh Chandra, Senior Technical Assistant      Present staff
3. Shri Anand Lavingia (PCS)      Company Secretary  
(PCS) and authorised  
representative of the  
above respondents.

## ORDER

The above named company was incorporated on 28.02.1995 and as per record of this office presently the company is having its registered office situated at 55, World Business House, Near Parimal Garden, Ambawadi, Ahmedabad-380006.

**WHEREAS M/s. SWORD & SHIELD PHARMA LIMITED** (herein after referred to as "company") is a company having its Registered office at 55, World Business House, Near Parimal Garden, Ambawadi, Ahmedabad-380006 registered under the provisions of the Companies Act, 1956 (hereinafter referred to as "Act") in the state of Gujarat.

**And whereas** 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 thereafter should have a registered office capable of receiving and acknowledging all communications and notices as may be addressed to it.

**And Whereas** the Regional Director (NWR) had issued Letter No. RD (NWR)/230-232/(244)/ 2018-19/180 dated 09.04.2019 to M/s. SWORD AND SHIELD PHARMA LTD on its above registered office of the Company in the matter of scheme of amalgamation, but the said letter was returned back by the Postal Authority with the remarks "Left".

**And whereas,** the Regional Director (NWR) vide letter No. RD (NWR)/230-232/(244)/2018-19/434 dated 25.04.2019 directed the undersigned that the subject company has not maintaining its registered office in compliance of section 12 of the Companies Act, 2013 and initiate necessary action for violation of section 12 of the Companies Act, 2013.

**And whereas,** in view of the above facts & observation, it appears that the company is not maintaining its registered office and the provision of section 12(1) of the Companies Act, 2013 has been contravened and the company and every officer of the company, who is in default shall be liable for action under section 12(8) of the Companies Act, 2013.

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 penal 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 454 (3) of the Companies Act, 2013.

2. On the basis of adjudication application dated 02.05.2019, the office of the Registrar of Companies, Gujarat, Dadra and Nagar Haveli issued adjudication notice for violation of section 12(1) of the Companies Act, 2013 to the Company and its Respondents on 14.05.2019 by giving an opportunity of being heard in the matter before the undersigned on 22.05.2019.
3. That in response of the adjudication notice dated 22.05.2019, Shri Anand Lavingia (PCS) has visited to the office of the undersigned on 20.05.2019 and requested the undersigned to process and hear the matter of adjudication for violation of section 12(1) of the Companies Act, 2013 on 20.05.2019 in place of 22.05.2019. The adjudication office has grant the permission to Shri Anand Lavingia (PCS) appears on behalf of the respondents for hearing the matter on spot on 20.05.2019 instead of 22.05..2019 accordingly.
4. 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 20.05.2019 instead of 22.05.2019 for adjudicating penalty for violation of provision of section 12 (1) of the Companies Act, 2013.
5. In response to the adjudication notice dated 14.05.2019 issued by the undersigned, the Company and its officer in default vide Board Resolution and Memorandum of appearance dated 02.05.2019 have authorized Shri Anand Lavingia, Practicing Chartered Accountant to appear and represent before the adjudicating authority- Registrar of Companies, Gujarat on the 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.
6. During the hearing on 20.05.2019, Anand Lavingia, Practicing Chartered Accountant and Authorized representative of the Respondents reiterated submissions made in the adjudication notices. He tendered adjudication application dated 02.05.2019 before the members. He oral stated that due to leave of few staff members of the company on the day of delivery of letter calling for information by the office of the Regional Director, the office was closed for few hours by the operating staff, this very reason the notice

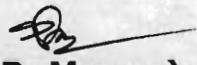


sent by the Regional Directorate was not received by the company and has been returned with the remarks "Left". He informed that violation on the part of the Respondents was absolutely unintentional and was committed inadvertently without any malafied intension.

7. That keeping in mind all the relevant facts and after consideration of the oral submissions made by Anand Lavingia, Practicing Chartered Accountant and Authorized Representative of the Respondents, it is observed that the company and Respondent No. 2 to 4 have committed default under section 12 (1) of the Companies Act, 2013 for not maintaining of registered office. The submission made by the company appears to be satisfactory. However, as a matter of the fact that the notice sent by Directorate was undelivered as above stated, it is hereby ordered that sum of Rs. 3,000/- each to company and its 3 officers have been imposed as penalty and the matter stand disposed off.
8. The penalties imposed as under should be paid by the Respondents as per Law and submit the copies of Challan to this office. The company should file the INC 28 with attachment of this order and copy of aforesaid Challan.

| Sr. No. | Name of the Respondents                           | Amount (In Rs.) |
|---------|---|-----------------|
| 1.      | M/s. SWORD AND SHIELD PHARMA LTD                  | 3,000/-         |
| 2.      | PRAVINBHAI MANEKLAL PATEL (Managing Director)     | 3,000/-         |
| 3.      | KIRTIKUMAR SANKARLAL PATEL (CFO(KMP) )            | 3,000/-         |
| 4.      | ANKITABEN KANUBHAI LUNAGARIYA (Company Secretary) | 3,000/-         |
|         | <b>Total Rs.</b>                                  | <b>12,000/-</b> |

The adjudication notice stands disposed of with this order.

  
**(L. R. Meena)**  
Adjudicating officer,  
Registrar of Companies,  
Gujarat, Dadra and Nagar Haveli.

**Signed this 20<sup>th</sup> day of May, 2019.**

Copy to:

1. M/s. SWORD AND SHIELD PHARMA LTD  
55, World Business House, Near Parimal Garden,  
Ambawadi, Ahmedabad-380006.
2. PRAVINBHAI MANEKLAL PATEL (Managing Director)  
A-24, NANDANVAN BUNGLOWS,  
NR, AUDA WATER TANK,  
THALTEJ- HEBATPUR ROAD,  
THALTEJ, AHMEDABAD,380059
3. KIRTIKUMAR SANKARLAL PATEL (CFO(KMP) )  
29, RADHE BUNGLOWS, NEAR NARAYAN SCHOOL,  
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4. ANKITABEN KANUBHAI LUNAGARIYA (Company Secretary)  
TO. LAPALIYA, TA. AMRELI,  
DIST. AMRELI-365601,Gujarat
- ~~5. Master File~~
6. Office Copy