



भारत सरकार
कारपोरेट कार्य मंत्रालय
कार्यालय रजिस्ट्रार ऑफ कम्पनीज
पंजाब एवं चंडीगढ़,
कारपोरेट भवन
प्लॉट नम्बर 4-बी, सेक्टर 27-बी, चंडीगढ़
फोन नम्बर: 0172 2639415, 2639416

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF
COMPANIES PUNJAB AND
CHANDIGARH,
CORPORATE BHAWAN
PLOT NO.4-B, SECTOR 27B,
CHANDIGARH PHONE NO.172-2639415,
2639416

No. ROC CHD/2019-20/12(8)/048086/ 378

Dated: 13/8/2020

ORDER UNDER SECTION 454 FOR VIOLATION OF SECTION 12 OF THE COMPANIES ACT, 2013, READ WITH COMPANIES (ADJUDICATION OF PENALTIES) RULES, 2014

IN THE MATTER OF M/S WAYOUT MANAGEMENT PRIVATE LIMITED.

CIN:U74999PB2018PTC048086

1. The Ministry of Corporate Affairs vide its gazette notification no OS.831(E) dated 24.3.2015, has appointed the undersigned as **Adjudicating Officer(AO)** in exercise of the powers conferred by **section 454 of the Companies Act, 2013** (hereinafter known as Act) read with **Companies (Adjudication of Penalties) Rules, 2014** for adjudging penalties under the provisions of this Act.
2. Whereas, Wayout Management Private Limited (herein after referred to as "the Company") is a company registered with this office under the Provisions of the Companies Act, 2013/1956 ((or previous Acts in force, as applicable) having its registered office situated at SCF-28, Third Floor, Phase-7, Industrial Area, Mohali-160055.

Provisions of the Act:-

3. In terms of **Section 12(1) of the Act-** A company shall, on and from the from the thirtieth day of its incorporation and at all times thereafter, have a registered office capable of receiving and acknowledging all communications and notices as may be prescribed.

Section 12(4) of the Act provides that a 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 thirty days of the change, who shall record the same.

AND as per **Section 12(8) of the Act**- if any default is made in complying with the requirement 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.

Facts about the case:-

4. Wherein this office has forwarded complaints received through PG Portal No.PMOPG/E/2019/0320486 and PMOPG/D/2019/0246011 against the company, for seeking comments of the company, vide this office letters dated 25.07.2019 and 13.08.2019 at its registered office address at SCF 28, Third Floor, Phase-7, Industrial Area, Mohali-160055.Both the letters dated 25.07.2019 and 13.08.2019 received back undelivered with postal remark "address left without intimation". Further, this office has issued show cause notice under section 12(8) of the companies Act, 2013 read with companies (adjudication of penalties) Rules, 2014 to the company and its directors vide this office letter No.ROC/CHD/2019-20/12(8)/048086/1708 to 1710 dated 29-11-2019. Show cause notice dated 29-11-2019 received back undelivered with postal remark "Address left without intimation". Thus, the company and its officer in default has failed to furnish any reply to the said show cause notices.
5. Thereafter, a "Notice for Inquiry" vide No. ROC CHD/2019-20/12(8)/48086/197 to 199 dated 03-02-2020, was issued to the company and its officers in default as **per [Rule 3(3), Companies (Adjudication of Penalties) Rules 2014]** and a hearing was fixed for 27.02.2020 at 11.00 AM in the Office of Registrar of Companies, Punjab & Chandigarh, Plot No. 4-B, Sector 27-B, Madhya Marg, Chandigarh-180012. The Notice for Inquiry dated 03.02.2020, sent to the Company has also been received back undelivered with postal remark "Address left without intimation".
6. None of the representative of the company or directors have appeared on the date so fixed. Hence as per **Rule 3(8), Companies (Adjudication of Penalties) Rules 2014**, the matter is being proceeded with in the absence of such persons.

The Show Cause Notice dated 29.11.2019, and Notice for Inquiry dated 03.02.2020, have been received back undelivered. Further, neither any representative of the Company nor its directors have appeared before the undersigned which has further strengthened the apprehension that the Company is not maintaining its registered office. Having Considered the facts and circumstances of the case and after taking into account the factors above, it is concluded that the company and its officers in default are liable for penalty as prescribed under Section 12(8) of the Act for non-maintenance of registered office of the company viz. WAYOUT MANAGEMENT PRIVATE LIMITED for 216 days i.e. with effect from 27.07.2019 (date of return of the letter dated 25.07.2019) to 27.02.2020 (date of hearing of directors before the Adjudicating Officer) in terms of Section 12(1) of the Act.

Accordingly, I inclined to impose a penalty as prescribed under Sub-Section (8) of Section 12 of the Companies Act, 2013. The details of the penalty imposed on the company and officers in default are shown in the table below:

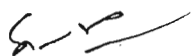
Nature of Default	Violations under Companies Act,2013	Name of person on whom penalty imposed	No. of days of default	Per day penalty for default (Rs)	Total Default amount (Rs)	Maximum Limit for penalty (Rs)	Final penalty Imposed (Rs)
Non-Maintenance of Registered Office	S.12(1)	On Company	216	1000	216*1000 =216000	100000	100000
		Sh.Pardeep Kumar	216	1000	216*1000 =216000	100000	100000
		Sh.Saurabh Jain.	216	1000	216*1000 =216000	100000	100000

I am of this opinion that penalty is commensurate with the aforesaid failure committed by the Noticee and penalty so imposed upon the **Officers-in-default shall be paid from their personal sources/income.**

It is further directed that penalty imposed shall be paid through the **Ministry of Corporate Affairs portal only** as mentioned under **Rule 3(14) of Company (Adjudication of Penalties) (Amendment) Rules, 2019** under intimation to this office.

7. Appeal against this order may be filed in writing with the **Regional Director (Northern Region), Ministry of Corporate Affairs, CGO Complex, Lodhi Road, New Delhi**, 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(5) & 454(6) of the Act, read with Companies (Adjudication of Penalties) Rules, 2014]**.
8. Your attention is also invited to **Section 454(8)(i) and 454(8)(ii) of the Companies Act, 2013**, which state that in case of non-payment of penalty amount, 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 officer in default shall be punishable with imprisonment which may extend to six months or with fine which shall not be less than twenty five thousand rupees but which may extend to one lakh rupees or with both.
9. In terms of the provisions of **sub-rule (9) of Rule 3 of the Companies (Adjudication of Penalties) Rules, 2014**, copy of the order is being sent to Wayout Management Private Limited at SCF-28, Third Floor, Phase-7, Industrial Area, Mohali-160055, to Sh.Pardeep Kumar, at H.No.183, Second Floor, Krishangarh, Chandigarh-160101, to Sh.Saurabh Jain, at Ward No.9, Krishan Basti, Samana-147101 and Regional Director (Northern Region), Ministry of Corporate Affairs, CGO Complex, Lodhi Road, New Delhi and will also be uploaded on website.

Dated: 13.03.2020.


(Shyam Sunder)
Registrar of Companies & Adjudicating Officer
Punjab and Chandigarh