



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS,
OFFICE OF THE REGISTRAR OF COMPANIES
NCT OF DELHI & HARYANA
4TH FLOOR, IFCI TOWER, 61, NEHRU PLACE,
NEW DELHI-110019.
(Tel. No. 26235703/4/5/ Fax No. 26235702)

ROC/D/2017/ Haiqi Exhibition Private Limited/penalty order/ 4730 - 4734 Dated 17.9.19 .

Order for Penalty under Section 454 (8) (i) & (ii) for violation of section 12(1) r/w Section 12(4) of the Companies Act, 2013

HAIQI EXHIBITION PRIVATE LIMITED

U74999DL2017PTC313452

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 adjudging penalties under the provisions of this Act.

Company:-

1. Whereas Company **HAIQI EXHIBITION PRIVATE LIMITED** [herein after known as **Company**] is a registered company with this office under the provisions of Companies Act, 2013 having its registered address at 4th Floor, C381A, C Block, Palam Ext. Part-I, Dwarka New Delhi, South West Delhi -110075, India, as per the MCA website.

Facts about the Case:-

Whereas the notice send by the office of Regional Director (NR) vide letter no 13/1/H29610383/9995 dated 13.12.2018 and subsequent reminder letter dated 01.01.2019 to company and its directors at its registered office address with request to provide documents/information as mentioned in the aforesaid letters to the Directorate, regarding the petition filed by the company for shifting of registered office of the company from National Capital Territory of Delhi to State of Uttar Pradesh. However, the notice issued to the company were received back with postal remark "**Left**" which indicates that the registered office of the company has not been maintained at the given address, which is a violation of Section 12 (3) (a) and which attracted penal provisions of Section 12 (8) of the Companies Act, 2013.

Subsequently, this office had issued Show Cause Notice U/s. 454 of the Act for violation of Section 12 of the Act vide No. ROC/D/PV/Haiqi Exhibition/10124-10126 dated 19.02.2019 to the company and its officers in default.

1. **Following was mentioned in the aforesaid SCN dated 19.02.2019:-**



That the notice send by the office of Regional Director (NR) vide letter no 13/1/H29610383/9995 dated 13.12.2018 and subsequent reminder letter dated 01.01.2019 to company and its directors at its registered office address with request to provide documents/information as mentioned in the aforesaid letters to the Directorate, regarding the petition filed by the company for shifting of registered office of the company from National Capital Territory of Delhi to State of Uttar Pradesh. However, the notice issued to the company were received back with postal remark "Left" which indicates that the registered office of the company has not been maintained at the given address, which is a violation of Section 12 (3) (a) and which attracted penal provisions of Section 12 (8) of the Companies Act, 2013.

(b) 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.

- (a) That the Show Cause Notice issued to the company one of the directors namely Mr. Zou Jinhong have been returned back "undelivered" with the Postal Authority remark "left" and no correspondence has been received from Mr. Sujeet Kumar Chaurasia, one of the directors.
- (b) Subsequently this office carried out physical verification of the registered office of the company on 04.06.2019. On the verification of the registered office of the company, it has been reported that the there is no such company on the given address.
- (c) Meanwhile reply of Mr. Sujeet Kumar Chaurasia, director, dated 25.06.2019 has been received in the office stating that:
- The company is maintaining its registered office at C381A, C-Block, Palam Extn., Part-I, Dwarka, New Delhi-110075, India.
 - Non- receipt of the documents on the registered office address were due to non-availability of authorized person at that moment on the registered office.
 - Also, there were few minor disputes with landlord earlier which have been resolved now. His employee could have said to the postman that the company has left the premise.



The reply submitted by the company was not found to be satisfactory.

- (d) Hence, Notice of Inquiry was issued to the company and officers in default vide letter dated 09.07.2019 scheduling the date of hearing on 16.07.2019 (at 12.00 Noon).
- (e) On the scheduled date of hearing Mr. Sandeep Kumar, FCS, Authorized representative of the subject company and Mr. Sujeet Kumar Chaurasia, Director, have appeared to attend the hearing proceedings on behalf of the company and its directors. During the proceedings, it is observed that the Company is not maintaining its Registered Office since 13.12.2018 or prior to that.
- (f) In view of the facts narrated above, the company and its directors/officers in default are liable for penalty as per section 12(8) of the Act.

9. Factors to be taken into account by the Adjudicating Officer:-

While adjudging quantum of penalty under section 12(8) of the Act, the Adjudicating Officer shall have due regard to the following factors, namely:

- a. The amount of disproportionate gain or unfair advantage, wherever quantifiable, made as a result of default.
 - b. The amount of loss caused to an investor or group of investors as a result of the default.
 - c. The repetitive nature of default
10. With regard to the above factors to be considered while determining the quantum of penalty, it is noted that the disproportionate gain or unfair advantage made by the noticee or loss caused to the investor as a result of the delay on the part of the noticee to redress the investor grievance are not available on record. Further, it may also be added that it is difficult to quantify the unfair advantage made by the noticee or the loss caused to the investors in a default of this nature.

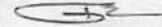
ORDER

11. Having considered the facts and circumstances of the case and after taking into account the factors above, I hereby impose a penalty of **Rs.100,000/- (Rupees One Lakh Only)** on the Company and two directors namely Mr. Sujeet kumar Chaurasia and Mr.Zou Jinhong each **(as default continues from 13.12.2018 {date of undelivered letter} to 04.06.2019 {date of physical verification})** and **Rs 83000/- (Rs. Eighty Three Thousand Only)** on Mr. Mayank Pathak (Company Secretary) **(as default continues from 25.04.2019 to 16.07.2019)**, 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 of this opinion that penalty is commensurate with the aforesaid failure committed by the Noticee.

12. The noticee shall pay the said amount of penalty by way of Demand Draft in favour of "Pay & Accounts Officer, Ministry of Corporate Affairs, New Delhi, payable at Delhi, within 90 days of receipt of this order. The Demand Draft shall be forwarded to this Office Address.
13. Appeal against this order may be filed in writing with The Regional Director (NR), Ministry of Corporate Affairs, B-2 Wing, 2nd Floor, Paryavaran Bhawan, CGO Complex, Lodhi Road, New Delhi-110003 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].
14. Your attention is also invited to section 454(8) of the Act in the event of non-compliance of this order.



(Kamal Harjani)
Registrar of Companies & Adjudicating Officer
NCT of Delhi & Haryana

To

1. Haiqi Exhibition Private Limited,
4th Floor, C381A, C Block, Palam Ext. Part-I Dwarka , South West Delhi - 110075,India.
2. Mr. Zou Jinhong, Director,
4th Floor, C381A, C Block, Palam Ext. Part-I
Dwarka , South West Delhi - 110075,India.
3. Mr. Mayank Pathak, Company Secretary,
House No.F-145, B.K Dutt Colony, South Delhi, Delhi-1100 03, India.
4. Mr. Sujeet Kumar Chaurasia, Director,
13, Isar Peetha Patti Basti Bujurg, Isarpitha Patti Sikanderpur Ballia -221717 UP,
India

8/6
29.08.19

Copy to:-

Ministry of Corporate Affairs,
5th Floor, A-wing Shashtri Bhawan,
New Delhi - 11001, India (through proper route)
(The Regional Director (NR),
Ministry of Corporate Affairs,
B-2 Wing, 2nd Floor, Pt. Deendayal Upadhyaya Bhawan,
CGO Complex, Lodhi Road, New Delhi-110003, for information please.)

