

ADJ/66/RD (SR)/2019-20 (TECHWIN)
BEFORE THE REGIONAL DIRECTOR
(SOUTHERN REGION)
MINISTRY OF CORPORATE AFFAIRS, CHENNAI
IN THE MATTER OF THE COMPANIES ACT 2016
SECTION 454(7) OF COMPANIES ACT 2013

IN THE MATTER OF M/s. TECHWIN VENTURES PRIVATE LIMITED

- 1 M/s. Techwin Ventures Private Limited
No. IX/614, Sabari-11,
Chirakkara Edavattom,
Kollam - 691 578, Kerala
- 2 Mr. Lal Balakrishna PillaiAppellants

Present: **None appeared on the Hearing Dates.**

ORDER

M/s Techwin Ventures Private Limited (hereinafter referred to as the Company), having share capital, was incorporated on 02.05.2019 but the Appellant Director failed to file the declaration in e-form INC 20A within the prescribed period of 180 days from the date of incorporation, as required under sub-clause (a) of sub-Section (1) of Section 10A of the Companies Act, 2013 (hereinafter referred to as the Act, 2013) and had filed the said form belatedly with a delay of 20 days on 18.11.2019. The Registrar of Companies, Kerala and Lakshadweep examined the said default and passed the Adjudication Order No. ROC/S-454/10A/474/2020 dated 07.02.2020 (impugned Order) under Section 454 (3) & (4) of the Act, 2013 for the delay of 20 days in filing the Form INC-20A under Section 10A(2) of the Act, 2013 read with Rule 23A of the Companies (Incorporation) Rules, 2014 (hereinafter referred to as the Rules, 2014) and imposed a penalty of Rs. 50,000/- upon the Company and Rs. 20,000/- upon the Director in default viz. Mr. Lal Balakrishna Pillai @ Rs. 1,000/- per day.

2. Aggrieved by the above said Order dated 07.02.2020, the instant appeal was filed by the Appellants in terms of Section 454 (5) of the Act in Form ADJ on 18.04.2020 vide SRN R37180213. Though the Appeal was filed belatedly, the same is taken on record and heard in the light of the Circular No. 12/2020 dated 30.03.2020 issued by the Ministry of Corporate Affairs in the wake of COVID-19.

3. The grounds urged in the Appeal by the Appellants are that due to economic down turn in the industry and natural calamities occurred during that time, the proposed projects of the Company were not initiated subsequent to incorporation, that the funds were diverted for other purposes, that delay caused was unintentional and without any mala fide intention, that it is not indicated in



Spice-32 form or warning about the provisions of the Section 10A of the Companies Act, 2013 and that the Company filed the required forms even before receiving the show cause notice from ROC and paid the additional fee for filing the belated return and in that view, the huge penalty as levied cannot be justified. The Appellants therefore sought condonation of delay and prayed for setting aside of the impugned Order.

4. An opportunity of being heard was afforded on 04.09.2020, but none turned up. Hence one more opportunity was given on 18.09.2020 but none appeared on the aforesaid dates for the Appellants.

5. Though the Appellants did not avail of the hearings, the material available in the file were considered and that the grounds urged by the Appellants that the Company was impacted by economic downturn and natural calamities, there was no mala fide intention in delaying filing of the document, that there was some confusion in regard to requirement of filing under Section 10A for incorporates through Spice-32, that it's paid up capital is Rs. 1,00,000/- whereas the penalty is as much as Rs. 70,000/- and finally that the form was filed even before the show cause notice was issued by the ROC which show their bonafide etc. are tenable and further since the delay is only 20 days, the undersigned deems it appropriate to reduce the penalty on the Company to Rs. 15,000/- and on the Officer in default to Rs. 5,000/-. The Appellants are directed to file order in Form No.INC-28 within a period of 30 days on MCA-21 Portal.

Dated at Chennai this the 24th day of September, 2020.



To

(M.R. BHAT)

REGIONAL DIRECTOR (SR)

1. M/s. Techwin Ventures Private Limited
No. IX/614, Sabari-11,
Chirakkara Edavattom,
Kollam - 691 578, Kerala
2. Mr. Lal Balakrishna Pillai
3. The Registrar of Companies, Kerala.
- ✓ 4. The Officer in Charge, e-Gov. Cell, Ministry of Corporate Affairs, A-Wing, Shastri Bhavan, Dr. Rajendra Prasad Road, New Delhi -110 001- with a request to upload this Order on the website of the Ministry. Mail sent to Shri Vivek Meena, Asst. Director (vivek.meena@gov.in) and Shri B. Srikumar, Deputy Director, (srikumar.b@gov.in)