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Email: roc.bangalore@mca.gov.in

Telephone No.: 080-25537449

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA
II FLOOR, "E" WING, KENDRIYA SADAN, KORAMANGALA, BANGALORE - 560 034

No. ROCB/ Adj. Order /Sec.454 /Co. No.068253/2019 -2020

Date: 26.02.2020

ORDER OF ADJUDICATION OF PENALTY UNDER SECTION 454 OF COMPANIES ACT 2013 READ WITH RULE 3 OF THE COMPANIES (ADJUDICATION OF PENALITES) RULES 2014 FOR VIOLATION OF PROVISIONS OF SECTION 92 OF THE COMPANIES ACT 2013 BY TRS-REN TELCO INDIA PRIVATE LIMITED.

1. In the matter of M/s TRS-REN TELCO (INDIA) PRIVATE LIMITED incorporated on 22/03/2013 under the jurisdiction of Registrar of Companies, Bangalore with the registered office situated at No.41, Patalamma Temple Street Basavanagudi, Near South End Circle, Bangalore 560004.
2. *Whereas as per Section 92(4) of the Companies Act, 2013, Every company shall file with the Registrar a copy of the Annual Return within sixty days from the date on which the annual general meeting is held or where no annual general meeting is held in any year within sixty days from the date on which the annual general meeting should have been held together with the statement specifying the reasons for not holding the annual general meeting with such fees or additional fees as may be prescribed.*
3. *Whereas as per pre amended Section 92(5), of Companies (Amendment) Act ,2019,w.e.f. 02.11.2018 states that " If a company fails to file its annual return under sub-section (4) before the expiry of the period specified under section 403 with additional fees, the company shall be punishable with fine which shall not be less than fifty thousand rupees but which may extend to five lakhs rupees and every officer of the company who is in default shall be punishable with imprisonment for a term which may extend to six months or with fine which shall not be less than fifty thousand rupees but which may extend to six months or with fine which shall not be less than fifty thousand but which may extend to five lakh rupees, or with both.*
4. It is seen from the records that the company has not filed the Form MGT-7 (form for filing Annual Return) for the financial year 2017-18 within the stipulated period i.e., on or before **29.11.2018** (within 60 days from the due date of AGM). However the same was filed only on **17.01.2019** , with a delay of 49 days, thereby have violated the provisions of Section 92 of the Companies Act, 2013.

5. This office has received the Application for Adjudication submitted by the company on 09.07.2019 for adjudicating the offence committed under Section 92 of Companies Act, 2013.
6. Subsequently, this office issued a notice on 03.01.2020 to the addressees i.e TRS-REN TELCO (INDIA) PRIVATE LIMITED(THE COMPANY) and every officers in default viz. (1) Mr. Joesph Fredrick Director and (2) Mr.Krishnan Arumugam, Director, (3) Mr.Keith Edgar Prath, Director who were called upon under Section 454(4) of the Companies Act, 2013, read with Rule 3(3) of the Companies (Adjudication of penalties) Rules 2014 to appear personally or through their authorized representative before the undersigned on **18.01.2020 at 11.00 AM** in the chamber of Registrar of companies, II Floor, E Wing, Kendriya Sadan, Koramangala, Bangalore-560034 for hearing.
7. In response to the notice, the authorized representative of the company, Mr.B.Chandrasekaran (Practicing Company Secretary) attended the hearing on 18.01.2020 at 10.30 AM for adjudicating the matter. He admitted the offence committed by the company. It was noticed that the Company and its officers are liable for a penalty of Rs.**54,900/-** each as per Section 92(5) of the Companies Act 2013. Accordingly, the undersigned in exercise of the powers vested to him vide Section 454(1) & (3) of Companies Act 2013 considering the delay of 49 days, hereby impose a penalty of **Rs.54,900/-** on the Company and its three officers in default (totaling to **Rs.2,19,600/-**) and hereby direct that they shall pay the total penalty of **Rs.2,19,600/-** immediately from their own source in the MCA 21 portal and proof of payment be produced for verification and also Form INC-28 should be filed along with the copy of payment challans & copy of this order within 90 days from the date of receipt of order.
8. Whereas sub-section (5) of section 454 of the Companies Act, 2013 provides that any person aggrieved by an order made by the adjudicating officer under sub-section (3) may prefer an appeal to the Regional Director having jurisdiction in the matter and further sub-section (6) provides that every appeal under sub-section (5) shall be filed within sixty days from the date on which the copy of the order made by the adjudicating officer is received by the aggrieved person and shall be in such form, manner and be accompanied by such fees as may be prescribed.Please note that as per Sec 454(8) (i) of the Companies Act 2013, Where company does not pay the penalty imposed by the adjudicating officer or the Regional Director within a period of ninety days from the date of the receipt of the copy of the order, 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.

(ii) Where an officer of a company who is in default does not pay the penalty within a period of ninety days from the date of the receipt of the copy of the order, such officer 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.

5. In case of default in payment of penalty, prosecution will be filed U/s 454(8)(i) and (ii) of the Companies Act 2013 at your own costs without any further notice.


(C V SAJEEVAN)
REGISTRAR OF COMPANIES,
KARNATAKA.

To,

No. ROCB/ Adj. Order /Sec.454 /Co. No.068253/2019 -2020

1. M/s TRS-REN Telco (India) Private Limited
No.41, Patalamma Temple Street Basavanagudi
Near South End Circle
Bangalore – 560004.

10302

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2. Mr. Joseph Frederick Hanna, Director
C/ Mr.Krishnan Arumugam, Director
No.28, VV Giri Colony
Seshadripuram
Bangalore,Karnataka-560020

110303

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3. M.Keith Edgar Prath, Director
C/o M/s TRS-REN Telco (India) Private Limited
No.41, Patalamma Temple Street Basavanagudi
Near South End Circle
Bangalore – 560004.

110304

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4. Mr. Krishnan Arumugam, Director
No.28, VV Giri Colony
Seshadripuram,Bangalore – 560020.

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