

In the matter of Companies Act, 2013
And
In the matter of adjudication proceeding under section 118 of the Companies Act,
2013.

And
In the matter of section 454 of the Companies Act, 2013

And
In the matter of M/s. Zeb IT Services Limited.

10 JUN 2019/200

1. M/s. Zeb IT Services Limited
C-534, 5th Floor, Siddhi Vinayak Towers,
Near Kataria Arcade, Makarba,
Ahmedabad, Gujarat -380051.
 2. Mr. Saurabh Agarwal (Director)
19 Gala Auram, in lane of Karnavati Club Road,
Off S.G.Highway, Ahmedabad - 380058.
 3. Sandeep Ashok Goenka (Director)
A-122, Riviera Heights, near Riddhi Bungalows,
Opp. Reliance Petrol Pump,
Satellite, Ahmedabad- 380015.
 4. Mr. Pratik Surendrakumar Shah (Director)
A-122, Riviera Heights, near Riddhi Bungalows,
Opp. Reliance Petrol Pump,
Satellite, Ahmedabad- 380015.
 5. Mr. Mahendrakumar Rambabu Gupta (Director)
2, Rajdhani Tenament Kalol, Borisana Road,
Kalol, Gandhinagar Kalol, Gujarat-382721
-Respondents

Date of hearing 24.05.2019

Present

1. Shri L. R. Meena, Registrar of Companies Adjudicating Officer
2. Shri Sudhir Phaye, Dy. Registrar of Companies, Presenting Officer
3. Shri Ankit Parikh (PCS) Company Secretary
(PCS) and authorized
representative of the
above respondents.

The above named company was incorporated on 19.06.2015 and as per record of this office presently the company is having its Registered office situated at C-534, 5th Floor, Siddhi Vinayak Towers, Near Kataria Arcade, Makarba, Ahmedabad, Gujarat -380051.

whereas M/s. Zeb IT Services Limited (herein after referred to as "company") is a company having its Registered office C-534, 5th Floor, Siddhi Vinayak Towers, Near Kataria Arcade, Makarba, Ahmedabad, Gujarat -380051 registered under the provisions of the Companies Act, 2013 (hereinafter referred to as "Act") in the state of Gujarat.

And whereas As per Section 118 of the Companies Act, 2013, every company shall cause minutes of the proceedings of every general meeting of any class of shareholders or creditors, and every resolution passed by postal ballot and every meeting of its Board of Directors or of every committee of the Board, to be prepared and signed in such manner as may be prescribed and kept within thirty days of the conclusion of every such meeting concerned, or passing of resolution by postal ballot in books kept for that purpose with their pages consecutively numbered.

And whereas during the course of inspection under section 206(5) of the Companies Act, 2013, the inspecting office has pointed out the violation of section 118 of the companies Act, 2013 as under:

"During the inspection of books of accounts and Minutes book of General Meeting it is observed that the pages are not consecutively numbered and all the pages are not initialed by the chairman, hence, violated section 118 of the Companies Act, 2013 read with Rule 25 of the Companies (Management And Administration) Rules, 2014."

And whereas, in view of the above facts & observation, it appears that the pages of Minutes book of General Meeting are not consecutively numbered and all the pages are not initialed by the chairman. Hence the provision of section 118 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 118(11) of the Companies Act, 2013.

1. In view of the above facts, the undersigned has reasonable cause to believe that the provision of Section 118 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 panel action as provided in sub-section (11) of section 118 of the Companies Act, 2013. As per provision of section 118 (11), 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. The office of the Registrar of Companies, Gujarat, Dadra and Nagar Haveli issued show cause notice for violation of section 118 of the Companies Act, 2013 to the Company and its Respondents on 22.04.2019. In response of the said notice, the company and its officers have filed adjudication application for violation of section 118 of the Companies Act, 2013 in the office of the undersigned on 16.05.2019.

3. This office issued adjudication notice for violation of section 118 of the Companies Act, 2013 to the Company and its Respondents on 22.05.2019 by giving an opportunity of being heard in the matter of adjudication proceeding before the undersigned on 24.05.2019 at 11.00 AM.
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 24.05.2019 for adjudicating penalty for violation of provision of section 118 of the Companies Act, 2013.
5. In response to the adjudication notice dated 22.05.2019 issued by the undersigned, the Company and its officer in default have authorized Shri Ankit Parikh, Practicing Company Secretary vide Board Resolution and Memorandum of appearance dated 08.05.2019 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 24.05.2019, Shri Ankit Parikh, Practicing Company Secretary and Authorized representative of the Respondents reiterated submissions made in the adjudication notices. He further submitted that the company admits its mistake and needless to say that the company has not altered any of its minutes book and has followed all the Rules and Regulations of section 118 except numbering and initializing on all the pages which was due to oversight and unintentional.
7. That keeping in mind all the relevant facts and after consideration of the oral submissions made by Shri Ankit Parikh, Practicing Company Secretary and Authorized Representative of the Respondents, it is observed that the company and Respondents i.e. No. 2 to 5 had committed default under section 118 of the Companies Act, 2013 for none consecutive number and pages and not initial by the chairman on the Minutes book of General Meeting. The submission dated 16.05.2019 made by Shri Ankit Parikh on behalf of the Respondents appears to be satisfactory. However, as a matter of fact as above it is hereby ordered that sum of Rs. 12,500/- to company and Rs. 2,500/- each to its 5 directors has been imposed as penalty and the matter stand disposed off.

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. Zeb IT Services Limited	12,500/-
2.	Mr Saurabh Agarwal (Director)	2,500/-
3.	Mr Sandeep Ashok Goenka (Director),	2,500/-

4.	Mr. Pratik Surendrakumar Shah (Director)	2,500/-
5.	Mr. Mahendrakumar Rambabu Gupta (Director)	2,500/-
	Total Rs.	22,500/-

The adjudication notice stands disposed of with this order.

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

Signed this 24 day of May, 2019.

Copy to:

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6. Master File
7. Office Copy