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भारत सरकार/ **GOVERNMENT OF INDIA**
कारपोरेट कार्य मंत्रालय / **MINISTRY OF CORPORATE AFFAIRS**
कम्पनी पंजीयक का कार्यालय, कर्नाटका
OFFICE OF THE REGISTRAR OF COMPANIES, KARNATAKA
"केंद्रीय सदन", II मंजिल, 'ई' विंग, कोरमंगला, बेंगलूर - 560 034
"KENDRIYA SADAN", II FLOOR, E- WING, KORAMANGALA, BANGALORE - 560034

मि.सं/F.No.ROCB/ Adj.454/Co.No.115300/Section 12/2019-2020 दिनांक/Date: 15/12/2020

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 12 OF THE COMPANIES ACT 2013 BY M/S INFOVISTA INDIA SOFTWARE PRIVATE LIMITED

- 1 Whereas the company, M/s INFOVISTA INDIA SOFTWARE PRIVATE LIMITED was incorporated on 21.07.2009 under the jurisdiction of Registrar of Companies, Bangalore with the registered office situated at Indiqube Alpha, A Wing, 2nd Floor, Plot No. 19/4 & 27 Kadubeesanhalli Village, Varthur Hobli Bangalore Karnataka 560103.
- 2 Whereas as per Section 12(1) of the Companies Act, 2013, " A company shall, within 30 days of its incorporation and at all times, thereafter, have a registered office capable of receiving and acknowledging all communications and notices as may be addressed to it.
- 3 Whereas as per section. 12(4) of the Companies Act 2013, "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 30 days of the change, who shall record the same.
- 4 As per Section 12(8) of the Companies Act 2013, if any default is made in complying with the provisions of Section 12, the Company and every officer who is in default shall be liable to a penalty of one thousand rupees for every day during which default continues but not exceeding one lakh rupees.
- 5 Whereas, this Office has received letter No. 10(06)/ ROC(KAR) /SEC.2(41) /RD(SER)/2019/3225 dated 20.08.2019 from Regional Director, South East Region, Hyderabad stating that the notices issued to the company vide Directorate's letter dated 31/07/2019 in connection with application of Section 2(41) of Companies Act, 2013, to the address viz., Unit No.802-803, 8th Floor, Prestige Meridian-1, 29, M.G. Road , Bangalore-560001 Karnataka has returned undelivered with postal remarks "LEFT". Therefore, the Company has failed to file notice of change of situation of registered office in the manner prescribed i.e. in INC-22 with the Registrar of Companies as required under Section 12(4)

of the Companies Act, 2013. As per records, INC-22 was filed by the company for intimation of change of registered office only on 01.10.2019 which amounts to violation of Section 12(4) of Companies Act, 2013. Hence apparently, there is a non-compliance of Section 12(4) of Companies Act, 2013.

- 6 Whereas pursuant to the provisions of Section 454 (4) of the Companies Act 2013 read with Rule (3) of Companies (Adjudication of Penalties) Rules 2014, notices were issued to the Company and officer in default for hearing on 18/01/2020. The same was attended by Mr. Anil Kumar Bandur Director of the Company and he had requested for additional time to file proper Adjudication Application. However till the next date of the hearing the company did not file proper Application to adjudicate the matter.
- 7 In response to this office's notice dated 23/06/2020 reply by e-mail dated 26/06/2020 was received from Ms. Juhi Bhadracha, Company Secretary of the Company, wherein the details of the participants who would be attending the VC hearing was given. During the VC hearing held on 24/07/2020 Mr. Astik Tripathi PCS who attended the meeting had submitted that the company has not violated any provision of the Act
- 8 Further, after the VC hearing on 24/07/2020, e-mail dated 31/07/2020 has been received from the Company which contained documentary evidences as sought viz., rental agreement, Electricity bill etc., to prove that the Registered Office was there in the same address, viz., Unit No. 802-803, 8th Floor, Prestige Meridian – 1, 29, MG Road, Bangalore-560001 till 30/09/2019.
- 9 Finally, the Company and its Representatives were asked to appear before the Adjudicating officer once again on 05/11/2020 (VC hearing). Mr. Astik Tripathi attended the hearing and explained the Company's position in the matter. The Adjudicating Officer directed Mr. Tripathi to send their final submissions through email which was sent by the company soon after the hearing. From the rental payment made to the Lessor, it is seen that the company was maintaining Registered Office in the Old registered office and the hence, the undersigned decided to impose a token penalty to adjudicate the matter.
- 10 In view of the above, the undersigned in exercise of the powers vested to him vide Section 454(1) & (3) of Companies Act 2013, hereby impose a token penalty of **Rs.7500/- each on the Company and Directors, viz., (1) Mr. Hetal Arvindkumar Raja, Director, (2) Mr. Anil Kumar Bandur, Director and (3) Mr. Jose Albertc Amaral Duarte, Director in default (totaling to Rs.30,000/-)** in view of the clarification given and hereby direct that they shall pay the penalty of **Rs.30000/-** through MCA 21 portal for verification within 60 days from the date of receipt of order. The Company needs to file INC-28 as per the provisions of the Act, attaching the copy of the Adjudication Order along with payment challans.
- 11 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.

12 Please note that as per Section 454(8) (i) of the Companies Act 2013, Where company fails to comply with the order made under sub-section (3) 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 or any other person who is in default fails to comply with the order made under sub-section (3) of Section 454 of the Act, 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 In case of default in payment of penalty, prosecution will be filed under section 454(8)(i) and (ii) of the Companies Act 2013 without further notice.

Company is hereby directed to serve this notice on the officers in default in terms of Section 20 of the Companies Act, 2013 read with Rules 35 of Companies (Incorporation) Rules, 2014.

(C.V.SAJEEVAN)
REGISTRAR OF COMPANIES
BANGALORE, KARNATAKA

To,

F.No.ROCB/ Adj.454/Co.No.115300/Section 12/2019-2020

M/S INFOVISTA INDIA SOFTWARE PRIVATE LIMITED
INDIQUBE ALPHA, A WING, 2ND FLOOR, PLOT NO.19/4 &
27 KADUBEESEANAHALLI VILLAGE, VARTHUR HOBLI,
BANGALORE KARNATAKA 560103

F.No.ROCB/ Adj.454/Co.No.115300/Section 12/2019-2020

2) Mr. HETAL ARVINKUMAR RAJA, DIRECTOR
701, SAROVAR BUILDING, VASANT COMPLEX MAHAVIR NAGAR,
MUMBAI 400067, MAHARASHTRA, INDIA

F.No.ROCB/ Adj.454/Co.No.115300/Section 12/2019-2020

3) Mr. ANIL KUMAR BANDUR, DIRECTOR
#35,1ST MAIN 4TH PHASE, 6TH BLOCK,
NEAR KAMAKYA THEATRE, BSK 3RD STAGE,
BANGALORE 560085 KARNATAKA INDIA

F.No.ROCB/ Adj.454/Co.No.115300/Section 12/2019-2020

4) Mr. JOSE ALBERTC AMARAL DUARTE, DIRECTOR
C/O- M/S INFOVISTA INDIA SOFTWARE PRIVATE LIMITED
INDIQUBE ALPHA, A WING, 2ND FLOOR, PLOT NO.19/4 &
27 KADUBEESEANAHALLI VILLAGE, VARTHUR HOBLI,
BANGALORE KARNATAKA 560103