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

F.No.ROCB/ Adj.454/Co.No.107738/Section 12/2019-2020

Date: 25.08.2020

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 S2M TRAINING TECHNOLOGIES PRIVATE LIMITED

1. Whereas the company, viz., M/s S2M TRAINING TECHNOLOGIES PRIVATE LIMITED was incorporated on 08.11.2017 under the jurisdiction of Registrar of Companies, Bangalore by filing the form SPICE-32, mentioning the "**correspondence address**" as Gururaya Mansion, 3rd Floor, 759 to 764, 8th Main Road, JP Nagar, 2nd Phase, Bengaluru-560078, Karnataka.
2. Whereas sub-section (2) of Section 12 further mandates that a Company shall furnish to the Registrar verification of its registered office in Form INC-22 within a period of 30 days of its incorporation in such manner as may be prescribed.
3. However the Company has not filed the Form INC-22 within stipulated time i.e by 08.12.2017 and filed the same only on 08.01.2019 with a considerable delay of 395 days vide SRN H41272808 . The Company, through its authorised representative, viz., Mr.Prakash M, PCS has submitted letter dated 25.01.2019 for adjudication of penalties for delay in filing INC 22. Hence this office vide notice dated 24.02.2020 directed the company and its directors to appear in person or through authorized representative for hearing along with a proper application for adjudication . In response to the same, the hearing was held on 5.3.2020 but the Company's authorized representative, Mr. Prakash M, PCS sought for time to submit the proper application. Subsequently, on 26.06.2020, the company has submitted the application to adjudicate the default.
4. In the meanwhile, the representative has sent an email on 19.6.2020, to allow him to withdraw the adjudication application in view of the General Circular No. 20/2020. When he enquired, it was informed to him that the said circular cannot be applied in this case as the petitioner has not filed any petition against the notice issued by this office for adjudication before any authority or court .

4. Due to COVID-19 pandemic, instructions were issued by the Ministry of Corporate Affairs to conduct hearings through Video Conference in the matters of Adjudication by ROCs.

- 6 In view of Ministry's guidelines, hearing was held through Video Conference on **24.07.2020**. Mr. Prakash M, Practising Company Secretary attended the hearing. He sought to withdraw the application under Companies Fresh Start Scheme 2020. However, the same was not allowed and explained that the scheme is applicable for defaulting companies to enable them to file belated documents in the MCA 21 registry and immunity from launching prosecution or proceedings for imposing penalty by ROCs will be granted to those companies only. It was also clarified that the CFFS 2020 is not applicable for those companies who have already violated the provisions of Companies Act 2013 and notice for adjudication has already been issued on the basis of application filed. It was also reiterated to him that the company has not filed petition before any higher authority or court against the notice issued by the Adjudicating Officer.

- 7 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 penalty of **Rs.1,00,000/- each on the Company and its two Directors, viz., Mr. Shahanshah Manzoor, Director and Mr. Satisha Naraharimurthy (totaling to Rs.3,00,000/-)**. I hereby direct that they shall pay the penalty amount through their own sources immediately through MCA 21 portal and proof of payment be produced for verification and also file INC – 28 enclosing copies of Challan and this order within 60 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.

- 9 Please note that as per Section 454(8)(i) of the Companies Act 2013, where as company fails to comply with the order made under sub-section (3) or sub-section (7) as the case may be, 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) or sub-section (7), as the case may be, within a period of ninety days from the date of 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 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 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
BANGALORE, KARNATAKA

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- F.No.ROCB/ Adj.454/Co.No.107738/Section 12/2019-2020
1. M/s S2M TRAINING TECHNOLOGIES (INDIA) PRIVATE LIMITED
Gururaya Mansion, 3rd Floor, 759 to 764,
8th Main J.P. Nagar 2nd Phase, Bangalore
Bangalore 560078
- F.No.ROCB/ Adj.454/Co.No.107738/Section 12/2019-2020
2. Mr. SATISHA NARAHARIMURTHY, Director
#1311, C Block, Brigade Palm Springs Puttenahalli,
J P Nagar 7th Phase, Bangalore 560078
- F.No.ROCB/ Adj.454/Co.No.107738/Section 12/2019-2020
3. Mr. SHAHANSHAH MANZOOR, Director
Flat No 336, J Block, Pariwar Presidency, Bilekahalli, Next to Presidency School,
Bannerghatta Road Bangalore 560076