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

मि.सं/F.No.ROCB/ Adj.454/Co.No.68813/Section 117/2020

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 117 OF THE COMPANIES ACT 2013 BY M/S UNIZEN TECHNOLOGIES PRIVATE LIMITED

- 1 Whereas the company, M/s UNIZEN TECHNOLOGIES PRIVATE LIMITED was incorporated on 29.04.2013 under the jurisdiction of Registrar of Companies, Bangalore with the registered office situated at BBMP Khatha, No.685/577B, HSR layout Sector-VI, Rupena Agrahara, Outer Ring Road, Bangalore Karnataka 560102
- 2 Whereas, pursuant to provisions of Section 117 of the Companies Act, 2013, “a copy of every resolution or any agreement, in respect of matters specified in sub-section (3) together with the explanatory statement under Section 102, if any, annexed to the notice calling the meeting in which the resolution is proposed, shall be filed with the Registrar within thirty days of the passing or making thereof in such manner, and with such fees as may be prescribed.”
- 3 Whereas pursuant to the amended provisions of Section 117(2) of Companies (Amendment) Act 2019, If any company fails to file the resolution or the agreement under sub-section (1) before the expiry of the period specified therein, such company shall be liable to a penalty of one lakh rupees and in case of continuing failure, with a further penalty of five hundred rupees for each day after the first during which such failure continues, subject to a maximum of twenty-five lakh rupees and every officer of the company who is in default including liquidator of the company, if any, shall be liable to a penalty of fifty thousand rupees and in case of continuing failure, with a further penalty of five hundred rupees for each day after the first during which such failure continues, subject to a maximum of five lakh rupees.”
- 4 It was noticed that the articles of association was amended on **17.10.2018** and ought to have filed on or before **16.11.2018**. However, the company filed **MGT-14 only on 20.02.2019 vide SRN H45287166** with a delay of **96 days** (from the date of expiry of statutory period, i.e., 16.11.2018). Therefore, the Company and its officers are liable for a penalty as per Section 117(2) of the Companies Act 2013.
- 5 Whereas, the Company had submitted its adjudication application on 20.03.2019 for adjudicating the matter.

- 6 The hearing was held through Video Conference on **05.11.2020**. Mr. Aslam Pash , PCA Authorized Representative attended the meeting.
- 7 It is seen from the adjudication application that the company has filed MGT-14 with a delay of 96 days. However, the application had been signed by only one director. Mr. Aslam Pasha, PCA who attended the hearing was informed that all the four directors of the company and for Company should sign the application. He requested for 15 days time to file the application and affidavit which was granted. However no response received inspite of sending reminder on 01/12/2020.
- 8 Accordingly, the undersigned in exercise of the powers vested to him vide Section 454(1) & (3) of Companies Act 2013 considering the delay of 96 days, hereby impose a penalty of **Rs 1,48,000/- on the Company and Rs.98,000/- each on its ~~four~~ Directors, viz., (i) Mr.Abdul Samad Vanakar Alipoor Rahim and (ii) Mr .Aravinthan Krishnamurthi, (iii) Mr.Ashok Babu Shanmugam and (iv) Mr. Arunkumar Sankarlingam to the tune of Rs.95,500/- (totaling Rs.5,37,500/-)** and to pay from their own sources in the MCA 21 portal 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 copy of the adjudication order and payment challans.
- 9 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.
- 10 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 received by the aggrieved person and shall in such form, manner and be accompanied by such fees as may be prescribed.
- 11 Please note that as per Section 454(8)(i), where a 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 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 any further notice.

(C V SAJEEVAN)
REGISTRAR OF COMPANIES,
KARNATAKA.

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- ✓ 1) **M/s UNIZEN Technologies Private Limited**
BBMP Khatha, No.685/577B, HSR layout , Sector-VI,
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- 2) **Mr. Abdul Samad Vanakar Alipoor Rahim, Director & CEO**
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- 3) **Mr. Aravinthan Krishnamurthi, Director**
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- 4) **Mr. Ashok Babu Shanmugam, Director**
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