

**Application No. RD/ER/05/Appeal/22/**

**BEFORE THE REGIONAL DIRECTOR, EASTERN REGION  
MINISTRY OF CORPORATE AFFAIRS, KOLKATA.**

**IN THE MATTER OF**

THE COMPANIES ACT, 2013

**-AND-**

**IN THE MATTER OF**

M/s. TR Infrastructure & Developers Pvt. Ltd.  
91, Budheswari Colony, Bhubaneswar, Orissa,  
751006

**-AND-**

**IN THE MATTER OF**

Application under section 454 of The Companies Act, 2013 for preferring an appeal against the penalty order dated 15/07/2022 of Registrar of Companies, Odisha passed for violating the provisions of section 92 and 137 of the Companies Act, 2013.

**-AND-**

**IN THE MATTER OF**

1. M/s. TR INFRASTRUCTURE & DEVELOPERS PRIVATE LIMITED,  
91, BUDHESWARI COLONY  
BHUBANESWAR, Orissa-751006

2. Tushar Ranjan Nanda  
Flat No-401, Hig-7, Near Sbi  
Kesuradebashram, Kisora,  
Bhubaneswar, 751002, Orissa,

3. Rajendra Narayan Das  
91, Budheswari Colony Bhubaneswar,  
751006, Orissa, India

..... APPELLANTS

**Date of Hearing** : 30/11/2022

**Present** : Shri Jitendra Kumar Chhotaray, Advocate  
and Shri Patita Paban Bishwal, Advocate  
Authorised Representatives

### **ORDER**

1. The present appeal under section 454 of the Companies Act, 2013 read with the provisions of the Companies (Adjudication of Penalties) Rules, 2014 was filed vide Form ADJ bearing SRN no. F25471830 dated 19/09/2022 by the aforesaid appellants against the penalty order under section 92 and 137 of the Adjudicating Authority i.e. Registrar of Companies, Odisha dated 15/07/2022 communicated to the appellant vide letter no. ROC/CTC/AO/12/11485/92 & 137/2022 dated 15/07/2022.
2. The office of the Registrar of Companies, Odisha has issued the Show Cause Notice under section 92 and 137 of the Act vide no.

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ROC/Sec.454/011485/2022/1798(3) dated 10/01/2022 to the company and its officers.

3. On the basis of complaint, ROC, Cuttack has found that the company has not filed its Annual Return and Financial Statement year 2018-19 and 2019-20 and Balance sheet for the Financial Year 2018-19 to 2020-21. Accordingly, ROC, Cuttack initiated Adjudication Proceeding against the Company and its Directors. Hence, Show Cause Notices under section 454 of the Act for violation of Section 92(4) and 137(1) of the Company and its Directors vide Show Cause Notice No. ROC/Sec.454/011485/2022/1798(3) dated 10/01/2022. In response to the said SCN, no response was received either from the Company or from tis Directors.
4. As no response received either from the Company or from its Directors, the Adjudication Officer issued notice of inquiry vide letter No. ROC/Sec.454/92 & 137/11485/2022/2074(3) dated 18/02/2022 fixing the date of hearing 03/03/2022 at 11:15 AM . On the fixed date the Directors/Authorised Representatives failed to appeared before the Adjudicating Officer, for which the matter adjourned to 24/06/2022 at 12:30 PM. On the said date the Managing Director Viz. Shri Tushar Ranjan Nanda appeared before the A.O. and furnished his written statement informed that "The non-compliance was caused due to non-co-operation of one of the Director for signing the Balance Sheet for the respective years. The DIN status of the said directors is "Deactivated due to non-filing of DIR-3 KYC" and he also not providing the documents for filing KYC documents and requested for adjournment.

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Considering the request of the Managing Director the matter is adjourned to 15/07/2022.

5. On the fixed date i.e. on 15/07/2022 , Shri Sunil Shovan Samantaray, Company Secretary, the Authorised Representative appeared before the Adjudicating Officer and submitted the due to some problem of the Management, the Directors of the Company are not in a position to update the filing position for which adjudication proceeding initiated.
6. Having considered the facts and circumstances of the case, and after taking into account the factors above, the A.O. impose penalty on Company and its Directors for violation of section 92 for the F.Y. 2018-19 and 2019-20 and violation of section 137 for the F.Y. 2018-19, 2019-20 and 2020-21.
7. The appeal was heard on 30/11/2022 and the Authorized Representatives of the appellants was heard. During the hearing the Authorized Representative stated that due to non-cooperation of other director, the Company was not in a position to update the filing position.
8. Since, ROC, Cuttack has decided on quantum of penalty on basis of pre-amended section 92(5) and 137(3), the undersigned by virtue of the power vested in Regional Director under section 454(7) of the Companies Act, 2013 read with the Companies (Adjudication of Penalties) rules, 2014 decides that the matter is remitted back to Registrar of Companies, Odisha for taking appropriate steps for

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properly disposal of said matter at earliest under section 454(3) of the Companies Act, 2013.

9. Hence the instant Appeal stands disposed of accordingly.

  
**(D. BANDOPADHYAY)**  
**REGIONAL DIRECTOR (ER)**

**Signed this the 30<sup>th</sup> day of November, 2022**

Copy to:-

1. M/s. TR INFRASTRUCTURE & DEVELOPERS PRIVATE LIMITED,  
91, BUDHESWARI COLONY  
BHUBANESWAR, Orissa-751006
2. Tushar Ranjan Nanda  
Flat No-401, Hig-7, Near Sbi  
Kesuradebashram, Kisora,  
Bhubaneswar, 751002, Orissa,
3. Rajendra Narayan Das  
91, Budheswari Colony Bhubaneswar,  
751006, Orissa, India
4. The Registrar of Companies,  
Odisha,..... for information in respect of his letter no.  
ROC/Sec.454/011487/2022/1168 dated 17/10/2022
5. The Officer in Charge, E-Gov. Cell, Ministry of Corporate Affairs, 5<sup>th</sup> Floor, A  
wing Shastri Bhavan, New Delhi-110001, -with a request to upload this Order on  
the website of the Ministry. Send via mail to Shri B.Srikumar, Joint  
Director, ([srikumar.b@gov.in](mailto:srikumar.b@gov.in))