

शिघ्र डाक सेवा
SPEED POST

BEFORE THE REGIONAL DIRECTOR, (WR), MUMBAI

RD(WR)/Sec. 454(5)/ Crystal Textiles Private Limited/R30707046 & R30707574 /2020 / 3671

In the matter of Companies Act, 2013, Section 454(5)

AND

- 1 MAR 2021

In the matter of CRYSTAL TEXTILES PRIVATE LIMITED

having Registered Office at Villa Flores Dasilva, Erasmo Carvalho Street,
Margao, Goa -403601

..... Appellant

Parties Present:

Ms. Tanvi Sardesai, authorized representative attended hearing through Video Conference on behalf of the Appellant Company and officer in default.

Date of Hearing: 10.02.2021

ORDER

1. This appeal is filed under sub-Section (5) of Section 454 of the Companies Act, 2013 (hereinafter referred to as the "Act") read with Companies (Adjudication of Penalties) Rules, 2014 (hereinafter referred to as the "Rules") by Crystal Textiles Private Limited (hereinafter referred to as the "Company" or "Appellant") having CIN: U17119GA1973P1C000158, incorporated under the Companies Act, 1956, having its registered office at Villa Flores Dasilva , Erasmo Carvalho Street, Margao, Goa -403601 against the order passed by Registrar of Companies, Goa adjudicating a penalty for violation of provision of Section 92 & 137 of the Act vide Order No ROCGDD/AO/92 &137/2019/112 dated 15.11.2019.
2. The order was passed by the ROC on 15.11.2019 and the appeal is filed with this appellate forum having jurisdiction in the matter being the Regional Director having jurisdiction in the State of Maharashtra and Goa. Thus, this appellate forum is having jurisdiction.

3. The appeal on Form ADJ (SRN R30707046 & R30707574) is filed on 20.01.2020. As per the provisions of Section 454(6), an appeal under sub-Section (5) of Section 454 is to be filed within a period of 60 days from the date of which the copy of the order made by the adjudicating officers is received by the aggrieved person. In this case, the appellant company has admitted that the order was received on 22.11.2020 and the appeal is filed on 20.01.2019. The appeal was filed on 20.01.2020 and thus is within the stipulated period of 60 days in terms of provisions of Section 454(5) of the Act, The brief facts of the case are as under:

- a. The appeal is filed by the Appellants. The appellants have violated the provision of Section 92 & 137 of the Companies Act, 2013.
- b. The appellant company and its officers have made default for non-filing Annual Return and Financial Statements for the year ending 31.03.2018.
- c. The ROC has issued show cause notice dated 04.10.2019 to the company and its officers in default, calling them to show cause for non-filing of such documents.
- d. Mr. Vyankatesh Vishnu Nayak Gaunekar, Director on behalf of the Company has submitted a reply on 23.10.2019 to the ROC, Goa and requested to grant time of 45 days to take necessary measures to set right the compliances and also requested not to initiate any inquiry against the officers of the Company and grant them adequate time for complying with formalities.
- e. The Annual Returns and Financial Statement for Financial Year 31.03.2017 & 31.03.2018 were not filed by the Company to regularize the default.

- f. The ROC has imposed a total penalty of Rs.9,09,800/- (Rupees Nine Lakhs Nine Thousand Eight Hundred only) on the company and its Directors, details are as under:

Document required to be filed	No of Days of Default	Penalty imposed on Company/Director	First Default (in Rs)	Default Continues (in Rs)	Total (in Rs)
Financial Statement u/s 137(1) of the Companies Act, 2013	379 days	On Company	Rs.1000x379 days =Rs.3,79,000/-		Rs3,79,000/-
		Mr. Francisco Lume Pereira	Rs.1,00,000/-	Rs. 100x379 days = Rs.37,900/-	Rs.1,37,900/-
		Mr. Vyankatesh Vishnu Nayak Gaunekar	Rs.1,00,000/-	Rs. 100x379 days = Rs.37,900/-	Rs.1,37,900/-
Annual Returns u/s 92(4) of the Companies Act, 2013	350 days	On Company	Rs. 50,000/-	Rs.100x350 days = Rs.35,000/-	Rs.85,000/-
		Mr. Francisco Lume Pereira	Rs. 50,000/-	Rs.100x350 days = Rs.35,000/-	Rs.85,000/-
		Mr. Vyankatesh Vishnu Nayak Gaunekar	Rs. 50,000/-	Rs.100x350 days = Rs.35,000/-	Rs.85,000/-

- No. of days have been calculated from November, 2018 & December, 2018 for Financial Statement and Annual Return respectively till the date of order.

- g. The Appellant Company has not yet deposited the said penalty.

4. In the appeal, the appellant has stated as under:

- i. The Company was registered with the aim of carrying on the business of spinning, weaving and finishing of textiles. It has been more than two decades that Company has been not able to carry out any operation in the said company. However, the Company has been dormant without any business activities for a substantial period of time.
- ii. The Company had received a letter in form STK-1 dated 12th July, 2019 from the Registrar of Companies, Goa pertaining to removal of the name of company from the register of the companies, wherein the Company had filed a reply vide its letter dated 16.08.2019 stating that due to uncordial relationship between the shareholders and more particularly non-cooperation of Mr. Dilip Timblo in not attending AGM,s of the

company for which the Company could not approve its account nor appoint its auditors for relevant years.

iii. Since the AGM could not be held within the stipulated time, Mr. Auduth Timblo, the only other shareholder in the Company is in the process of filing a Petition under Sec. 97 of the Companies Act, 2013 requesting for direction from NCLT, Mumbai for holding AGM in the Company.

iv. Taking into consideration the financial condition of the company together with the grounds specified herein, the filing of Annual Return and Financial Statements for the year 2018 was unintentionally delayed and requested to take lenient view and not to impose any penalties on the company and its directors for delay in filing of Annual Returns and Financial Statements of the Company for FY 2017-2018.

5. This forum provided virtual hearing to the Appellants on 10.02.2021 at 12.00 Noon on which date Ms. Tanvi Sardesai, authorized representative on behalf of the Appellants appeared before this forum and made submission. I have carefully gone through the said impugned order and it is noticed that the Appellant Company and its officers have violated the provision of Section 92 & 137 of the Act, 2013 for non-filing Annual Returns and Financial Statements of the Company for FY 2017-2018. This forum asked the authorized representative whether the default have been made good, to which she informed that the Company has not filed its Annual Returns & Financial Statements for the FY-2016-17, 2017-18 and 2018-19 till date, hence default is not made good as on date.
6. In view of the above statement of the authorized representative of the Appellant Company, the default has not been made good till date for FY -2017-18 and the Company has not filed any Annual Returns and

Financial Statement for the financial year ended 2016-17 to 2019-20. Therefore, I am of the opinion that the Appeal is not maintainable and same is liable to be rejected, accordingly the Appeal is rejected. The Registrar of Companies, Goa is directed to take necessary action as per provisions of the Companies Act, against the Company and officers in default.

7. A copy of this order shall be published on the website of the Ministry of Corporate Affairs as per Rules.

Signed and sealed on 1st day of March, 2021.



M.P. Shah
(M.P. SHAH)
REGIONAL DIRECTOR
WESTERN REGION, MUMBAI.

To,

1. Crystal Textiles Private Limited,
Villa Flores Dasilva,
Erasmio Carvalho Street,
Margao, Goa -403601
2. The Registrar of Companies, Goa.
3. Master Copy
4. Office Copy.

"Certified True Copy"

रुपा एन सुतार
Rupa N. Sutar
उप निदेशक / Deputy Director
कार्या. प्रदेशिक निदेशक (प.छे.)
O/o. Regional Director (W.R.)
कारपोरेट कार्व मंत्रालय, मुंबई-२
Ministry of Corporate Affairs, Mumbai-2