

ADJ/74/RD (SR)/2019-20

BEFORE THE REGIONAL DIRECTOR
(SOUTHERN REGION)
MINISTRY OF CORPORATE AFFAIRS, CHENNAI
IN THE MATTER OF THE COMPANIES ACT 2016
SECTION 454(7) OF COMPANIES ACT 2013

IN THE MATTER OF M/s. TRIPMEMO TECHNOLOGIES PRIVATE LIMITED

1. M/s. Tripmemo Technologies Private Limited
Golden Dew Villa Project,
House No. 33 / 288-S, Ernakulam,
Kerala - 682 028.

2. Shri. Sabu Kurian KinattukaraAppellants

Date of hearing 27.10.2020

Present Shri. R.R. Raja, Practising Company Secretary
(Membership No. 53686), M/s. Raja & Associates

ORDER

M/s Tripmemo Technologies Private Limited (hereinafter referred to as the Company), having share capital, was incorporated on 11.02.2019 but the Appellant Director failed to file the declaration in e-form INC 20A within the prescribed period of 180 days from the date of incorporation, as required under sub-clause (a) of sub-Section (1) of Section 10A of the Companies Act, 2013 (hereinafter referred to as the Act, 2013) and had filed the said form belatedly with a delay of 41 days on 20.09.2019. The Registrar of Companies, Kerala and Lakshadweep examined the said default and passed the Adjudication Order No. ROC/S-454/10A/389/2020 dated 03.02.2020 (impugned Order) under Section 454 (3) & (4) of the Act, 2013 for the delay of 41 days in filing the Form INC-20A under Section 10A(2) of the Act, 2013 read with Rule 23A of the Companies (Incorporation) Rules, 2014 (hereinafter referred to as the Rules, 2014) and imposed a penalty of Rs. 50,000/- upon the Company and Rs. 41,000/- upon the Director in default viz. Shri. Sabu Kurian Kinattukara @ Rs. 1,000/- per day.

2. Aggrieved by the above said Order dated 03.02.2020, the instant appeal was filed by the Appellants in terms of Section 454 (5) of the Act in Form ADJ on 03.08.2020 vide SRN: R48290837. The appeal was filed within limitation period.

3. The appellants have sought condonation of delay keeping in view the size of the Company and no prejudice is caused to the public interest and hence, prayed for setting aside of the impugned Order.

4. An opportunity of being heard was afforded on 27.10.2020 to the Appellants who were represented by their Authorized Representative Shri. R.R. Raja, Practising Company Secretary of M/s. Raja & Associates who had contended that the delay of 41 days occurred in filing the Form INC-20A was due to failure on the part of the Consultant, who has delayed in filing the form and hence, prayed for setting aside the order or at least reduce the penalty on the grounds that the size of the company is small.

5. Considering the pleadings and noting that, there was no evidence on record to prove that the directors have acted in due diligence in ensuring to get the Consultant to file the form in time and keeping in view the fact that the subscribers / directors have also brought the capital at a very hefty premium of about Rs. 900/- per share on an average, there is no case made out for reduction in penalty too. Hence, the Appeal is dismissed and the ROC's adjudication order dated 03.02.2020 is upheld. The Appellants are directed to remit the penalties imposed within 30 days of receipt of this order failing which ROC, Kerala is directed to file prosecution in terms of Sec. 454(8)(ii) of the Companies Act, 2013 without any further notice.

Dated at Chennai this the 02nd day of November, 2020.




(M.R. BHAT)
REGIONAL DIRECTOR (SR)

To

1. M/s. Tripmemo Technologies Private Limited
Golden Dew Villa Project,
House No. 33 / 288-S, Ernakulam,
Kerala - 682 028.
2. Shri. Sabu Kurian Kinattukara
3. The Registrar of Companies, Kerala.
4. The Officer in Charge, e-Gov. Cell, Ministry of Corporate Affairs, A-Wing, Shastri Bhavan, Dr. Rajendra Prasad Road, New Delhi -110 001- with a request to upload this Order on the website of the Ministry. Mail sent to Shri Vivek Meena, Asst. Director (vivek.meena@gov.in) and Shri B. Srikumar, Deputy Director, (srikumar.b@gov.in)