

**ADJ/52 /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. DER BERUF INSTITUTE OF INTERNATIONAL  
EDUCATION PRIVATE LIMITED**

1. M/s. Der Beruf Institute of International Education Private Limited  
No. 30/323, Perinthalmanna Municipality,  
Aysha Commercial Complex, Calicut Road,  
Perinthalmanna, Malappuram, Kerala.
  
2. Shri. Amilath Muhammed .....Appellants

Date of hearing      26.10.2020

Present                      Shri. S. Narasimman, Senior Manager  
   M/s. SAS Partners Corporate Advisors Private Limited

**ORDER**

M/s Der Beruf Institute of International Education Private Limited (hereinafter referred to as the Company), having share capital, was incorporated on 12.03.2019 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 90 days on 07.12.2019. The Registrar of Companies, Kerala and Lakshadweep examined the said default and passed the Adjudication Order No. ROC/S-454/10A/353/2020 dated 03.02.2020 (impugned Order) under Section 454 (3) & (4) of the Act, 2013 for the delay of 90 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. 90,000/- upon the Director in default viz. Shri. Amilath Muhammed @ 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 31.03.2020 vide SRN: R36210714. The appeal was filed within limitation period.

3. The appellants have sought waiver of penalty on the grounds that the default did not cause any harm to the Society or the Government and that the company did not even commence any business since incorporation.

4. An opportunity of being heard was afforded on 26.10.2020 to the Appellants who were represented by their Authorized Representative Shri. S. Narasimman, Senior Manager of M/s. SAS Partners Corporate Advisors Private Limited who had contended that the delay of 90 days occurred in filing the Form INC-20A was due to circumstances beyond the control of the appellant company and keeping in view the fact that the company did not even commence any business till date sought condonation of delay and waiver of penalty consequently.

5. Considering the grounds urged by the Appellants in the Appeal and the submissions made as well as the fact that the Form INC-20A was filed and that the subscription money was received in time, the undersigned deems it appropriate to set aside the impugned Order dated 03.02.2020 passed by the ROC, Kerala. The Appellants are directed to file order in Form No.INC-28 within a period of 30 days on MCA-21 Portal.

Dated at Chennai this the 2<sup>nd</sup> day of November, 2020.

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

To

1. M/s. Der Beruf Institute of International Education Private Limited  
No. 30/323, Perinthalmanna Municipality,  
Aysha Commercial Complex, Calicut Road,  
Perinthalmanna, Malappuram, Kerala.
- ✓ 2. Shri. Amilath Muhammed
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)