

Application No. RD/ER/454/50/2024/Appeal / 7285-89

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 P S DISTRIBUTORS PRIVATE LIMITED
17/6/H/3 CANAL WEST ROAD P.O. AMHERST STREET
KOLKATA WB 700009 INDIA

-AND-

IN THE MATTER OF

Appeal under section 454 of The Companies Act, 2013
against the penalty order dated 13/06/2024 of
Registrar of Companies, West Bengal passed for
violation of the provisions of section 158 of the
Companies Act, 2013.

-AND-

IN THE MATTER OF

1. M P S DISTRIBUTORS PRIVATE LIMITED
17/6/H/3 CANAL WEST ROAD P.O. AMHERST STREET
KOLKATA WB 700009 INDIA
2. TARUN KUMAR MUKHERJEE (Director)
40D, BIPLABI PULIN DAS STREET, RAJA RAM MOHAN
SARANI, AMHERST STREET, KOLKATA, 700009, WEST
BENGAL, INDIA.

In the matter of MPS Distributors Private Limited

प्रेषित किया गया/Dispatched by
हस्ताक्षर/Signature
दिनांक/Date 27 NOV 2024

3. Considering the facts and circumstances of the case, the Adjudicating Authority had imposed Penalty for violation of Section 158 of Companies Act, 2013 as under: -

Name of the Applicant Company/ Director	Amount of Default (in Rs.)	Total maximum Penalty imposed (in Rs.)
M/s MPS DISTRIBUTORS PRIVATE LIMITED (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	2,50,000
TARUN KUMAR MUKHERJEE (Director) (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	1,00,000
BASUDEV SAHA (Director) (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	1,00,000
Total penalty imposed		4,50,000

4. Having considered the facts and circumstances of the case and after taking into account the factors concerned, Registrar of Companies, West Bengal imposed a penalty of Rs. 2,50,000/- (Rupee Two lakhs fifty thousand Only) on the concerned Company and Rs. 10,0000/- (Rupees One lakh Only) on each of the two Directors in default namely Mr Tarun Kumar Mukherjee and Mr Basudev Saha under Section 158 of the Act, **in Total Rs. 4,50,000/-** (Rupees Four lakhs fifty thousand Only) (i.e., Rs. 2,50,000 for Company and Rs. 10,0000 on each of the two Directors) for failure to make compliance of the provision of Section. 158 of the Act.

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5. The appeal was heard on 28/10/2024. The Authorized Representative was asked to make a submission regarding infirmity if any in the order of Registrar of Companies. The Authorised Representative had no valid submission in this regard at the time of hearing. Further another submission vide letter dated 14.11.2024 was received from the Authorised representative wherein it was stated that the Authorised representative mistakenly not represented in the hearing dated 28.10.2024 about the Company being a small company and submit further documents in support for consideration. As per the further submission, the company is a small Company under the definition of Section 2(85) of the Companies Act, 2013 and in this regard copies of MGT 7A for the financial year 2023-24 and financial statement for the financial year 2023-24 were submitted before the Appellate Authority.

6. Based on the further submissions made by the Authorised Representative and after verifying the financial statements of the Company from the portal, the Appellate Authority is of the view that the Company falls under the definition of a Small Company u/s 2(85) of the Companies Act, 2013 and thus the said Company and its directors are liable for penalty u/s 446B of the Companies Act, 2013 for violation of section 158 of the Companies Act, 2013 Hence, the order of ROC is modified as cogent ground was made out by Authorised Representative. The undersigned by virtue of the power vested in Regional Director under section 454(7) of the Companies Act,

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2013 read with the Companies (Adjudication of Penalties) rules, 2014 modifies the order of the Registrar of Companies, West Bengal dated 15/02/2024 as under:

Name of the Applicant Company/ Director	Amount of Default (in Rs.)	Total maximum Penalty imposed (in Rs.)	Penalty imposed by the Appellate Authority u/s 446B of the Companies Act, 2013
M/s MPS DISTRIBUTORS PRIVATE LIMITED (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	2,50,000	1,25,000
TARUN KUMAR MUKHERJEE (Director) (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	1,00,000	50,000
BASUDEV SAHA (Director) (For the year ended 2015-16 to 2019-20)	50,000*5 years = 2,50,000	1,00,000	50,000
Total penalty imposed		4,50,000	2,25,000

Considering the facts and circumstances of the case and after taking into account the factors above, the appellate authority imposes a penalty of Rs. 1,25,000/- (Rupee One lakh twenty-five thousand Only) on the concerned Company and Rs. 50,0000/- (Rupees fifty thousand Only) on each of the two Directors in default under Section 158 of the Act, in **Total Rs. 2,25,000/-** (Rupees two lakhs twenty five thousands Only) (i.e., Rs.

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1,25,000 for Company and Rs. 50,0000 on each of the two Directors)
for failure to make compliance of the Act u/s. 158 of the Act.

7. The Company and Directors/Officers of the company shall pay the amount of penalty from out of their own pockets. The amount of penalty shall be paid within a period of 90 days from the date of receipt of the copy of the order. Further, if the Company and its Directors fail to deposit the penalty amount within the prescribed time limit, action under section 454(8)(i) and (ii) of the Companies Act, 2013 shall be initiated against the Company and its Directors.

8. Hence the instant Appeal stands disposed of accordingly.



(P.Sridhar)

REGIONAL DIRECTOR (ER)

Signed this the 25th day of November, 2024.

Copy to:-

✓ 1. M P S DISTRIBUTORS PRIVATE LIMITED
17/6/H/3 CANAL WEST ROAD P.O. AMHERST STREET
KOLKATA WB 700009 INDIA

✓ 2. TARUN KUMAR MUKHERJEE (Director)
40D, BIPLABI PULIN DAS STREET, RAJA RAM MOHAN SARANI, AMHERST STREET,
KOLKATA, 700009, WEST BENGAL, INDIA

✓ 3. BASUDEV SAHA (Director)
P-177, BLOCK - B, LAKE TOWN, SOUTH DUMDUM,
KOLKATA, 700089, WEST BENGAL, INDIA.



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4. ✓ The Registrar of Companies, West Bengal,..... for information in respect of his letter no. ROC/ADJ/307/091147/2023/5648 dated 03/10/2024
5. ✓ The Officer in Charge, E-Gov. Cell, Ministry of Corporate Affairs, 5th Floor, A wing Shastri Bhavan, New Delhi-110001,-with a request to upload this Order on the website of the Ministry.

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