

F.No:9/05/ADJ/SEC.178(1) of 2013/KARNATAKA/RD(SER)/2024

BEFORE THE REGIONAL DIRECTOR, SOUTH EAST REGION

MINISTRY OF CORPORATE AFFAIRS, HYDERABAD

IN THE MATTER OF COMPANIES ACT, 2013

/1720

IN THE MATTER OF MUKKA PROTEINS LIMITED

1. M/s. Mukka Proteins Limited
Door No. 18-2-16/4, First Cross, NG Road, Attavara,
Dakshina Kannada, Mangaluru, Karnataka- 575001.
2. Mr. Kalandan Mohammed Haris, Managing Director
D.No. 19-10-624, Umayya B R Karkera Road, Near Telecom
House Pandeshwar Mangalore, Dakshina Kannada,
Karnataka- 575001.
3. Mr. Kalandan Mohammed Arif, Whole-time Director
D.No. 19-10-624, Umayya Garden B R Karkera Road, Near
Telecom House Pandeshwar Mangalore, Dakshina Kannada,
Karnataka- 575001.
4. Mr. Kalandan Mohammed Althaf, Whole-time Director
Umayya Garden Vanamalidas Compound Near
Telecom Office B R Karkera Road, Pandeshwar
Mangalore Dakshina Kannada, Karnataka- 575001.
5. Mrs. Umayya Banu, Director
D.No. 19-10-624, Umayya Garden B R Karkera Road, Near
Telecom House Pandeshwar Mangalore, Dakshina Kannada,
Karnataka- 575001.
6. Mr. Kalandan Abdul Razak, Director
D.No. 19-10-624, Umayya Garden B R Karkera Road, Near
Telecom House Pandeshwar Mangalore, Dakshina Kannada,
Karnataka- 575001.
7. Mr. Mehaboobsab Mahmadvous Chalyal, Company Secretary
Nizamuddin Colony, 4th Cross, Depot Road,
Dharwad MJ Nagar, Karnataka- 580006
8. Mrs. Jessica Juliana Mendonca, Company Secretary
3-101/3, Joy Nivas, Prem Nagar, Sandesha Kala
Kendra, Bajjodi, Mangalore, Karnataka- 575005.

Appellants

Date of hearing: 01.02.2024

Present: Mr. Chethan Nayak K, PCS



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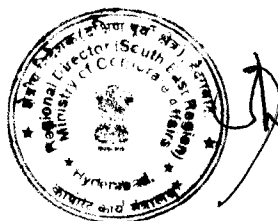
ORDER

This is an appeal filed under section 454(5) of the Companies Act, 2013 by the above appellants in e-form ADJ vide SRN F89340053 dated 03.01.2024 against the adjudication order F No. ROC(B) /Adj.Ord. 454 - 178(1)/Mukka Proteins /Co.No. 055771 /2023 dated 23.11.2023 under section 454 passed by the Registrar of Companies, Karnataka for violation of provisions of section 178(1) of the Companies Act, 2013.

2. Registrar of Companies in his order of adjudication has stated that the company has filed an adjudication application on 07.08.2023 for violation of section 178(1) of the Act. It is seen that the company had converted from private limited company to a public limited company with effect from 02.12.2019. As a result of such a conversion, the provisions of section 149(4) of the Act were applicable to the company as its turnover and outstanding loans, debentures and deposits exceeded the prescribed limits and it was required to appoint independent directors from 02.12.2019, but the company had appointed them only on 15.01.2022. Hearing was held before Registrar of Companies on 26.09.2023 and after hearing the authorized representative had levied a penalty of Rs.5,00,000/- on the Company and Rs.1,00,000/- each for 7 officers i.e., Mrs. Jessica Juliana Mendonca, Mr. Kalandan Abdul Razak, Mr. Kalandan Mohammed Haris, Mr. Kalandan Mohammed Arif, Mrs. Umaiyya Banu, Mr. Kalandan Mohammed Althaf and Mr. Mehaboobsab Mahmadvous Chalyal, Company Secretary (total aggregating to Rs.12,00,000/-) vide his order dated 23.11.2023.

3. Aggrieved by the order dated 23.11.2023 the applicants herein have filed the instant appeal and an opportunity of being heard was given by the then Regional Director to the Appellants on 01.02.2024. The authorized representative Mr. Chethan Nayak K, Practicing Company Secretary had appeared on behalf of the appellants on 01.02.2024.

4. The then Regional Director upon the hearing had reduced the penalty to 50% (of the penalty as imposed by Registrar of Companies) i.e., for the Company amounting to Rs.2,50,000/- and for 7 officers i.e., Mrs. Jessica Juliana Mendonca, Mr. Kalandan Abdul Razak, Mr. Kalandan Mohammed Haris, Mr. Kalandan Mohammed Arif, Mrs. Umaiyya Banu, Mr. Kalandan Mohammed Althaf and Mr. Mehaboobsab Mahmadvous Chalyal, amounting to Rs.50,000/- each (total aggregating to Rs.6,00,000/-) and had directed the appellants vide his hearing order dated 01.02.2024 to comply with the order.

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5. Accordingly, the appellants have paid the penalty i.e. the Company amounting to Rs.2,25,000/- and by 7 officers i.e., Mrs. Jessica Juliana Mendonca, Mr. Kalandan Abdul Razak, Mr. Kalandan Mohammed Haris, Mr. Kalandan Mohammed Arif, Mrs. Umaiyya Banu, Mr. Kalandan Mohammed Althaf & Mr. Mehaboobsab Mahmadvous Chalyal amounting to Rs.25,000/- each (total aggregating to Rs.6,00,000/-) vide SRN's X67161067, X67161653, X67160465, X67161489, X67161521, X67162164, X67163428 and X67161000 dated 10.02.2024 respectively, thereby complying the order of the then Regional Director. However, before issuing the order the then Regional Director has been transferred and the undersigned has taken over and the applicants are repeatedly pressing for issuing the final order stating that the delay in issuing the order is causing hardships despite compliance vide their payment challans as stated above. In view of the compliances made by the applicants and representation in person and vide email dated 07.06.2024 requesting for issuing of the final order, this formal order is issued to the Appellants recording the facts.

Issued under my hand and seal on this the 26th day of June 2024.



(M. JAYAKUMAR)
REGIONAL DIRECTOR (SER)I/C
HYDERABAD

Copy for information and necessary action to :

1. Registrar of Companies, Ministry of Corporate Affairs, Karnataka, Bangalore.
2. The Joint Secretary, E-Governance Cell, Ministry of Corporate Affairs, New Delhi.

(M. JAYAKUMAR)
REGIONAL DIRECTOR (SER)I/C
HYDERABAD