



IN THE NATIONAL COMPANY LAW TRIBUNAL

INDORE BENCH

COURT NO. 1

ITEM No.309

CP/41(MP)2022

Proceedings under Section 252(1)

IN THE MATTER OF:

Rajendra Ranchod Patel

(M/s Sardar Patel Hospital & Research Centre Ltd)

.....Applicant

V/s

RoC Gwalior MP

.....Respondent

Order delivered on 17/02/2023

Coram:

Dr. Madan B. Gosavi, Hon'ble Member(J)

Kaushalendra Kumar Singh, Hon'ble Member(T)

PRESENT:

For the Applicant :

For the Respondent :

ORDER

The case is fixed for pronouncement of order.

The order is pronounced in open Court vide separate sheet.

-Sd-

**KAUSHALENDRA KUMAR SINGH
MEMBER (TECHNICAL)**

A. Bhadauria / Namit

-Sd-

**DR. MADAN B. GOSAVI
MEMBER (JUDICIAL)**



**IN THE NATIONAL COMPANY LAW TRIBUNAL
INDORE BENCH**

Co. APPEAL/41/IND/2022

(An application filed under section 252 (1) of the companies act, 2013)

IN THE MATTER OF

Rajendra Patel

S/o Ranchod Patel
22973, Lakshmi Bai Marg,
Badnawar, Dhar,
Madhya Pradesh 454 600

...Appellant

Versus

Registrar of Companies

Madhya Pradesh Gwalior
Sanjay Complex, A Block 3rd Floor, Jayendra ganj,
Gwalior Madhya Pradesh 474 009

...Respondent

Decided on: 17.02.2023

Coram:

Hon'ble Dr. Madan B Gosavi, Member (Judicial)

Hon'ble KAUSHALENDRA KUMAR SINGH, MEMBER (Technical)

Present:

For the Applicant: Ld. PCS Mr. Vinit Nagar

ORDER

1. The present appeal is filed by Mr. Rajendra Patel the equity shareholder of M/s Sardar Patel Hospital & Research Centre Limited (for brevity '**the Company**') under Section 252(3) of the Companies Act, 2013 (for brevity '**the Act**') against the order of striking off the name of the Company passed by the Registrar of Companies, Gwalior under Section 248(5) of the Act published on 12.04.2022 vide notification No. ROC-G/248(5)/2022/109 by the office of the Registrar of Companies, Gwalior M.P, the Respondent herein. The present appeal is within the limitation period stipulated by Section 252 of the Act.



2. The Company was incorporated as a Public Limited Company on 25.04.2011 under the provisions of the Companies Act, 1956, with CIN U85110MP2011PLC025852 having its registered office at Khasra No. 251, Village-Pitgara, Mhow-Neemach Road, Opposite Rest House Badnawar Dhar, Madhya Pradesh- 454660.

3. The Authorized Share Capital of the Company is Rs 5,00,00,000/- (Rupees Five Crore Only) divided into 50,00,000 equity shares of Rs 10/- each. The issued, subscribed, and paid-up share capital of the Company is Rs 61,99,600/- divided into 6,19,960 equity shares of Rs 10/-each.

4. The objects of the Company is to establish, construct, erect, maintain, run, manage, develop, own, acquire, purchase, undertake, improve, equip, promote, initiate, encourage, subsidies & organize, hospital, hospital & research center, dispensaries, clinics, diagnostic center, research center, polyclinic, pathology, laboratories, operation theaters, chemist shops, blood banks eyes bank, kidney banks, nursing homes, physiotherapy centers, investigation centers also run & maintain the medical camp, opd facility on regular basis.

5. The facts submitted by the Applicant Company are summarized as under:

- i. The company could not file its annual returns and financial statements from the financial year 2019 with the Registrar of Companies, Gwalior due a to lack of professional guidance and support to the management and Board of the company about the statutory filing of annual returns and financial statements with ROC. Non-filing of said statutory documents were inadvertent on the part of the management of the company.



- ii. The board of directors undertakes to file the said statutory documents with payment of additional fees. Further, the applicant has not received any notice under section 248(1) of the Act.
 - iii. The company is carrying on its business and operations and has established its business in the market after a lot of struggles and wishes to continue its business.
 - iv. The Respondent ROC had issued a public notice in form No. STK-5 dated 18.01.2022 indicating an intention to remove the name of the Company from the Register of Companies maintained by the ROC. Thereafter, Respondent ROC issued form No. STK-7 on 12.04.2022 striking off the name of the Company. Copy of form No. STK-5 and form No. STK-7 is annexed and placed on record.
 - v. As per the non-compliance of provision of the Act issued by the ROC, the name of the Company was struck off on account of its failure on filling in Annual Returns and Financial Statements for a period of more than 2 years.
6. The Appellant has asserted and supported their averments with the documents and records showing that the Company was in operation and doing business during the period of striking off the name of the Company and has resubmitted copies of financial statements for 2019-20, and 2020-2021. The Balance Sheet as at 31.03.2021 reflects tangible assets of Rs.7,48,65,957/-, cash and cash equivalents of 2,06,185, trade payable of Rs.15,36,027/- and employee benefit expenses of Rs 1,10,500/-. The Company has property in the nature of non – agriculture land at badnawar in Madhya Pradesh over which a multi-story hospital is running and the total area of the property is 1.566 Hector.
7. The observations made by the Registrar of Companies through its reply dated 20.12.2022 is placed on record and are as follows:



(i) As per the record of the Registrar of Companies, the company has not filed Annual Returns after 31.03.2018.

(ii) The Registrar of Companies has struck off the name of the company from the Register of Companies on a Suo-Moto basis on 12.04.2022 due to non-filing of Annual Returns and Balance Sheet for a period of two immediately preceding financial years.

(iii) This appeal may be decided on merit subject to the filing of all the pending Financial Statements from the financial year 31.03.2019 to onwards with additional fees as per the requirements of the Companies Act, 2013/1956.

8. The observations made by the Income Tax Department through its reply dated 16.12.2022 is placed on record and there are no dues pending hence no objection is on record.

9. The grounds contemplated under Section 252 of the Act, that the Company was, at the time of its name being struck off, carrying on business or was in operation, or otherwise it is just that the name of the Company is restored to the Register of Companies, are required satisfied before exercising jurisdiction to restore the Company to its original name on the register of the Registrar of Companies.

10. We have considered the submissions made by the appellant, as well as the material available on record. On perusal of the balance sheet for the year ended 31.03.2021, it is noted that the company has an asset in the form of tangible, cash, and cash equivalents. The Company also has liability in the form of trade payables that are required to be discharged.

11. In view of the above facts, we consider it just and proper to restore the name of the company in the Register of Companies,



from the date of its striking off subject to payment of cost for non-compliance of rules relating to filing the Statutory Returns and Audited Financial Statements. Accordingly, we order as under:

- (i) The Registrar of Companies, Gwalior the respondent herein, is ordered to restore the original status of the Appellant Company as if the name of the Company has not been struck off from the Register of Companies with resultant and consequential actions like changing status of Company from 'struck off' to Active;
- (ii) The Appellant Company is directed to file all pending statutory document(s) including Annual Accounts and Annual returns for the financial years in default along with prescribed fees/additional fees/fines as decided by ROC within 45 days from the date on which its name is restored on the Register of Companies by the ROC, Gwalior;
- (iii) The Appellant, who has filed the Company Appeal on behalf of the Company is directed to personally ensure compliance with this order;
- (iv) The restoration of the Company's name is subject to the payment of the cost of **Rs. 25,000/-** (Rupees Twenty-Five Thousand Only) to be paid to the **Prime Minister's Relief Fund**. The name of the appellant company shall then, as a consequence, stand restored to the Register of the Registrar of Companies, as if the name of the company had not been struck off in accordance with Section 248(1) of the Companies Act, 2013;
- (v) The Appellant is permitted to deliver a certified copy of this order with ROC within thirty days of the receipt of this order;
- (vi) On such delivery and after duly complying with the above directions, the Registrar of Companies, Gwalior, is directed to, on his official name and seal, publish the order in the Official Gazette;



(vii) This order is confined to the violations, which ultimately lead to the impugned action of striking off the name of the Company, and it will not come in the way of ROC to take appropriate action(s) in accordance with the law, for any other violations/offenses, if any, committed by the Appellant Company prior or during the striking off of the company.

(viii) The Appeal stands allowed and disposed of in the above terms.

-Sd-

Kaushalendra Kumar Singh
Member (Technical)

-Sd-

Dr. Madan B. Gosavi
Member (Judicial)

Surbhi - LRA