

**THE NATIONAL COMPANY LAW TRIBUNAL  
KOLKATA BENCH (Court -I)  
KOLKATA**

**C.P. No. 145/KB/2024**

*A petition under section 97(1) of the Companies Act, 2013 read with Rule 11 and Rule 74 of  
the National Company Law Tribunal Rules, 2016;*

**IN THE MATTER OF:-**

**Shaskank Sudhir Goenka** (PAN: AGQPG6759C), son of Shri Sudhir Goenka, residing at Flat No. 12, 3<sup>rd</sup> Floor, Maheshwari Niketan, Peddar Road, Near Jaslok Hospital, Cumballa Hill, Mumbai – 400026.

.....**Applicant/ Petitioner**

Versus

**Goenka Realtors Private Limited** (CIN: U70109WB2012PTC184750), company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013 and having its registered office at 1806, Laskarhat Road (Picnic Garden Rd.) Tagore Park, Kolkata, West Bengal, India, 700039.

.....**Respondent**

Date of Hearing: 19/06/2024

**Date of pronouncement: 27/06/2024**

**Coram:-**

**Smt. Bidisha Banerjee : Member (Judicial)**

**Shri Balraj Joshi : Member (Technical)**

**Appearances:**

Mr. Gopal Kumar Khetan, PCA : For the Petitioner

Mr. S.K. Tiwari, Adv.: For the Respondent

**ORDER**

**Per: Bidisha Banerjee, Member (Judicial)**

1. The present Company Petition under Section 97(1) of the Companies Act, 2013, has been filed by the member/ shareholder namely Mr. Shashank Sudhir Goenka holding 17,500 equity shares (28%) in the Respondent Company seeking this Tribunal's order for calling the Annual General Meeting of the Respondent for the financial year 2022-23.
2. The Respondent Company, Goenka Realtors Private Limited was incorporated on August 16, 2012 under the Companies Act, 1956. The Company held its last Annual General Meeting on December 31, 2022, for approval of accounts for the financial year 2021-22. The said Annual General Meeting was held within the time prescribed under Section 96 of the said Act. Subsequent to the holding of such a meeting, the Company filed its financial statements and annual return with the Registrar of Companies in Form AOC-4 and Form MGT-7 respectively.
3. The Petitioner states that the Respondent Company herein could not hold its Annual General Meeting for the F.Y. 2022-23. When approached by the petitioner, the Respondent Company informed that the financial statements for the said financial year were not timely prepared due to recurrent non-attendance of one of the team members of the Accounts Department of the Company owing to a medical emergency in his family. Such team member, being primarily responsible for the preparation of the financial statements of the Company, there was a delay in the preparation and finalization of the annual accounts for the F.Y. 2022-23. Owing to such reasons, the Annual General Meeting of the Company for the said financial year was not held within the prescribed time frame as per the provisions of Section 96 of the Companies Act, 2013.
4. The Petitioner prays to this Bench to allow and direct to convene the Annual General Meeting for the F.Y. 2022-23 of the Respondent Company under Section 96 and 97(1) of the Companies Act, 2013 read with Rule 74 of the National Company Law Tribunal Rules, 2016.

THE NATIONAL COMPANY LAW TRIBUNAL  
KOLKATA BENCH (Court -I)  
KOLKATA

*C.P. No. 145/KB/2024*

5. We have heard the Ld. Authorized Representative appearing for Petitioner and Ld. Authorized Representative/ Counsel appearing for Respondent Company. The Ld. Authorized Representative/ Counsel for the Respondent Company does not have any objection to the application being allowed.
6. Accordingly, we hereby, give the following directions in the exercise of the powers conferred on this Tribunal under Section 97(1) of the Companies Act, 2013 read with Rule 74 of the National Company Law Tribunal Rules, 2016:
  - a. The Respondent, namely, Goenka Realtors Private Limited shall prepare the financial statements for the financial year 2022-23 and get the same audited by the Statutory Auditor.
  - b. The Respondent shall call, convene and hold a meeting of its members within 45 days from the date of this order, to finalize and approve the annual accounts for the financial year 2022-23.
  - c. Such meeting shall be considered as an Annual General Meeting for the purpose of the Companies Act, 2013.
  - d. The Respondents - Company is directed to give 21 days' clear notice in advance, either in writing or through electronic mode in the manner prescribed every member of the Company, legal representative of any deceased member or the assignee of an insolvent member, the auditors of the Company and every director of the Company in accordance with section 101 of the Companies Act, 2013, informing therein the place, date, day and the hour of the meeting shall contain a statement of the business to be transacted at such meeting.
  - e. The Respondent is granted liberty to approach this Tribunal in case there is any difficulty in holding Annual General Meeting as directed aforesaid.

THE NATIONAL COMPANY LAW TRIBUNAL  
KOLKATA BENCH (Court -I)  
KOLKATA

*C.P. No. 145/KB/2024*

7. The **C.P. No. 145/KB/2024** is **disposed of** accordingly.
8. The Registry is directed to send copies of the order forthwith to all the parties and their representatives for information and for taking necessary steps.
9. Certified Copies of this order may be issued, if applied for, upon compliance with all requisite formalities.
10. File be consigned to records.

**Balraj Joshi**  
**Member (Technical)**

**Bidisha Banerjee**  
**Member (Judicial)**

This Order Signed on 27.06.2024

*SSG*