

**IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH-V**

C.P./119(MB)/2021

Under Section 270, 271 read with section
272 of the Companies Act, 2013

And

**IN THE MATTER OF
Nakoda Infrastructrure and Leasing
Private Limited**
[CIN:U45400MH2007PTC17629]
36, 4th Floor,59NewVoraBldg,Nakhoda
Street, Pydhuni,
Mumbai 400003

...Petitioner Company

Order Dated:03.07.2024

Coram:

Reeta Kohli
Hon'ble Member (Judicial)

Madhu Sinha
Hon'ble Member (Technical)

Appearances (Hybrid):

For the Petitioners: PCS Kunjal Dalal

ORDER

1. The present petition is a Company Petition filed by the Petitioner Company under the provisions of Section 271(a) read with Section 272(1)(a) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the rules made there under in for seeking an order of winding up of petitioner company and to appoint a liquidator as per section 275 of The Act as company liquidator with all powers as mentioned under the Companies Act 2013.

2. The Counsel for the Petitioner Company submits that the main object of Petitioner Company was to carry on in India or elsewhere, either alone or jointly with one or more persons, government, local or other bodies, the business to construct, build, alter, acquire, convert, improve, design, enact, establish, equip, develop, distaste, pull down, turn into account, furnish, level, decorate, fabricate, install, finish repair , maintain, search, survey, examine, test, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grow, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assign and to act as civil engineer, interior, decorator, consultant, advisor, agent, broker, supervisor, administrator, contractor, subcontractor, turnkey contractor, and manager of all types of constructions and development work in all its branches such as roads, ways, culvert, dams, bridges, trusses, sheds and go downs, railways, tramways water tanks, reservoirs, canals, wharves, warehouse, factories, buildings, structures, drainage and sewage works, pipelines, water distribution and filtration systems, docks, harbors, pipeline works, water proofing works, water harvesting systems and bore well services, foundation works, airports, runways, rock drilling aqueducts, stadiums, hydraulic units, sanitary works, power supply, power station, hotels, hospitals, dharamshala, multistoried, colonies, complexes, housings, projects and other similar works, and for the purpose to acquire, handover purchase, self own cut to size, develop distribute or otherwise to deal in all sorts of land and buildings and to carry on all or any of the following activities, materials, goods, plant, machineries, equipments, accessories, parts, tools, articles, materials and facilities of whatsoever, nature and to do all incidental acts and things necessary for the attainment of the foregoing objects.

3. The counsel for the petitioner company submits that the petitioner company has accumulated losses, outstanding liabilities in its books of accounts which they are not able to pay off. The substratum of the

petitioner company is lost and there do not appear to be any reasonable prospects for the petitioner company of doing any business at profit any time in future.

4. The counsel for the petitioner company submits that the special resolution was passed by the members of petitioner company at Extra Ordinary General Meeting (EOGM) held on 01/12/2020 wherein the members of the Petitioner company have unanimously voted for in favour of resolution for winding up of the petitioner Company under the provisions of sections 271 and 272 of The Companies Act 2013.
5. The counsel for the petitioner company further submits that statement of affairs of the petitioner company has been prepared as per statutory requirement under section 272(4) of The Companies Act 2013 read with Rule 4 of the Companies (Winding up) Rules 2020.
6. The counsel for the petitioner company further submits that copy of petition was filed with Registrar of Companies, Maharashtra along with E-Form GNL-1 vide SRN No. R73219859 Dated 02/12/2020. The hard copy of petition was also submitted to Registrar of Companies vide registered post consignment No. EG606707703IN Dated 02/12/2020.
7. The counsel for the Petitioner company further submits that this tribunal has vide order dated 11/07/2023 directed the petitioner company to make publication of petition as prescribed under Rule 7 of Winding up rules in two Daily newspapers i.e. one in English and other one in vernacular language and file proof of service.
8. The counsel for the petitioner company submits that order of Honorable Tribunal for publication of petition has been complied with and proof of compliance has been filed vide diary number 11671

dated 08/08/2023. He further submits that no representation has been received in response to advertisement published.

9. Perused the company petition along with statement of affairs filed and also representation made by the counsel for the petitioner company. The petition under consideration is in the form and manner and is accompanied with required details and prima facie the requirements of the Act including notice to respondent and publication are fulfilled.
10. Based on the facts stated in the company petition and evident from the Statement of Affairs filed by the petitioner Company that the petitioner company is not carrying on any business and thus under the circumstances this bench considers to wind up the company with immediate effect.
11. Accordingly, it is hereby order as follows: -
 - a) The Petition of the Petitioner Company for winding up is allowed;
 - b) This bench hereby appoints Mr. Kumar Raghavan having email id rkumar56.ip@gmail.com and having IBBI Registration No IBBI/IPA- 001/IP- P01433/2018- 2019/12336 as liquidator, to carry out functions u/s 275(3) of The Companies Act 2013 r/w Companies (Winding Up) Rules 2020 and orders the said liquidator to take charge of the property and effects of the petitioner company.
 - c) The petitioner company is directed to pay cost of Rs.1,00,000/- to the liquidator towards the expenses of the winding up procedure which shall be subject to adjustment against liquidation cost and remuneration.
 - d) The Bench hereby directs the liquidator to file a declaration as required u/s 275(6) of the Companies Act 2013 within seven days of his appointment.

- e) The petitioner company to publish notice of winding up order having been passed in form WIN 14 pursuant to Companies Rule 20 of Companies (Winding Up) Rules 2020 in the Business Standard in English Language and Navshakti in Marathi language being newspapers widely circulated in the State of Maharashtra within fourteen days of date of this order.
- f) This bench hereby directs the directors and the officers of the petitioner Company to comply with section 274(3) and submit books of accounts of company completed and audited up to the date of order report within 30 days of the order.
- g) This bench hereby directs the registry under section 277(1) of the Companies Act 2013 r/w Companies (Winding Up) Rules 2020 to send intimation to the liquidator and registrar of Companies Mumbai within seven days of passing of the order by registered Post or Speed Post or by Courier service or by electronic means and inform the court after compliance.
- h) The Bench further directs the Liquidator to submit the report in terms of Section 281 of the Companies Act, 2013 within 60 days from this order; and
- i) The Bench also directs no suits or other legal proceedings shall be commenced from the date of the winding up order or shall be proceeded with, by or against the Petitioner company, except with the leave of this Hon'ble Tribunal and subject to such terms as the Tribunal may impose.

SD/-
MADHU SINHA
MEMBER (TECHNICAL)

/Aakansha/

SD/-
REETA KOHLI
MEMBER (JUDICIAL)