

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
DIVISION BENCH (COURT- I) CHENNAI**

ATTENDANCE CUM ORDER SHEET OF THE HEARING  
HELD ON **09.05.2024** THROUGH VIDEO CONFERENCING

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**PRESENT:** HON'BLE SHRI. SANJIV JAIN, MEMBER (JUDICIAL)  
HON'BLE SHRI. VENKATARAMAN SUBRAMANIAM, MEMBER (TECHNICAL)

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**APPLICATION NUMBER** : CA/580/2019  
**PETITION NUMBER** :  
**NAME OF THE PETITIONER(S)** : Romoli-Muttini Hotels Pvt Ltd  
**NAME OF THE RESPONDENTS** : RoC, Pondicherry  
**UNDER SECTION** : Sec 252 of CA, 2013

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**ORDER**

Present: None for the Applicant.

None for the Respondent.

Vide separate order announced in Open Court, the application is allowed subject to cost. The company is revived.

File be consigned to records.

**Sd/-**

**(VENKATARAMAN SUBRAMANIAM)**  
MEMBER (TECHNICAL)

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**Sd/-**

**(SANJIV JAIN)**  
MEMBER (JUDICIAL)

IN THE NATIONAL COMPANY LAW TRIBUNAL,  
DIVISION BENCH – I, CHENNAI

CA/580/CHE/2019

Under Section 252(3) of the Companies Act, 2013  
*In the matter of M/s. Romoli-Muttini Hotels Pvt Ltd.*

**M/s. Romoli –Muttini Hotels Private Limited,**  
**CIN: U51909PY2002PTC001635**  
No.6. Rue De Nobili, Colas Nagar,  
Pondicherry-605001

*... Petitioner*

-Vs-

**The Registrar of Companies, Pondicherry,**  
No.7, Second Floor, Karuvadikuppam Main Road  
Sentamarai Nagar  
Muthialpet, Pondicherry - 605003

*... Respondents*

*Order pronounced on 09<sup>th</sup> May, 2024*

**Present:**

*For Petitioner: Abishek P, Advocate*

*For Respondent: Avinash Krishnan Ravi, Advocate*

**CORAM**

**SANJIV JAIN, MEMBER (JUDICIAL)**  
**VENKATARAMAN SUBRAMANIAM, MEMBER (TECHNICAL)**

**ORDER**

**(Hearing Conducted through hybrid mode)**

This Petition has been filed by **Finix K Mathew and Dino Muttini** in the capacity as a Director/Shareholder of the Company namely, **M/s. ROMOLI-MUTTINI HOTELS PRIVATE LIMITED** under Section

252(3) of the Companies Act, 2013, being aggrieved against the order of strike off carried out by the Respondent namely, the **Registrar of Companies, Pondicherry**, under Notification No. 3(175)/2017/STK-7/1 dated 15.06.2017, seeking thereof to restore the name of the Company in the Register maintained by the Respondent/RoC.

2. The brief facts of the matter are tabulated below:-

S. NO.	PARTICULARS	FACT
a)	Name of Company	M/S. Romoli-Muttini Hotels Private Limited
b)	CIN No.	U51909PY2002PTC001635
c)	Date of Incorporation	21.02.2002
d)	Registered Office Address	No.6, Rue De Nobili, Colas Nagar, Pondicherry-605001
e)	Reason of Strike Off	Non filing of Financial Statements for the Financial Years 2011-12 to 2016-17

3. The main object of the Company is *to construct, purchase or otherwise, acquire or take on lease/hire purchase and run hotels, motels, cottages, resorts, seaside reset houses country clubs, sports clubs, health centres, and other boarding and lodging facilities and carry on the business of hoteliers, hotel managers and operatirs, refreshment contractors and caterers, restaurants, refreshment rooms, hotels, boarding, lodging houses, etc.* The details of the main object are set out in the Memorandum of Association which has been filed along with the typed set of documents.

4. It is stated that Company had purchased a property for commencing hospitality services in the 2007. The said property needs to be reconstructed as per the market trends. The necessary building planning approval from Puducherry Planning and Approval Authority has been obtained. The same is annexed along with this Appeal as **Annexure-1** and **Annexure-2** of Memorandum of Additional Information.

5. It is stated that the Applicant Company has not filed annual accounts and annual returns from the financial year 2010-2011 till the name was struck off, i.e., from 2010-2011 to 2016-2017. In addition to this statement, the Applicant has attached the Balance Sheet and Profit and Loss Accounts up to 31.03.2018. Further, the Applicant has also attached the income tax returns for year ended 31.03.2011 and 31.03.2018. The reason for non-filing was due to failure on part of the Company Secretary who was entrusted with the work of filing statutory audits for the Company.

6. It is stated that the Company wants to restore its name in the Register and it wants to continue and carry on its business. It is further stated that the Company, after restoration of its name in the Registry,

will file all the outstanding statutory documents in the Register maintained by the Respondent.

7. It is stated that, if the Company's name is not restored, then the Company would be put into serious loss and the shareholders would suffer irreparable loss and hardship. It is stated that the Company may be allowed to revive its name on the ground that the Hon'ble Tribunal may invoke "otherwise it is just that the name of the Company may be restored to the Register of companies.." under Section 252(3) of the Companies Act, 2013.

8. The Respondent, RoC, was served with notice. It made the appearance. Despite multiple opportunities given by this Tribunal to file the reply, the Respondent failed to do so. Therefore, this Tribunal vide order dated 02.05.2024 close the right of RoC to file reply.

9. We have considered the plea of the Applicant Company. The Applicant is seeking restoration of its name in the register as maintained by RoC. In order to sustain the said plea, the Applicant has placed the followings as Annexures in the Application typeset:

- (i) Balance Sheet and Profit and Loss Accounts upto 31.02.2018
- (ii) Property Documents in the name of the Applicant Company to an extent of 2 acres and 25 cents.

(ii) Copy of Revised Building Plan Approval

11. From the documents annexed along with the Application it is seen that the Company has a Property to an extent of 2 Acres and 25 Cents. Further, it is seen that the Company has shown the future prospects of renovating a building and has also obtained building plan approval from the competent Authority. Hence, this Tribunal is of the view that it is 'just' to restore the name of the Company in the register maintained by the Respondent – Registrar of Company.

12. Taking into consideration the provisions of Section 252 of the Companies Act, 2013 which vests this Tribunal with discretion to restore the Company whose name has been struck off, keeping in consideration that it is just to do so, we restore the name of the Company in the register. The Application is allowed subject to the following directions namely:

- (i) The Registrar of Companies/Respondent is ordered to restore the original status of the Applicant Company viz. **ROMOLI-MUTTINI HOTELS PRIVATE LIMITED**, as if the name of the Company has not been struck off from the Register of Companies with resultant and consequential actions like changing the status of Company from **"strike off"** to **"Active"**
- (ii) The Company shall within a period of 30 days from the restoration of the Applicant Company's name in the register being maintained by the RoC, the Applicant/ petitioner will file *inter alia* its annual returns and

balance sheets as well other compliances statutorily required to be made under the Companies Act, 2013 for the period from which there has been default with requisite charges/fees as well as additional fee/late charges.

- (iii) That the Restoration of the Company's name is also subject to the payment of cost of ₹ 1,50,000/- (**Rupees One Lakh Fifty Thousand only/-**), as volunteered by the Applicant, through online payment in [www.mca.gov.in](http://www.mca.gov.in) under miscellaneous fees by mentioning the particulars as "payment of cost for revival of Company".
- (iv) Till all compliances are made by the Company, the Company shall not alienate or dispose of any of its valuable assets.
- (v) It is further observed that by virtue of this order of restoration of the name of Company in the register it will not entitle the Directors of the Company whose names in case have been disqualified by virtue of provisions of Section 164 of the Companies Act, 2013 by the Respondent/RoC automatically to be restored to directorship except in accordance with law.
- (vi) An affidavit of compliance of the aforesaid directions shall be filed by the Applicant within a period of 2 months from the date of this order.
- (vii) Further, this order allowing the Application shall also not circumscribe the power of the respondent to proceed against the Appellant Company and its Directors as mandated for alleged late filing of any forms, documents, returns and such other compliance under the provisions of Companies Act, 2013.

13. This Application stands **allowed** on the aforementioned terms.

**-Sd-**

**VENKATARAMAN SUBRAMANIAM**  
MEMBER (TECHNICAL)

**-Sd-**

**SANJIV JAIN**  
MEMBER (JUDICIAL)

*Kishore P*