

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

ATTENDANCE CUM ORDER SHEET OF THE HEARING
HELD ON **19.07.2024** THROUGH VIDEO CONFERENCING

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

APPLICATION NUMBER : Comp.Appeal/45/2024
PETITION NUMBER :
NAME OF THE PETITIONER(S) : Income Tax Officer
NAME OF THE RESPONDENTS : Wow School of Excellence Pvt Ltd & 3
Ors
UNDER SECTION : Sec 252(3) of CA, 2013

ORDER

Present: None for the Appellant.

None for the Respondent.

Vide order pronounced in the Open Court, the appeal is allowed and the Company namely Wow School of Excellence Pvt Ltd is restored.

File be consigned to records.

Sd/-

(VENKATARAMAN SUBRAMANIAM)
MEMBER (TECHNICAL)

MG

Sd/-

(SANJIV JAIN)
MEMBER (JUDICIAL)

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

Company Appeal/45/CHE/2024

(Under Section 252 (1) of the Companies Act, 2013 r/w Rules 11 & 87A of the NCLT
Rules, 2016)

In the matter of **Wow School of Excellence Private Limited**

INCOME TAX OFFICER CORPORATE WARD 3(3)

Corporate Ward 3(3),
Room No.412, 4th floor,
Wanaparthi Block, Aayakar Bhavan,
121, Nungambakkam High Road,
Chennai 600 034

... Applicant

-Vs-

1. WOW SCHOOL OF EXCELLENCE PRIVATE LIMITED,

No. 9, AB Block, 2ND Avenue,
Anna Nagar, Chennai,
Tamil Nadu 600040

2. THE REGISTRAR OF COMPANIES

Chennai, Tamil Nadu,
No 6, B Wing, 2nd Floor,
Shastri Bhawan
26 Haddows Road,
Chennai- 600 006.

3. CLINT JOSEPH RODRIGUES

28, 5th cross, Tagore Nagar, Lawspet, Pondicherry.

5. PADMAJ BOMMISHETTY

2-295, Yadavar street,

Irاندامkattalai, Thandalam, Chennai 602 101.

... Respondent

Order Pronounced on 19th July 2024

CORAM

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

For Applicant: Raj Jhabakh, Advocate

For ROC: Avinash Krishnan Ravi, Advocate

ORDER

(Heard Through Hybrid Mode)

This appeal has been filed by the **Income Tax officer, Corporate Ward 3 (3), Chennai** under Section 252 of the Companies Act, 2013 aggrieved against the order of strike off carried out by the Respondent No.2 (hereinafter R2) namely, the Registrar of Companies under Section 248 of the Companies Act, 2013 seeking 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:-

SR. NO.	PARTICULARS	FACT
a)	Name of Company	WOW SCHOOL OF EXCELLENCE PRIVATE LIMITED.
b)	CIN No.	U74999TN2015PTC101460
c)	Date of Incorporation	20.07.2015

d)	Registered Office Address	No. 9, AB Block, 2ND Avenue, Anna Nagar, Chennai, Tamil Nadu 600040
e)	STK-7 Date	19.02.2022
f)	Reason of Strike Off	Non filing of financial statements for the FY 2018-19, 2019-20 & 2020-21 as per the Companies Act, 2013.

3. It is stated that the struck off Company, had filed returns of income for AY-2016-17 to 2018-19 only. As per the Insight Portal (RMS), the 1st Respondent has received total credits of Rs.6,96,53,949/-in ICICI Bank during the FY: 2016-17 relevant for AY 2017-18, which includes cash deposits of Rs. 1,75,47,440/-, whereas the total receipts reported in its return of income furnished for the AY: 2017-18 is only Rs.3,99,59,238/- and thus, income chargeable to tax has not been fully disclosed and the tax liability arising from such income has not been discharged. In this regard, 1st Respondent was served with show cause notice u/s 148A(b) requiring the 1st Respondent to show cause why notice u/s 148 should not be issued. The First Respondent Company failed to furnish any reply for the notice for which, the Appellant issued notice u/s of the Income Tax Act and presently 1st Respondent Company has to be assessed for the escaped income for AY 2017-18.

4. It is stated that, the assessment and consequently recovery of the tax so assessed would become impossible as the 1st Respondent Company has been struck off by the ROC/2nd Respondent. It is stated that restoration of the Struck off Company is required to protect the legitimate interests of the revenue.

5. It is stated that not restoring the struck off company will result in serious losses to the exchequer and enable the defaulting company to go Scot free. So there is a necessity of existence of the company as a legal juristic person for proper legal action to be taken against the company and its directors.

6. The Registrar of Companies, Chennai, who is the Respondent No. 2, has filed its report wherein it is stated that, the company has not filed Financial Statements as per the provisions of the Companies Act, 2013 for the financial years 2018-19, 2019-20 & 2020-21 and thereby failed to follow the statutory compliance as provided under section 92 and 137 of the Companies Act, 2013 and procedural compliance as provided under section 455 of the Companies Act, 2013.

7. It is stated that such action of the company gave a reason for the Registrar of Companies to believe that the company was not operative and notice under Section 248 of the Act, 2013 for striking off the name of the

Company from the Register of Companies was given and consequently the name of the company was struck off from the Register of Companies and was published in the Gazette of India and that all procedures laid down in Section 248 of the Companies Act, 2013 and Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016 have been adhered to by the RoC, Chennai. The ROC in the report filed before this Tribunal has not raised any other significant objections.

8. Heard the Appeal and perused the documents on record.

9. This Application has been filed by the statutory authority to protect the interest of revenue to the Government. As per the Applicant, the Company is liable to pay taxes of an amount which can only be ascertained after the revival of the Company.

10. We are of the considered opinion that this company should be restored to protect the interest of the government. Further the ROC has not made any objections to restore the company in the name of the register of companies. It is ordered accordingly.

ORDER

(i) The Registrar of Companies, Chennai, the respondent herein, is ordered to restore the original status of the Company i.e. M/s. **Wow School of Excellence 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 status of Company from "strike off" to "Active";

(ii) The Appellant is directed to deliver a certified copy of this order with RoC, Chennai within 30 days of the receipt of this order;

(iii) On such delivery and after duly complying with above directions, the Registrar of Companies, Chennai is directed to, on office name and seal, publish the Order in the Official Gazette, and

(iv) This Order is confined to the violations, which ultimately led to the impugned action of "striking off" of the Company. It will not come in the way of RoC, Chennai to take appropriate action(s) in accordance with law, other violations/offenses, if any, committed by the Respondent Company prior to or during the "striking off" period of the company.

(v) The appellant shall submit a report to the RoC, Chennai furnishing details of the tax assessed and recovered from the Company after revival of the Company.

10. Accordingly, **Company Appeal/45/CHE/2024** is hereby disposed of.

-Sd-

VENKATARAMAN SUBRAMANIAM
MEMBER (TECHNICAL)

-Sd-

SANJIV JAIN
MEMBER (JUDICIAL)

Vinita Varshini.K