

**IN THE NATIONAL COMPANY LAW TRIBUNAL
HYDERABAD BENCH – 1
VC AND PHYSICAL (HYBRID) MODE
ATTENDANCE CUM ORDER SHEET OF THE HEARING HELD ON
25-07-2024 AT 10:30 AM**

Company Appeal 5/2024
u/s. 252 of Companies Act, 2013

IN THE MATTER OF:

M/s. Pmart Technologies Pvt Ltd

...Petitioner

AND

ROC, Hyderabad

...Respondent

C O R A M:-

**DR. VENKATA RAMAKRISHNA BADARINATH NANDULA, HON'BLE MEMBER (JUDICIAL)
SH. CHARAN SINGH, HON'BLE MEMBER (TECHNICAL)**

ORDER

Orders pronounced.

We hereby order that the name of the Company i.e M/s. Pmart Technologies Pvt Ltd, be restored in the Register of Companies, subject to compliance of the terms and conditions of our order.

We grant 30 days' time for compliance and in default the restoration order stands vacated.

Compliance shall be filed in the Registry.

Accordingly, **this Company Application is allowed and disposed of.**

Sd/-

MEMBER (T)

Sd/-

MEMBER (J)

Pavani

NATIONAL COMPANY LAW TRIBUNAL
BENCH-1 HYDERABAD

Company Appeal No. 5 of 2024

*Appeal under Section 252(3) of Companies Act, 2013 read with Rule 87A
of NCLT Rules, 2016*

In the matter of M/s. Pmart Technologies Private Limited

Filed by

M/s. Pmart Technologies Private Limited
CIN: U72900TG2021PTC149021)
(Represented by its Director
Mr. Uma Maheswara Durga Prasad Pulipaka)
Registered office at: H.No.8-2-624, Flat No.202,
2nd Floor, Sri Durga Tower, Road No.10,
Banjara Hills, Hyderabad – 500034,
Telangana, India,
Email : durgaprasadpum@gmail.com
Mobile : 7075752595

...Applicant

VERSUS

The Registrar of Companies, Telangana,
2nd Floor, Corporate Bhavan, GSI Post,
Tattiannaram, Bandlaguda, Nagole,
Hyderabad – 500068, Telangana State.

... Respondent

DATE OF ORDER: 25.07.2024

Coram:

Dr. Venkata Ramakrishna Badarinath Nandula, Hon'ble Member (Judicial)
Shri. Charan Singh, Hon'ble Member (Technical)

Appearance:

For Applicant : Shri Mabu Basha Dudekula, PCS
For ROC (H) : Shri R.K.Sahu, DROC

PER: BENCH

ORDER

1. The present Application is filed under Section 252(3) of the Companies Act, 2013 (herein after referred as Act) by **Pmart Technologies Private Limited** (herein after referred as Company) praying for restoration of Company's name in the Register maintained by the Registrar of Companies, Telangana (herein after referred to as RoC (T)).

2. **Submissions by the Applicant:**

2.1 That **Pmart Technologies Private Limited** (hereinafter called "the Company") is a private limited Company incorporated on 25.02.2021 and the Certificate of Incorporation was issued by the Registrar of Companies, Telangana. The Company was engaged in the business of developing software, hardware technologies, design network, buy, sale, deal, distribute all types of technologies and also provide all types of technical services etc. in India or outside.

2.2 It is stated that the Company received a notice from the Registrar of Companies (ROC), Telangana, Hyderabad, dated 11.07.2022, and

further in form No. STK-5 dated 1st October, 2022, stating that the ROC has reasonable cause to believe that the Company has not been carrying on Commencement of Business and the subscribers to the memorandum have not paid the subscription which they has undertaken to pay at the time of incorporation of a Company and a declaration to this effect has not been filed within one hundred and eighty days of its incorporation under subsection (1) of Section 10A of the Companies Act, 2013. A copy of notice is enclosed herewith and marked as Annexure A.

2.3 It is averred that the subscribers have deposited subscription amount in the bank account on 06th October, 2022 and further the Board of Directors has passed the resolution for commencement of Business at their meeting held on 10th October, 2023 attempted to file the e-Form INC-20A, and prompted error that the Company is under process of Strike-Off, thus the Company approached the Registrar of Companies, Telangana, to change the status of the Company. The ROC informed that technically it is not possible to change the status. Thus, the Company was unable to file the Declaration for Commencement of Business in e-Form INC-20A, thereafter the status has changed to Strike-off.

2.4 It is stated that the Provisional/ Audited Balance sheet for preceding two (2) financial years, showing that Company is doing its business on going concern basis, is attached and Marked as Annexure-B. The

Company respectfully submit that it was in processing of filings of its Balance sheet and Annual return after filing Commencement of Business with ROC.

2.5 It is stated that the Company received another notice from ROC, Telangana, in form No. STK-7 dated 22nd November, 2022, stating that in pursuant to the notice dated 11th July, 2022 and notice in form STK-5 issued dated 01st October, 2022, the name of the Company has been struck off from the register of Companies and the Company has been dissolved.

2.6 It is stated that the Company respectfully submitted that the due to non-filing of Commencement of Business, that the ROC had reasonable cause to believe that the Company has not been carrying on any business or operations, however the Company was carrying on its business on going concern basis and the filings was not done due to administrative/ managerial related issues.

3. Submissions by Respondent/Registrar of Companies (Telangana) (in short "ROC (T))

3.1 The RoC (T) has submitted its report dated 29.05.2024 stating therein that the Company had defaulted in filing the declaration under section 10A of the Companies Act, 2013 in Form INC-20A with Registrar that every subscriber to the memorandum has paid the value of the shares agreed to be taken by him. As per sub-section (3)

of Section 10A of the Companies Act, 2013, where no declaration has been filed with Registrar under clause (a) of sub-section (1) within a period of 180 days of the date of incorporation of the company and the Registrar has reasonable cause to believe that the company is not carrying and the Registrar has reasonable cause to believe that the company is not carrying on business or operations, he may initiate action for the removal of the name of the company from the register of companies. Hence the company was identified for strike off under section 248(1)(d) of the Companies Act, 2013 on the ground that the subscribers to the memorandum have not paid the subscription which they had undertaken to pay at the time of incorporation of a company and a declaration to this effect has not been filed within 180 days of its incorporation under sub-section (1) of section 10A of the Companies Act, 2013. Accordingly notice under section 248 (1) was issued to the company and its directors. Further STK-5 notice dated 29.09.2022 was issued and same was published in the Government of India Gazette and in MCA website. Newspapers publication was made informing all the stakeholders about the list of companies published in the website. Finally, the company was struck off and STK-7 notice dated 30.11.2022 also published in the Gazette. Hence cost may be imposed on the applicant.

- 3.2 RoC (T) further stated that the applicant has not filed any Annual Returns and Balance Sheets since incorporation. However, copies of

the audited Balance Sheet as at 31.03.2022 and 31.03.2023 are enclosed along with the petition.

- 3.3 That the Petitioner/company has admitted that the Form-20A was not filed as required under section 10A of the Companies Act, 2013, which resulted in the strike-off of the company.
- 3.4 That the Petitioner has stated in the para 1(c) of the Petition that subscribers have deposited subscription amount in the Bank on 06.10.2022 however, proof of depositing the subscription amount of both the Subscribers have not been furnished.
- 3.5 That the Petitioner has not furnished the Acknowledgement of Income Tax Return for the Assessment year 2022-23 & 2023-24.
- 3.6 RoC (T) further stated that as per the Profit & Loss Account for the year ending 31.03.2022 and 31.03.2023 the company had not done any business. However, in the Petition the Petitioner has stated that during the financial year 2023-24, the company started its business operations and appointed 03 employees in the company and development of technology is under advance stage, expecting some orders in current financial year. However, the Petitioner has not furnished proof of the same. Hence Petitioner may be directed to submit proof/ of the same along with justification and supporting documents.

4. **Reply by the applicant dated 13.06.2024 to the observation raised by the RoC(T) and final report of the RoC(T) dated 09.07.2024 as follows:**

S. No.	Observation raised by this office vide report dated 29.05.2024	Reply by the applicant
1.	The Petitioner has stated in para 1(c) of the Petition that subscribers have deposited subscription amount in the Bank on 06.10.2022 however, proof of depositing the subscription amount of both the Subscribers have not been furnished. Hence, Petitioner may be directed to file the same.	“Bank Statement for confirmation of depositing the subscription money by the subscribers to Memorandum of Association is enclosed.”
2.	The Petitioner has not furnished the Acknowledgement of Income Tax Return for the Assessment year 2022-23 & 2023-24. Hence, the Petitioner may be directed to file the same.	“Acknowledgement for filing of Income Tax Returns for FY 2021-22 and 2022-23, are attached.”
3.	As per the Profit & Loss Account for the year ending 31.03.2022 and 31.03.2023 the company had not done any business. However, in the Petition the Petitioner has stated that during the	“As mentioned in the appeal, the company business/ technology is under development stage, the Company appointed

	<p>financial year 2023-24, the company started its business operations and appointed 03 employees in the company and development of technology is under advance stage, expecting some orders in current financial year. However, the Petitioner has not furnished proof of the same. Hence, Petitioner may be directed to submit proof/ of the same along with the justification and supporting documents.</p>	<p>three employees namely Ms. Likitha Kintali, Ms.Vineela Tahadikamalla & Ms.Janaki Gorlamari copies offer/ appointment letters are attached. The company received two software Development cum service orders from two corporates namely VARUNYA GLOBAL SERVICES PRIVATE LIMITED and PEOPLES MARKETING AND TRADING NETWORKS PRIVATE LIMITED. The copies of order copies are attached.”</p>
4.	<p>In view of the above, it is most respectfully prayed that this Hon’ble Tribunal may be pleased to impose cost on the petitioner, to direct the company to file adjudication application for</p>	<p>“We are respectfully pray that, we will oblige the order of Hon’ble NCLT/ your good office either for adjudication/</p>

violation of provisions of Section 10A of the Companies Act, 2013 and to file Form INC-20A upon restoration of the name of the company and all pending statutory Balance Sheets and Annual Returns with the Registrar of Companies.	compounding for violation of Section 10A or any other provisions of the Companies Act, 2013.”
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5. Complying with the above directions of this Tribunal, the Registrar of Companies, Telangana based on the memo filed by the Applicant, has filed the above final report dated 09.07.2024.
6. We heard the Learned PCS Shri Mabu Basha Dudekula for the Applicant and Shri R.K.Sahu, DROC appearing for the Respondent and perused the documents on record. The Applicant is the Director Shareholder of the Company. The Order dated 22.11.2022 of the Respondent u/s 248(1) of the Companies Act, 2013, striking off the name of the Company from the register of companies is challenged in this Appeal. It is submitted by the Applicant that the Company inadvertently could not file the Commencement of Business in form INC 20-A within 180 days of its incorporation due to administrative/managerial related issues. The Company has complied the provisions of Companies Act, however company has filed income tax returns with IT authorities.

7. That the Company has stated that the company was incorporated on 25.02.2021 and inadvertently could not file the commencement of business in form INC-20A within 180 days of its incorporation, whereas the company complied with the provisions of Companies Act, 2013. However, the Company has filed income tax returns with IT authorities. The Company is also willing to submit an undertaking in this regard. Subsequently, it has been observed that CIN has been mentioned on MGT-9 attached to the copy of the financial statements.
8. We are satisfied with the reasons shown by the Applicant for restoration of the name of the Company in the register of companies maintained by the Respondent.
9. Therefore, by exercising the powers conferred on this Tribunal under Section 252 of the Companies Act, 2013, and Rule 87-A of NCLT (Amendment) Rules 2017, R/w NCLT Rules, 2016 and based on the assurance given by the Learned Counsel for Applicant that Company undertakes to carry out pending statutory compliances on restoration of the Company, we feel it is a fit case to order restoration of the Company by RoC (T) in the interest of the Company, its shareholders and the Creditors.

ORDER

- 10.1 The Registrar of Companies, the Respondent herein, is ordered to restore the original status of the Company as if the name of the company has not been struck off from the Register of Companies and take all consequential actions like change of company's status from 'struck off' to Active (for e-filing), to restore and activate the DINs if applicable, to intimate the bankers about restoration of the name of the company so as to defreeze its accounts on payment of costs of Rs. 20,000/- (Rupees Twenty Thousand only) through online payment in www.mca.gov.in under miscellaneous fee by mentioning particulars as "payment of cost for revival of company pursuant to orders of Hon'ble NCLT in Company Appeal No. 5/252/HDB/2024", which should be made within 10 days from the date of this order.
- 10.2 The Applicant/the company is directed to file all the statutory document(s) along with INC-28 and prescribed fees/ additional fee/fine as decided by Registrar of Companies, Telangana, within 30 days from the date on which its name is restored and personally ensure compliance of this order.
- 10.3 The Applicant/the Company is directed to comply with the observations/ clarifications as required by the RoC, Telangana.

- 10.4 The Company is permitted to deliver a certified copy of this order with Registrar of Companies, Telangana within thirty days of the receipt of this order. On such delivery and after duly complying with above directions, the Registrar of Companies, Telangana is directed to, on his office name and seal, publish the order in the official Gazette;
- 10.5 This order is confined to the violations, which ultimately led to the impugned action of striking of the Company, and it will not fetter ROC (T) to take appropriate action(s) in accordance with law, for any other violations /offences, if any, committed by the company prior or during the striking off of the company.
- 10.6 Company Appeal No.5/252/HDB/2024 stands allowed and disposed of as per the above terms.
- 10.7 A certified copy of this order, if applied for, be issued upon compliance with all requisite formalities.

Sd/-

Charan Singh
Member (Technical)

Sd/-

Dr. Venkata Ramakrishna Badarinath Nandula
Member (Judicial)

Sridher