

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**NEW DELHI, BENCH COURT-III**

**COMPANY APPEAL NO. 89/252/ND/2022**  
**(Under Section 252 of the Companies Act, 2013)**

**IN THE MATTER OF**

**MR. PARTHA PRATIM DAS & ORS.**

**(M/s. AARAV AGROTECH PRIVATE LIMITED)**

*Having Registered Office at:*

7/11, 3<sup>rd</sup> Floor, Vasant Vihar

New Delhi-110057

**... APPELLANTS**

**VERSUS**

**THE REGISTRAR OF COMPANIES**

NCT of Delhi and Haryana

IFCI Tower, 4<sup>th</sup> Floor, 61, Nehru Place,

New Delhi-110019

**...RESPONDENT**

**Order Pronounced on: 30.04.2024**

**CORAM:**

**SHRI BACHU VENKAT BALARAM DAS, HON'BLE MEMBER (JUDICIAL)**

**SHRI ATUL CHATURVEDI, HON'BLE MEMBER (TECHNICAL)**

**APPEARANCES**

**For the Applicant** : Mr. Manish Kumar Singh, Adv.

**For the IT Department:** : Mr. Sanjay Kumar, Ms. Easha & Ms. Hemlata  
Rawat, Adv.

## **ORDER**

### **PER: ATUL CHATURVEDI, MEMBER (TECHNICAL)**

1. The present Appeal has been filed by Mr. Partha Pratim Das and Ganesh Singh, the Shareholders of the Company, M/s. Aarav Agrotech Private Limited under Section 252(1) of the Companies Act, 2013 read with Rule 87A of the NCLT (Amendment) Rules, 2017 for restoration of name of the struck off company in the register of companies, maintained in the office of the Registrar of Companies, NCT of Delhi and Haryana (“**RoC**”). It is stated that the company ‘M/s. Aarav Agrotech Private Limited’ having CIN: U01400DL2011PTC215107 was incorporated on 03.03.2011 under the provisions of the Companies Act, 1956 and the name of the Company was struck off via notice no.- ROC /DELHI/248(5)/STK-7/4865 on 08.08.2018 by the RoC.
2. The main objects of the Appellant Company’s business are “To carry on the business of development, manufacturing, trading, import, export of growing farming, buy, sell, raise, tend, cultivate, produce and reproduce agricultural products, horticulture, floriculture, botanical gardens, natural and ornamental landscapes, cloned plants, hybrid seeds, and plants, etc. The Authorized Capital is Rs. 4,00,00,000/- (Rupees Four Crore Only) divided into 40,00,000/- (Forty Lakh) Equity shares of Rs. 10/- (Rupees Ten) each. The issued subscribed and paid-up Share Capital of the Appellant Company is Rs. 3,68,68,000/- (Rupees Three Crore Sixty Eight Lakhs and Sixty Eight Thousand Only) divided into 36,86,800/- (Thirty Six Lakhs Eighty Six Thousand and Eight Hundred) Equity shares is Rs. 10/- (Rupees Ten) each.
3. The Appellants submit that they both were holding 500 equity shares of Rs. 10/- each amounting to 0.01% of the Total Paid Up Capital of the Company.
4. The Appellants submit that the company was complying with all the provisions of the Companies Act such as holding board meetings, holding the annual general meeting for the adoption of accounts of the Company, and maintaining all the requisite records as per the provisions of the Act. The company was functional and was carrying out its business and operation on the date when the aforesaid company was struck off.

5. The Appellants submit that the Company have regularly complied with the Income Tax Act, 1961 and ad filed its income tax return regularly and have annexed the receipt of ITR filed for the Financial Year 2015-16.
6. This Adjudicating Authority vide Order dated 22.04.2022 issued Notice to the Respondent and were directed to file their response within three weeks. RoC has submitted a report. It was stated in the report that only after compliance with the requirements to be met under Section 248 of the Companies Act, 2013, the Registrar of Companies has struck off the company's name from the register. The RoC in its report has made the following submissions: -
- i. The Company was incorporated on 03.03.2011 and that the Company has not submitted any documents to the office of the Registrar of Companies since Financial Year ended on 31.03.2015 and has not made any application within such period for obtaining the status of dormant company u/s 455 of Companies Act, 2013.
  - ii. The RoC issued the notice in the form of STK-1 on 16.05.2018 intimating the company and the directors of the company at their registered office about the aforesaid defaults, providing them a fair opportunity to respond. Subsequently, RoC also issued public notice for the same in the form of STK-5 dated 18.06.2018. Thereafter, the name of the company was struck off as per the provision of Section 248(1)(c) of the Companies Act, 2013 read with Rule 9 of the Companies (Removal of Names of Companies from the Register of Companies) Rules, 2016 vide Notice in the form of STK-7 dated 08.08.2018.
  - iii. That the Respondent most respectfully submits that the action of striking off of the present Company was legal and justified, as the company was not carrying on any operations for a period of two immediately preceding financial years (as indicated by non-filing of the financial statements of the Company for two or more years).

iv. As per the information provided by the Petitioner, it is observed as under:

<b>S.No.</b>	<b>Particulars</b>	<b>Remarks</b>
1.	Revenue from Operations	As per Profit & Loss A/c attached only for the Financial Year 2014-15 with the Petition.  <b>Note:- On perusal of the petition received, it has been found in the enclosed Financial Statements, there was no Auditor Report attached with the financials.</b>
2.	Audited Financial Statement	Submitted with Petition only for the Financial Year 2014-15.  <b>Note: On perusal of petition received, it has been found in the enclosed Financial Statements there was no auditor report attached with the financials.</b>
3.	Bank Statement	<b>Not Submitted with the Petition.</b>
4.	Income Tax Return	Acknowledge Copy of ITR submitted with the Petition for the Assessment Year 2015-16 showing Rs. 300000/- as Tax Paid.

7. On perusal of the Appeal and RoC report, it was observed that company has attached the financials only for the financial year 2014-15 without the Auditor's Report and did not attach two-year period Balance Sheet immediately before the date of strike off, which fails to support the claim of the Company that it was carrying on any business at the time of strike off. We are not satisfied that the name of the company should be restored to the Register of Companies and are satisfied with the objections raised by the RoC in its report.

8. In view of the above facts and circumstances. The Company Appeal No. 89/252/ND/2022 is **dismissed and disposed of accordingly.**
9. The Registry is directed to send e-mail copies of the order forthwith to all the parties inclusive of the Counsel.
10. Urgent certified copy of this order, if applied for be issued upon compliance with all requisite formalities.

**-Sd-**

**ATUL CHATURVEDI  
MEMBER (TECHNICAL)**

**-Sd-**

**BACHU VENKAT BALARAM DAS  
MEMBER (JUDICIAL)**