

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
SPECIAL BENCH(Court-II)  
KOLKATA**

**CP No:230/KB/2023**

**In the matter of**

**An application under Section 97 of the Companies Act, 2013.**

**AND**

**In the matter of:**

**Mr. Om Prakash Kajaria** son of Late Lakhi Prasad Kajaria residing at15B/1A, Raja Santosh Road, Alipore H.O, Alipore, Kolkata, 700027.

**Mr. Sunil Kajaria** son of Om Prakash Kajaria residing at105, Dr. Meghnad Saha Sarani, Sarat Bose Road,Kolkata-700029.

**....App  
licants**

**-Versus-**

Paharimata Securities Private Limited, a Company Incorporated Under The Companies Act, 1956 and having its Registered Office at 48, Biplabi Rash Behari Basu Road, 5th Floor, Kolkata, West Bengal 700001, in the State of West Bengal within the aforesaid jurisdiction.

**AND**

**THE REGISTRAR OF COMPANIES, West Bengal**, having its office at Nizam Palace, 2nd MSO Building2nd Floor, 234/4 AJC Bose Road Kolkata-700020

**..... Respondents**

**Date of Hearing: 29/08/2023**

**Date of Pronouncement of order: 13/09/2023**

**Coram:**

**Mrs. Bidisha Banerjee, Member (Judicial)**

**Shri Balraj Joshi, Member (Technical)**

**Counsels Appeared Through Video Conference:**

Mr. Anil Kumar Dubey, PCS                      ]For the petitioner.

Ms. Aditi Jhunjhunwala, PCS                      ]For the Respondent No. 1

**ORDER**

**Per: Balraj Joshi, Member (Technical)**

- 1) This Company Petition has been filed by shareholders Mr. Om Prakash Kajaria and Mr. Sunil Kajaria under Section 97 of the Companies Act 2013 read with Rules 11 and 74 of the National Company Law Tribunal Rules, 2016 seeking directions to the Company Respondent No.1 to hold its Annual General Meeting for the financial year 2019-2020, 2020-2021 and 2021-2022 and to give such ancillary or consequential directions as the Hon'ble NCLT Bench, Kolkata thinks expedient.
- 2) The Respondent Company was incorporated under the Companies Act 1956. There are Two shareholders in the respondent Company.
- 3) The last Annual General Meeting of the Respondent Company was held on 30<sup>th</sup> September, 2020 for the financial year 2018-2019.
- 4) The Petitioner has submitted that the Annual General Meeting for the financial year ended 2019-2020, 2020-2021 and 2021-2022 could not be held due to non-preparation of the accounts owing to Nationwide pandemic resulting complete close down of all activities during the period. Further

there were differences and disputes in the management of the Respondent no.1 Company.

- 5) Upon the said contentions, the Ld. Counsel for the Petitioner has prayed for passing of an order for giving the directions to the Company Respondent No.1 to hold its Annual General Meeting for the financial year 2019-2020, 2020-2021 and 2021-2022 and to give such ancillary or consequential directions as the NCLT Bench, Kolkata thinks expedient.
- 6) We have heard the Ld.Counsel for the petitioner and Authorised Representative appearing for the Petitioner and we hereby, give the following directions in the exercise of the powers conferred on this Tribunal under section 97 of the Companies Act,2013:
  - (a) A general meeting of the company be convened and held within 45 days from the date of this order to transact the ordinary business of approval and adoption of the Audited Financial Statements for the financial years from 2019-2020, 2020-2021 and 2021-2022. This meeting shall be deemed to be an AGM of the Company. The meeting shall be held by following various statutory protocols and advisories scrupulously.
  - (b) The quorum shall consist of at least one shareholder.
  - (c) Notice shall be issued to all the shareholders in accordance with section 101 of the Companies Act, 2013.
  - (d) Necessary filings along with necessary fees shall be made with the RoC as per the stipulated time lines.
- 7) The Registry is directed to send copies of the Order forthwith to all the parties and their representative for information and for taking necessary steps.

- 8) Registry is also directed to send a copy of this Order to the Registrar of Companies, West Bengal, Kolkata.
- 9) Certified Copies of this order may be issued, if applied for, upon compliance of all requisite formalities.
- 10) The **C.P. No.230/KB/2023** shall be disposed of accordingly.
- 11) File be consigned to records.

**(Balraj Joshi)**  
**Member (Technical)**

**(Bidisha Banerjee )**  
**Member (Judicial)**

Order signed on 13/09/ 2023.

PJ