

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

C.P. No. 162/KB/2024

*A petition under section 97(1) of the Companies Act, 2013 read with
Rule 11 and Rule 74 of the National Company Law Tribunal Rules,
2016;*

In the matter of:

Pee Kay Vanijya Private Limited, being a member/shareholder of
Comnet Communication Private Limited (holding 88,02,030 equity
shares) having registered office at "Hastings Chamber" 4th Floor, Room
No-4P, 7C Kiran Shankar Roy Road Kolkata- 700001, West Bengal.

...Petitioner

Versus

In the matter of:

Comnet Communication Private Limited, a company incorporated
under the Companies Act, 1956, having CIN: U30009WB1999PTC090854,
and having its registered office at "Hastings Chamber" 4th Floor, Room No-
4P, 7C Kiran Shankar Roy Road Kolkata- 700001, West Bengal.

...Respondent

Date of pronouncement: 9th July, 2024

CORAM:

SMT. BIDISHA BANERJEE, HON'BLE MEMBER (JUDICIAL)

SHRI D. ARVIND, HON'BLE MEMBER (TECHNICAL)

Appearances (physical):

For the Petitioner:

Ms. Rupa Gupta, PCS

For the Respondent:

Ms. Aditi Jhunjunwala, PCS

ORDER

Per: Bidisha Banerjee (Judicial)

1. The Court convened today by hybrid mode.
2. The present Company Petition under section 97(1) of the Companies Act, 2013, has been filed by a member **Pee Kay Vanijya Private Limited** holding 88,02,030 equity shares, seeking the Tribunal's Orders for calling the Annual General Meeting of the Respondent Company for the Financial Years ending on 31.03.2021, 31.03.2022 and 31.03.2023 within 45 days from the date of such order.
3. The Respondent Company, **Comnet Communication Private Limited** was incorporated on 30/12/1999 under the Companies Act, 1956. The last Annual General Meeting of the Respondent Company was held on 31.12.2020 for the financial year ended on 31st March 2020.
4. The Petitioner approached the Respondent Company for holding the Annual General Meeting for the financial years ended 31.03.2021, 31.03.2022 and 31.03.2023, the Respondent Company replied that the reason for such inability is that the Company is a group company of Balasore Alloys Limited being the flagship Company which was going through a bad phase in and around 2020 due to Amphan and factory was shut down and it took time to recover from such losses and that being the group company, the effect of such phase was also on the Company in as much as the management and administration was not being looked after as the concerned officers in the Company had resigned owing to such reasons in the flagship Company and therefore the Annual General Meetings could not be held on time for the financial year ended 31.03.2021, 31.03.2022 & 31.03.2023 as required under Section 96 of the Companies Act 2013.
5. We have heard the learned Authorised Representative appearing for Respondent. The Ld. Counsel for the respondent does not have any objection to the application being allowed.
6. Accordingly, we hereby, give the following directions in the exercise of the powers conferred on this tribunal under section 97(1) of the

Companies Act, 2013 read with Rule 11 and Rule 74 of the National Company Law Tribunal Rules, 2016:

- (a) The General Meeting of the Company be convened to transact the Ordinary Business of approval and adoption of the Audited Financial Statements for the Financial Year ended on 31.03.2021, 31.03.2022 and 31.03.2023. The Meeting shall be deemed to be the Annual General Meeting of the Company. The Meeting shall be held by following various statutory protocols and advisories scrupulously.
 - (b) The quorum shall consist of at least two shareholder.
 - (c) Notice shall be issued to all the members in accordance with section 101 of the Companies Act, 2013.
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 with all requisite formalities.
 10. The **C.P. No. 160/KB/2024** shall be disposed of accordingly.
 11. File be consigned to records.

D. Arvind
Member (Technical)

Bidisha Banerjee
Member (Judicial)

This Order signed on this, the 9th day of July, 2024.