

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

ATTENDANCE CUM ORDER SHEET OF THE HEARING  
HELD ON **03.05.2024** THROUGH VIDEO CONFERENCING

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

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**APPLICATION NUMBER** : Comp.Appeal/45/2023  
**PETITION NUMBER** :  
**NAME OF THE PETITIONER(S)** : Nellai Rosemry Farm Growth Pvt Ltd  
**NAME OF THE RESPONDENTS** : RoC, Chennai  
**UNDER SECTION** : Sec 252(3) of CA, 2013

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**ORDER**

Present: None for the Appellant.

None for the Respondent / RoC.

Vide separate order announced in open court, appeal is **allowed** and the company is restored subject to cost.

File be consigned to records.

**Sd/-**

**(VENKATARAMAN SUBRAMANIAM)**  
MEMBER (TECHNICAL)

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**Sd/-**

**(SANJIV JAIN)**  
MEMBER (JUDICIAL)

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

**Com.Appeal/45/CHE/2023**

*(Filed under Section 252(3) of the Companies Act, 2013)*

In the matter of *Nellai Rosemary Farm Growth Private Limited*

**Mr. VERONICA PRIADARSINI JEYARAJ,**  
SHAREHOLDER OF NELLAI ROSEMARY FARM GROWTH PRIVATE LIMITED  
Door No.1, Sivanthipatti Road,  
Maharaja Nagar, Tirunelveli - 627011

... Appellant

-Vs-

**REGISTRAR OF COMPANIES, CHENNAI**  
No.26, 2<sup>nd</sup> Floor, Shastri Bhavan,  
Haddows Road,  
Chennai – 600 006

... Respondent

Order Pronounced on **03<sup>rd</sup> May 2024**

**Present:**

*For Applicant : Balasubramanian, Advocate*

*For Respondent: Avinash Krishnan Ravi, Advocate*

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

**ORDER**

**(Hearing Conducted through VC)**

This Application has been filed by **Smt. Veronica Priadarsini Jeyaraj** in the capacity as a Shareholder of the Company namely, **NELLAI ROSEMARY FARM GROWTH PRIVATE LIMITED** under Section 252(3) of the Companies Act, 2013 aggrieved against the order of strike off carried out

by the Respondent namely, the Registrar of Companies, **Chennai** under Section 248 of the Companies Act, 2013, seeking thereof 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:-

S. No.	PARTICULARS	FACT
a)	Name of Company	Nellai Rosemary Farm Growth Private Limited
b)	CIN No.	U40107TN2007PTC062305
c)	Date of Incorporation	08.02.2007
d)	Registered Office Address	Door No.1, Sivathipatti Road, Maharaja Nagar, Tirunelveli, Tamil Nadu – 627 001
e)	Date of STK-5	07.04.2017
f)	Date of STK-7	05.07.2017
g)	Reason of Strike Off	Non filing of Financial Statements for the Financial Years 2008-2009 to 2016-2017

3. The main object of the Company is

(a) to Promote Agricultural and allied activities

(b) to produce and market Bio Diesel and its raw materials and allied products etc.,

4. The details of the main object are set out in the Memorandum of Association which has been filed along with the typed set of documents.

5. It is stated that the company has failed to file Financial Statements and Annual Return for the period from 2008-09 to 2015-16. Consequently, the Registrar of Companies struck off the name of the company.

6. The reason for non-filing of returns is that the petitioner company was prepared and audited and the company had engaged the services of a Company Secretary to perform the task of filing the returns with the office of the Registrar of Companies but he did not file the same and also failed to reveal this fact to the Directors as well as shareholders of the petitioner company.

7. It is stated that the following assets were purchased from the date of incorporation:

**NELLAI ROSEMARY FARM GROWTH PRIVATE LIMITED**

NO. 1, SIVANTHIPATTI ROAD

MAHARAJA NAGAR - TIRUNELVELI - 627 011

CIN - U40107TN2007PTC062905

PAN - AACCN9841P

**PROPERTY AT CHETTMALLANPATTI VILLAGE -  
THOOTHUKUDI DISTRICT - TAMIL NADU**

S NO	DOC. NO.	YR OF REGN.	DATE OF REGISTRATION	SURVEY NO.	EXTENT	VALUE IN RS	REGN EXPENSES	TOTAL
1	2070	2007	06.07.2007	6/1, 94/1,76.93/2, 97/2, 120/1,1 20/2, 123/2C, 126/1, 127/1B	16.37	327000	42510	369510
2	2071	2007	06.07.2007	507/B2, 56/2A, 56/2B	3.91	73000	13140	86140
3	2072	2007	06.07.2007	85/2	2.45	43000	6370	55370
4	2073	2007	06.07.2007	79/1A	2.3	44000	5720	49720
5	2074	2007	06.07.2007	74/2	1.82	35000	4580	40380
6	2075	2007	06.07.2007	92/1A	1.27	25000	1260	26260
7	2076	2007	06.07.2007	97/3A	1.78	35000	4550	39550
8	2077	2007	06.07.2007	66/3A	0.96	13000	2470	21470
9	2078	2007	06.07.2007	72	1.31	25000	3380	28380
10	2079	2007	06.07.2007	138/2, 157/3	1.1	23000	5380	28380
11	3561	2007	13.11.2007	74/1	1.79	35800	4651	40451
12	3562	2007	13.11.2007	83/1	1.11	22800	2961	25761
	3563	2007	13.11.2007	63/2	1.24	21800	3224	25024
	3568	2007	13.11.2007	115/2	2.16	43200	5613	48813
	3569	2007	13.11.2007	116	1.5	30000	3800	33800
	3572	2007	13.11.2007	122	1.94	38000	4940	42940
13	3564	2007	13.11.2007	77/2	1.41	28800	3822	32622
14	3565	2007	13.11.2007	91	4.04	81800	11504	93304
15	3566	2007	13.11.2007	97/3B	0.72	14400	1872	16272
16	3567	2007	13.11.2007	114/1	1.91	33200	4965	38165
17	3570	2007	13.11.2007	112, 120	1.73	33600	4624	38224
18	3571	2007	13.11.2007	118/2, 120/1	0.86	17200	2235	19435
19	3573	2007	13.11.2007	173/2A	1.32	25400	3432	28832

20	4212	2007	31.12.2007	65/1A, 65/1B, 65/2A, 65/2B	3.19	226000	29250	254250
21	4213	2007	31.12.2007	73/2	1.56	100000	13000	113000
22	4214	2007	31.12.2007	97/2B	2.96	120000	19000	139000
23	4215	2007	31.12.2007	113/1	2.78	31500	4095	35595
24	4216	2007	31.12.2007	115/1	2.17	33000	4290	37290
25	4217	2007	31.12.2007	118/1	0.96	14500	1885	16385
26	4218	2007	31.12.2007	121/2	0.94	14000	1820	15820
27	4219	2007	31.12.2007	65/3B	0.98	68000	8840	76840
28	152	2008	21.01.2008	65/1A, 65/1B, 65/2A, 65/2B	0.8	50000	7200	63200
29	153	2008	21.01.2008	95/1,117/1A	4.58	60000	8450	73450
30	2238	2008	01.07.2008	119	1.61	16100	2093	18193
31	2239	2008	01.07.2008	120/3	0.4	4000	520	4520
32	2240	2008	01.07.2008	124	2.3	23000	2990	25990
33	2241	2008	01.07.2008	73	2.33	23300	3029	26329
34	2242	2008	01.07.2008	121/1	1.33	13300	1720	15020
35	2243	2008	01.07.2008	117/2	0.43	4300	559	4859
36	2244	2008	01.07.2008	118/3	1.44	14400	1872	16272
37	3244	2011	8/26/2011	78	1.31	19000	2500	21500
38	5336	2011	12/26/2011	76	1.18	306000	39000	355000
39	199	2012	1/20/2012	69	2.9	50000	9000	69000
40	1214	2012	3/26/2012	70	1.91	38000	7000	45000
41	1475	2012	3/30/2012	64/2B	1.07	70000	8000	78000
42	1583	2012	4/4/2012	71	1.91	106000	15000	115000
43	591	2013	3/7/2013	123/1A	1.85	106000	8625	168625
						106000	8625	108625
44	590	2013	3/7/2013	123/1B	1.88	136000	16300	206300
TOTAL					29.63	2894000	360500	3254500

8. Upon notice, the Respondent/RoC has filed the Report. It is stated that since the company is struck off, the Board of Directors cease to exist, and the petitioner company cannot file this present application. Hence, the petitioner may be directed to change the cause title from Nellai

Rosemary Farm Growth Private Limited to Mrs. Veronica Priadarsini Jeyaraj in the capacity of shareholder.

10. It is stated that it is the statutory duty of every company and its directors to file the financial statements for every financial year with the RoC. In this case, the company has failed to do so.

11. We have considered the plea of the Applicant Company and the Respondent/RoC as well. The Applicant is seeking restoration of its name in the register as maintained by RoC. In order to sustain the said plea, the Applicant has placed the followings as Annexures in the Application typeset:

(i) Copy of the Tax Receipt and its Translation – Tax paid by the Company to the local authorities

(ii) Copy of Company Current Account statement with Canara Bank, Palayamkottai from 01.01.2020 to 10.01.2023

(iii) Copy of Annual reports from Financial Year 2008-09 to FY 2021-2022

12. It is seen from the Application that the Applicant has arrayed Mrs. Veronica Priadarsini Jeyaraj, who is the Director and shareholder of Nellai Rosemary Farm Growth Private Limited, as Applicant. Thus, the objection raised by the Respondent / RoC in this regard is not sustainable.

13. From the documents annexed along with the Application it is seen that the Company is having 99.63 acres of land, and the Company was active and carrying on its business activities two years preceding the date of strike off.

14. Taking into consideration the provisions of Section 252 of the Companies Act, 2013 which vests this Tribunal with a discretion to restore the Company whose name has been struck off and keeping in consideration that it is just to do so, we restore the name of the Company in the register. The Application is allowed subject to the following directions namely:

- (i) The Registrar of Companies/Respondent is ordered to restore the original status of the Applicant Company viz. **NELLAI ROSEMARY FARM GROWTH 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 the status of Company from “**strike off**” to “**Active**”
- (ii) The Company shall within a period of 30 days from the restoration of the Applicant Company’s name in the register being maintained by the RoC, the Applicant/ petitioner will file *inter alia* its annual returns and balance sheets as well other compliances statutorily required to be made under the Companies Act, 2013 for the period from which there has been default with requisite charges/fees as well as additional fee/late charges.
- (iii) That the Restoration of the Company’s name is also subject to the payment of cost of **₹2,00,000/- (Rupees Two Lakhs only/-)** volunteered by the Counsel for the Petitioner through online payment in



[www.mca.gov.in](http://www.mca.gov.in) under miscellaneous fees by mentioning the particulars as “payment of cost for revival of Company”, the same is consented by the Applicant during the hearing.

- (iv) Till all compliances are made by the Company, the Company shall not alienate or dispose of any of its valuable assets.
- (v) It is further observed that by virtue of this order of restoration of the name of Company in the register it will not entitle the Directors of the Company whose names in case have been disqualified by virtue of provisions of Section 164 of the Companies Act, 2013 by the Respondent/RoC automatically to be restored to directorship except in accordance with law.
- (vi) An affidavit of compliance of the aforesaid directions shall be filed by the Applicant within a period of 2 months from the date of this order.
- (vii) Further, this order allowing the Application shall also not circumscribe the power of the respondent to proceed against the Appellant Company and its Directors as mandated for alleged late filing of any forms, documents, returns and such other compliance under the provisions of Companies Act, 2013.

15. This Application stands **allowed** on the aforementioned terms.

**-SD-**  
**VENKATARAMAN SUBRAMANIAM**  
MEMBER (TECHNICAL)

**-SD-**  
**SANJIV JAIN**  
MEMBER (JUDICIAL)

*SriramAnanth.V*