



MAJESTY LEGAL
Advocates & Solicitors

NCLT HAS POWER FOR REVIVAL OF STRUCK OFF COMPANY U/S 252 OF ACT, 2013

M/S. JEPPIAAR TECHNOLOGIES PRIVATE LIMITED VS. THE REGISTRAR OF COMPANIES, CHENNAI

Exercising authority under Section 252 of the Companies Act, 2013, which grants the Tribunal the discretion to restore a company whose name has been struck off, with due consideration, Ld. NCLT Chennai restored the name of the petitioners' company in the register. While hearing the case of *M/S. Jeppiaar Technologies Private Limited versus the Registrar Of Companies, Chennai*¹, Ld. NCLT observed that the respondent's argument to dismiss the application due to lack of locus standi is unsustainable, as the petitioner, who holds a 50% share in the company, had signed the affidavit for this application. Additionally, it was observed that the company possesses land measuring 60 cents. Moreover, it was noted that the company intends to resume its business operations following the restoration of its name. Therefore, the Tribunal deems it equitable to restore the company's name in the register maintained by the Respondent, i.e. Registrar of Companies.

Accordingly, utilizing the provisions outlined in Section 252(3) of the Companies Act, 2013, Ld. (NCLT) approved the appeal with certain terms and conditions.

TEAM MAJESTY LEGAL²

OFFICE : B-87, Alaknanda Apartment, G-1, Ganesh Marg/Moti Marg, Bapu Nagar, Jaipur, Rajasthan-302015.

https://maps.app.goo.gl/BsUvY9RWyvUt6JcB9?g_st=iw

CHAMBER : 204, E-Block, Rajasthan High Court, Jaipur.

MOBILE No. : 9785461395

E-MAIL : mahi@majestylegal.in

WEBSITE : www.majestylegal.in

¹ CP/95/CHE/2022

² Majesty legal is a LAW FIRM established in 2013 by Ms. Mahi Yadav. Objective of this legal update is to provide insights on law, statutes and is personal in nature, not to be deemed as legal advice.

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

CP/95/CHE/2022

Under Section 252(3) of the Companies Act, 2013

M/s. JEPPIAAR TECHNOLOGIES PRIVATE LIMITED,
Represented by its Shareholder, **Ms.REMIBAI JEPPIAAR,**
A Company Incorporated Under The Companies Act, 1956 And Having Its
Registered Office Situated at – Old No.12, New No.29A, Ganapathy Street,
Royapettah Chennai – 600 014

... Applicant

-Vs-

REGISTRAR OF COMPANIES, CHENNAI
2nd Floor, Shastri Bhavan,
26, Haddows Road,
Chennai – 600 006

... Respondent

Order pronounced on 19th February, 2024

Present:

For Petitioner: Naveen Kumar Murthi, Advocate

For Respondent: Avinash Krishnan Ravi, Advocate

CORAM

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

ORDER

(Hearing Conducted through VC)

This Petition has been filed by **Ms.REMIBAI JEPPIAR**, in the capacity as a Shareholder/Director of the Company namely, **M/s. JEPPIAR TECHNOLOGIES PRIVATE LIMITED** under Section 252(3) of the Companies Act, 2013, being aggrieved against the order of strike off under Section

248(5) of Companies Act, 2013 carried out by the Respondent namely, the **Registrar of Companies, Chennai**, 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	Jeppiaar Technologies Private Limited
b)	CIN No.	U72200TN2005PTC056943
c)	Date of Incorporation	15.07.2005
d)	Registered Office Address	Old No.12, New No.29A, Ganapathy Street, Royapettah Chennai-600014
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 2013-2014 to 2015-2016.

3. The main object of the Company is *to carry on the business of exporters of computer software, to provide and service Business Process Outsourcing and IT enabled services, to provide technical services in software consultancy, undertake and execute turnkey projects, offer services in the field of installations, commissioning and maintenance of electronic hardware and software and human resources to companies in India and abroad, etc..* 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.

4. It is stated that the Applicant Company has not filed annual accounts and annual returns from 2013-2014 to 2015-2016. In addition to this statement, the Applicant has attached the Copy of Annual returns and Balance Sheets of the Company from the period of 2013-2014 to 2019-2020 in the Applicant's typed set as **Annexure 6**.

5. The reason for non-filing of returns is stated as lack of professional guidance in filing documents and E-forms. It is stated that the Company did not have the benefit of expert professional guidance in the aspect of filing of Balance sheets and Annual Returns. Further it is stated that, the Company had entrusted the filing of returns to a consultant and who did not have enough knowledge about the statutory compliances.

6. It is stated that the Company wants to restore its name in the Register and it wants to continue and carry on its business. To further its objects, the Company has purchased a land and the sale deed in favour of the Company has been attached in the typeset of applicants as **Annexure-8**.

7. It is stated that, if the Company's name is not restored, then the Company would be put into serious loss. It is stated that the Company may be allowed to revive its name on the ground that the Hon'ble Tribunal may invoke "otherwise it is just that the name of the Company may be restored to the Register of companies.." under Section 252(3) of the Companies Act, 2013.

8. Upon notice, the Respondent/RoC has filed the Report. It is stated that, the Respondent office has sent letters inquiring whether the Company is carrying on its business or in operation under Section 248(1) of Companies Act, 1956 read with Rule 7 of the Companies (Removal of name of the companies from the registrar of companies) Rules, 2016. Thereafter completing the due procedure, the Respondent finally struck off the Company's name vide publication in Official Gazette dated 15-21 July, 2017 under S.No 1077.

9. It is stated that since the company name is struck off, the board of directors cease to exist, the petitioner company does not have the *locus standi* to file this present application. Hence, the present suit may be dismissed based on this ground.

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 Annexure in the Application typeset:

(i) Annual returns and balance sheets of the Petitioner Company – **Annexure 6**.

(ii) Copy of Sale Deed of the Immovable Property along with Patta – **Annexure 8**.

12. Upon perusal of the documents of the Applicant, more particularly the affidavit (**Annexure 10**) and List of shareholders of the Petitioner Company (**Annexure 5**), it is understood that the affidavit for this Application was signed by Ms. Remibai Jeppiar, who is a 50% shareholder of the Company. Hence, the contention of the Respondent to dismiss this Application on basis of non-availability of *locus standi* is not sustainable.

13. From the documents annexed along with the Application it is seen that the Company owns land to an extent of 60 cents. Further, it is averred that the Company wants to carry on with the business after revival of its name. Hence, this Tribunal is of the view that it is 'just' to restore the name of the Company in the register maintained by the Respondent – Registrar of Company.

14. Taking into consideration the provisions of Section 252 of the Companies Act, 2013 which vests this Tribunal with discretion to restore the Company whose name has been struck off, 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. **JEPPIAAR TECHNOLOGIES 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 ₹ 1,00,000/- (Rupees One Lakh only/-), as volunteered by the Applicant, through online payment in www.mca.gov.in under miscellaneous fees by mentioning the particulars as "payment of cost for revival of Company".
- (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)

Kishore P