

भारत सरकार
कारपोरेट कार्य मंत्रालय
कार्यालय कम्पनी रजिस्ट्रार,
उत्तर प्रदेश,
37/17, वेस्टकाट बिल्डिंग, दि माल,
कानपुर – 208001 (उ.प्र.)
ई-मेल/ E-mail : roc.kanpur@mca.gov.in



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF REGISTRAR OF
COMPANIES,
UTTAR PRADESH,
37/17, Westcott Building, The Mall,
Kanpur – 208001 (U.P.)
फोन/ Phone : 0512 – 2310323 / 2310443

NO.07/01/ADJUDICATION-56(6)/T. FORREST /2024

DATED.../----/2024

**ORDER OF VIOLATION OF UNDER SECTION 56 (6) OF THE COMPANIES, ACT, 2013
READ WITH COMPANIES (ADJUDICATION OF PENALTIES) RULES 2014**

IN THE MATTER OF M/s. T. FORREST & SONS INDIA PRIVATE LIMITED

Appointment of Adjudicating Officer: -

1. The Ministry of Corporate Affairs vide its gazette notification no A-42011/112/2014-AD II dated 24.03.2015, has appointed the undersigned as Adjudicating Officer in exercise of the powers conferred by section 454 of Companies Act, 2013 (hereinafter known as Act) read with Companies (Adjudication of Penalties) Rules, 2014 under the provisions of this Act.

Company: -

2. Whereas the Company M/s T. FORREST & SONS INDIA PRIVATE LIMITED has been registered under the provisions of Companies Act on 21.01.2022, and is having its registered office situated at TSE 34 8th Flr Galaxy Blue Sapphire Plaza Plot C-3, Sector, -4, Greater Noida West NA, Gautam Buddha Nagar, Gautam Buddha Nagar, Uttar Pradesh, 201318. The authorized capital of the company is Rs. 25930450/-
3. Whereas the company has filed Suo-moto adjudication application under section 56 (6) of the companies act, 2013 for violation of section 56(4) (a) of the companies act 2013 with this office. The company has stated that it has issued equity shares to its subscriber of Memorandum of Association on 8th April 2022 and accordingly there was a delay of 17 days in issuing equity share certificates to its shareholder our part under section 56 (4) (a) of the companies act, 2013. In order to make the default good the company had submitted form GNL-1 compounding of offences under section 441 read with section 56 of the companies act, 2013 vide SRN no. F24319493 dated 09.09.2022 before RD (NR). However, this form has been rejected by Hon'ble Regional Director, (NR) in hearing on 3rd January 2024 mentioning that it is a matter of adjudication under section 56 of the companies act, 2013 rather than compounding.

4. Provisions of the Act: -

Section 56 (4) (a) of the Companies Act, 2013 provides that: -

“Every company shall, unless prohibited by any provision of law or any order or court Tribunal or other authority deliver the certificates of all securities allotted, transferred or transmitted.

(a) within a period of two months from the date of incorporation, in the case of subscriber to the memorandum.

Section 56(6) of the Companies Act, 2013 provides that –

“Where any default is made in complying with the provisions of subsection (1) to (5) the company and every officer of the company who is in default shall be liable to a penalty of fifty thousand rupees.”

5. As per provisions of section 466B of the Companies Act, 2013 provides that “Notwithstanding anything contained in this act, if penalty is payable for non-compliance of any of the provisions of this act by a One Person Company, Small Company, start-up company or producer company, or by any of its officer in default, or any other person in respect of such company, then such company, its officer in default or any other persons, as the case maybe be, shall be liable to a penalty which shall not be more than one half of the penalty specified in such provisions subject to a maximum of two lakh rupess I case of a company one lakh rupees in case of an officer who is in default or any other person, as the case may be”.


6. Order:

Having considered the facts and circumstances of the case and after taking into account the factors above, I hereby impose penalty as prescribed under section 56(6) of the Act. The default of the penalty imposed on the company (Being Small Company as per section 2(85) of the Act) and officers in default are shown in the table below:

Nature of default Section	Relevant Section under the Co. Act.2013	Name of persons on whom penalty imposed	Maximum Penalty (Rs.)	Final Penalty Imposed as per Sec.446B (Rs.)
Non- issuance of share certificate of under section 56(4) (a) of the companies act, 2013	56(6)	Company	50000	25000
		AMIT TIWARI	50000	25000
		DANIEL RICHARD WALLBANK	50000	25000

I am of this opinion that penalty is commensurate with the aforesaid failure committed by the notice(s).

7. The Notice shall pay the amount of penalty so imposed through MCA21 portal only as per rule 3(14) of Companies (Adjudication of Penalties) 2014. within 90 days receipt of this order. The company needs to file InC-28 as per the provisions of the act, attaching a copy of adjudication order along with payment challans.
8. Appeal against this order may be filed in writing with the Regional Director (Northern Region), Ministry of Corporate Affairs, CGO Complex, Lodi Road, New Delhi, within a period of sixty days from the date of receipt of this order, in Form ADJ setting forth the grounds of appeal and shall be accompanied by a certified copy of this order. [Section 454(5) & 454(6) of the Act, read with Companies (Adjudication of Penalties) Rules, 2014].
9. Attention is also invited to section 454(8) of the Companies Act, 2013, in the event of noncompliance of this order. In Case appeal is made O/o Registrar of Companies, U.P. maybe informed alongwith the penalty imposed & the payments made.



(Seema Rath)

Registrar of Companies & Adjudicating Officer
Uttar Pradesh, Kanpur

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NO.07/01/ADJUDICATION-56 /T. FORREST /2024/ 2080 to 2082 DATED. 4...7/2024

1. M/s T. FORREST & SONS INDIA PRIVATE LIMITED

TSE 34 8th Flr Galaxy BlueSapphire Plaza
Plot C-3, Sector, -4, Greater Noida West NA,
GautamBuddhaNagar,Gautam Buddha Nagar,
Uttar Pradesh,201318

2. Shri AMIT TIWARI (Director)
H.No. A-141, Barola, Sector-49PS-Sector 49, Gautam Buddha Nagar
Noida,201301, Uttar Pradesh,

3. Shri DANIEL RICHARD WALLBANK (Director)
25, Strawberry Fields, Gisburn, Clitheroe,
BB74DQUnited Kingdom