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SPEED-POST**BEFORE THE ADJUDICATING OFFICER****REGISTRAR OF COMPANIES, GUJARAT, DADRA & NAGAR HAVELI****No. ROC/Sec.12 (2)/454(4)/VINJOH HEALTHCARE/STA (MD) 23-24****Dated:****16 NOV 2023**

ORDER FOR PENALTY UNDER SECTION 454 OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ADJUDICATION OF PENALTIES) RULES, 2014 and COMPANIES (ADJUDICATION OF PENALTIES) AMENDMENT RULES, 2019 FOR VIOLATION OF SECTION 12(1) OF THE COMPANIES ACT, 2013

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24**IN THE MATTER OF VINJOH HEALTHCARE PRIVATE LIMITED****(U33110GJ2003PTC077673)****Date of hearing: 02.11.2023****PRESENT:**

1. Shri Keerthi Thej N. (ROC), Adjudicating Officer
2. Shri Indrajit Vania (DROC), Presenting Officer

Company/ Officers/ Directors/ KMP/ Authorized Representative:**Appointment of Adjudication Authority:-**

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 power conferred under section 454 of the Companies Act, 2013 (hereinafter known as Act) read with Companies (Adjudication of Penalties) Rules, 2014 (Notification No. GSR 254(E) dated 31.03.2014) for adjudging penalties under the provisions of Act.

Company:

2. VINJOH HEALTHCARE PRIVATE LIMITED (hereinafter referred to as "Company") is a company registered under the provisions of the Companies Act, 1956/2013 in the State of Gujarat on 21.03.2003, having CIN: U33110GJ2003PTC077673 and presently having its registered office situated at "Shed No. C1, 1806/6 & 7, Third Phase, GIDC Ind. Area, Umbergaon, Valsad, Umbergaon, Gujarat, India, 396171".

Facts of the case

3. That the office of the Regional Director (NWR) vide letter No. RD(NWR)/Sec.13/14/2022/553 dated 18.05.2023 had made an official communication with the above named company at its authorized office C1, 1806/6&7, Third Phase, GIDC Ind. Area, Umbergaon, Valsad which has been returned from the Postal Authorities with remark of **Left** at back of envelop. The Directorate's had directed this office to take necessary action in the matter. Accordingly, this office had issued Show Cause notice to the company and its officers in default on 31.05.2023 thereafter, this office has sent a report in the matter to the Directorate. The Directorate vide its letter dated 18.10.2023 further instructed this office to confirm whether adjudication proceedings have been closed or not in the matter.
4. It is noticed that the company has not maintained its registered office. This office had already issued show cause notice on 31.05.2023. Thereby the company and its officers in default have violated the provisions of section 12(1) of the Companies Act, 2013. The company and its officers in default are liable for penal action under section 12(8) of the Companies Act, 2013.

5. As per Section 12(1) of the Companies Act, 2013 a company shall, on and from the fifteenth day of its incorporation and at all times thereafter should have a registered office capable of receiving and acknowledging all communications and notices as may be addressed to it.
6. As per Section 12(8) of the Companies Act, 2013 if any default is made in complying with the requirements of this section, the company and every officer who is in default shall be liable to a penalty of one thousand rupees for every day during which the default continues but not exceeding one lakh rupees.
7. That, the Ministry of Corporate Affairs vide its Gazette notification No. SO 831 (E) dated 24.03.2015 appointed the Registrar of Companies/ undersigned as Adjudicating Officer in exercise of the Power conferred by Section 454 of the Companies Act 2013 read with Companies (Adjudication of Penalties) Rules, 2014. Thereby, the Registrar of Companies is entrusted with the power to adjudicate the penalty as provided under Section 12(1) of the Companies Act, 2013.
8. That, the undersigned has reasonable cause to believe that the company is not maintaining its registered office as required under the provision of section 12(1) of the Companies Act, 2013 the company and its officers in default have violated the provisions of section 12 of the Companies Act, 2013 which may be adjudicated under the purview of section 454(3) of the Companies Act, 2013. The company and every officer of the company who is in default are liable to be penalised u/s. 12(8) of the Companies Act, 2013.
9. The Registrar of Companies vide the Companies (Amendment) Act, 2019 is entrusted with power to adjudicate penalty as provided under Section 12(8) of the Companies Act, 2013. The DGC&A vide letter dated 11.05.2022 has instructed that all cases filed under Companies Act, 1956 and Companies Act, 2013 can be considered under In House Adjudication Penalty Mechanism (IAM). Pursuant to the instructions of the Ministry issued vide letter dated 11.05.2022, further direction were given that all cases filed under CA, 1956 and CA, 2013 can be considered for adjudication process which are now decriminalized (earlier prosecutions were to be filed) by Companies Amendment Act effective from 02.11.2018 and through further Amendment in 2020 effective from 28.09.2020).
10. It is further submitted that there is a reasonable ground to believe that the company and its officers in default have violated the provisions of Section 12(1) of the Companies Act, 2013. In view of the facts narrated above, the company and its directors/ officers, in default are liable for penalty in pursuant to Section 12(8) of the Companies Act, 2013 and Rules, made thereunder.
11. The Presenting Officer further submitted that it is observed from the Balance Sheet/ Financial statement as at 31.03.2022 the paid-up capital of the company is Rs. 69,22,500/- and Turnover is Rs.69,590,511/-. Hence, as per the Ministry's Notification No. G.S.R. 700(E) dated 15.09.2022, in light of Companies (Specification of definition details) Amendment Rules, 2022 with respect to the provisions of Section 2(85) of the Companies Act, 2013, the company fall under the ambit of "small company". Therefore, the provisions of imposing lesser penalty as per the provisions of Section 446B of the Companies Act, 2013 shall be applied to the company.

ORDER:

1. While adjudging quantum of penalty under 12(8) of the Act, the Adjudicating Officer shall have due regard to the following factors, namely.
 - a. The amount of disproportionate gain or unfair advantage, whenever quantifiable, made as a result of default.
 - b. The amount of loss caused to an investor or group of investors as a result of the default.

- c. The repetitive nature of default.
2. With regard to the above factors to be considered while determining the quantum of penalty, it is noted that the disproportionate gain or unfair advantage made by the notice or loss caused to the investor as a result of the delay on the part of the notice to redress the investor grievance are not available on the record. Further, it may also be added that it is difficult to quantify the unfair advantage made by the notice or the loss caused to the investors in a default of this nature.
 3. Having considered the facts and circumstances of the case and submissions made by the presenting Officer and after taking into account the facts above, the undersigned has reasonable cause to believe that the company and its officers in default have failed complied with the Provisions of Section 12(1) of the Companies Act, 2013. I hereby imposed penalty as under:

Default for non-compliance under Section 12(1)

Violation Under Companies Act, 2013	Company/ Directors/ Officer	No. of Days For Default	Penalty for Default (Rs.) in Pursuant to Section 12(8) of the C.A. 2013	Penalty to Be imposed for Default (Rs.)	Maximum Limit for Penalty (Rs.) as per Section 12(8) Of C.A. 2013	Penalty for Small company Section 446B of CA 2013
Section 12(1)	VINJOH HEALTHCARE PRIVATE LIMITED (Company)	157x1000= 157000/-	1,00,000	1,00,000	1,00,000	50,000
	MR. JOHNSON ANIL THANKACHAN	157x1000= 157000/-	1,00,000	1,00,000	1,00,000	50,000
	MR. VINOD KRISHNA PILLAI	157x1000= 157000/-	1,00,000	1,00,000	1,00,000	50,000

[Default counted from 31.05.2023 to 02.11.2023]

AO is of the opinion that penalty is commensurate with the aforesaid default committed by the Noticees:

4. The company/ Officer is further directed to rectify the default failing which this office shall proceed further in the matter pursuant to Section 454A of the Companies Act, 2013 for the non-compliance of the aforesaid provisions of the Companies Act, 2013.
5. The noticee shall pay the amount of penalty individually for the company and its officers from their personal sources/ income by way of e-payment available on Ministry Website www.mca.gov.in under "Pay Miscellaneous fees" category in MCA fee and payment Services under Rule 3(14) of Company (Adjudication of Penalties) (Amendment) Rules, 2019 within 60 days from the date of receipt of this order and copy of this adjudication order and Challan/SRN generated after payment of penalty through online mode shall be filed in INC-28 under the MCA portal without further reference.
6. Appeal against this order may be filed in writing with the Regional Director, North-Western Region, Ministry of Corporate Affairs, ROC Bhavan, Opp. Rupal Park, Nr. Ankur Bus Stand, Naranpura, Ahmedabad (Gujarat) 380013 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

the certified copy of this order [Section 454(5) & 454 (6) of the Companies Act, 2013 read with the Companies (Adjudicating of Penalties) Rules, 2014 as amended by Companies (Adjudication of Penalties) Amendment Rules, 2019].

7. Your attention is also invited to Section 454(8) (i) and 454(8) (ii) of the Companies Act, 2013, which state that in case of non-payment of penalty amount, the company shall be punishable with the fine which shall not less than Twenty Five Thousand Rupees but which may extend to Five Lakhs Rupees and officer in default shall be punishable with imprisonment which may extend to Six months or with fine which shall not be less than Twenty Five Thousand Rupees by which may extend to one Lakhs Rupees or with both.

The adjudication notice stands disposed of with this order.

15.

[Keerthi Thej N., ICLS]
Registrar of Companies & Adjudicating Officer
Ministry of Corporate Affairs,
Gujarat, Dadra Nagar Haveli

To,

1. M/s. Vinjoh Healthcare Private Limited
Shed No. C1, 1806/6 & 7, Third Phase, GIDC Ind. Area,
Umbergaon, Valsad, Umbergaon, Gujarat, India, 396171.
2. Mr. Johnson Anil Thankachan (Director)
B-1, 107, Akal Co. Op. HSG Society,
Andheri (E), Mumbai-400059.
3. Mr. Vinod Krishna Pillai (Director)
203, Giri Residency, Near Piramal Garden,
Opp. Goenka Hall, J.B. Nagar, Andheri (E),
Mumbai-400059.

15.

(KEERTHI THEJ N., ICLS)
REGISTRAR OF COMPANIES
ADJUDICATING OFFICER
MINISTRY OF CORPORATE AFFAIRS
GUJARAT, DADRA AND NAGAR HAVELI

Copy to:
Ministry of Corporate Affairs,
Through Proper Channel)
The Regional Director (NWR)
Ministry of Corporate Affairs, Ahmedabad-380013.

01C

10/11/23

16/11/2023

10.11.23