



भारत सरकार

कारपोरेट कार्य मंत्रालय  
कम्पनी पंजियक का कार्यालय,  
तमिलनाडू, कोयंबटूर  
नंबर 7 ए जी टी बिजनेस पार्क फेज II, 1ST फ्लोर,  
पीलमेडु कोयंबटूर- 6410014

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GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF THE REGISTRAR OF  
COMPANIES  
TAMILNADU – COIMBATORE  
No.7 A G T BUSINESS PARK, PHASE II,  
1ST FLOOR, PEELAMEDU,  
COIMBATORE - 641014  
e-Mail roc.coimbatore@mca.gov.in

Ref: ROC/CBE/A.O./92&137/031419/2022

Date: 10.03.2023

**Order for Penalty under Section 454 for violation of Section 92 & 137 of the Companies Act, 2013 read with the Companies (Adjudication of Penalties) Rules, 2014**

**IN THE MATTER OF M/s NULINZ EDUCATION PRIVATE LIMITED**  
**CIN: U74999TZ2018PTC031419**

**Appointment of Adjudicating Officer:**

1. Ministry of Corporate Affairs vide its Gazette Notification No.A-42011/112/2014-Ad.II dated 24.3.2015 appointed undersigned as Adjudicating Officer in exercise of the powers conferred by Section 454 of the Act, 2013 (hereinafter known as Act) read with Companies (Adjudication of penalties) Rules, 2014 for adjudging penalties under the provisions of this Act.

**2. Company:**

Whereas Company M/s NULINZ EDUCATION PRIVATE LIMITED (hereinafter Known as Company) is a registered company with this office under the provisions of Companies Act, 2013 having its registered address at "233/1, Sri Balaji Nagar, Nehru Nagar, EXT. K. Koodal, Mettur Dam, Salem, Tamil Nadu, 636402". The financial & other details of the subject company for immediately preceding F.Y. as available on MCA-21 portal is stated as under

Sl.No	Particulars	Details as on FY 2020-21
1.	Paid up capital	Rs.30,000/-
2.	a. Revenue from operation	Rs.0.00/-
	b. Other Income	Rs.0.00/-
	c. Profit for the Period	Rs. (46,770/-)
3.	Turn Over	Rs.0.00/-
4.	Holding Company	No
5.	Subsidiary Company	No
6.	Whether company is startup company?	No

**3. Facts of the case:**

Adjudication Notice under Section 454 for the violations of Section 92(5) and 137(3) of the Companies Act, 2013 were issued vide No. ROC/CBE/A.O./92&137/031419/2022 dated 16.11.2022

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to the Company and its two directors in default, viz., 1) SARAVANAN (DIN:08276591) & 2) NIRMALA MURUGESAN (DIN:08276604) to show cause for non-filing of Annual Return for the Financial year 2019-2020, and Financial Statement for the financial years 2019-20.

4. The Adjudication notices issued by this office on 16.11.2022 to the Company and its directors for non-filing of Statutory Returns but the company has not filed Statutory Returns for which SCN was issued.

**5. Provisions of the Companies Act, 2013**

Sub-Section (1) of Section 92 of the Act provides that every company shall prepare an Annual Return in the prescribed form and sub-section (4) of Section 92 of the Act provides that every company shall file with the Registrar a copy of the Annual Return, within sixty days from the date on which the Annual General Meeting is held or where no Annual General Meeting is held in any year within Sixty days from the date on which the Annual General Meeting should have been held together with the statement specifying the reasons for not holding the Annual General Meeting, with such fees or additional fees, as applicable.

6. Sub-section (5) of Section 92 of the Act provides that if any company fails to file its annual return under sub-section (4), before the expiry of the period specified therein, such company and its every officer who is in default shall be liable to a penalty of ten thousand rupees and in case of continuing failure, with further penalty of one hundred rupees for each day during which such failure continues, subject to a maximum of two lakh rupees in case of a company and fifty thousand rupees in case of an officer who is in default.
7. Sub-section (1) of Section 129 of the Act provides that company shall prepare a financial statement comply with the Accounting Standards notified under Section 133 of the Act and Sub-section (2) of Section 129 of the Act provides that at every annual general meeting of a company, the Board of Directors of the company shall lay before such meeting financial statements for the financial year. Further sub-section (1) of Section 137 of the Act provides that a copy of financial statements, including consolidated financial statement, if any along with all the documents which are required to be attached to such financial statements under this Act, duly adopted at the annual general meeting of the company, shall be filed with the Registrar within thirty days of the date of annual general meeting in such manner, with such fees or additional fees, as applicable.
8. Sub-section (3) of section 137 of the act provides that if a company fails to file the copy of the financial statements under sub-section (1) or sub-section (2), as the case may be, before the expiry of the period specified therein, the company shall be liable to a penalty of ten thousand rupees and in case of continuing failure, with a further penalty of one hundred rupees for each day during which such failure continues, subject to a maximum of two lakh rupees, and the managing director and the Chief Financial Officer of the company, if any, and, in the absence of the managing director and the Chief Financial Officer, any other director who is charged by the Board with the responsibility of complying with the provisions of this section, and, in the absence of any such director, all the

Directors of the company, shall be shall be liable to a penalty of ten thousand rupees and in case of continuing failure, with further penalty of one hundred rupees for each day after the first during which such failure continues, subject to a maximum of fifty thousand rupees.

### ORDER

9. The Company and its Directors have not filed Annual Return for Financial year ending 31.03.2020 and Financial Statement for the Financial Year 31.03.2020 pursuant to sub-section (4) of Section 92 and Sub-section (1) of Section 137 of the Act, thereby attracting penal provisions under Sub-Section (5) of Section 92 and Sub-section (3) of Section 137 of the Act respectively. The offence is of serious nature since non-filing of Annual Accounts by the Company has placed itself out of reach of stakeholders/regulatory Authorities and others who have interest in the company.

The object of filing of Annual Return of company in MCA Portal is in the public interest, to enable the investor, public and whosoever interested in the company can access the fundamental information about the company and its management. Non-filing of this statutory return is not only violation of the provisions of the Act but result in denial of information to the various stakeholders, public in general.

The object of filing of audited Financial Statements of a company in MCA Portal is to enable the interested public/investors/statutory agencies to access and know about the company's financial state of affairs. The audited financial statements of a company so filed shall give a true and fair view of the state of affairs of the company. The said statements once filed become public documents and the interested public can access the said statements through MCA website to know the financial state of affairs of the company as on that date.

10. As per Section 454 read with Rule 3(4) of the Companies Act, 2013 the reply to such notice shall be filed in electronic mode only within the period as specified in the notice. However, the company has not made any reply.
11. Having considered the facts and circumstances of the case of default by companies in filing the Statutory Returns and also after taking into account the factors narrated in Para 10 supra, the Adjudicating Officer do hereby impose penalty on Company and its Directors as per Table Below for violation of Section 92 and 137 of the Companies Act, 2013 for the financial year 31.03.2020 respectively. The Adjudicating Officer is of the opinion that penalty is commensurate with the aforesaid default committed by the Noticee's as the noticee's have not responded to the notices sent by A.O. and continue in committing default by non-filing the overdue Statutory Returns as per details furnished in the Table below:


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Document required to be filed	No. of days Default*	Penalty imposed on company/Directors	Financial	First Default	Document required to be filed	No. of days Default*	Penalty under Section 446B of the Act
			Year				
Annual Returns U/s 92(4) of the Companies Act, 2013	828	On company	31.03.2020	10,000	100x828=82,800	92,800	46,400
		SARAVANAN	31.03.2020	10,000	100x828=82,800	50,000 (maximum limit)	25,000
		NIRMALA MURUGESAN	31.03.2020	10,000	100x828=82,800	50,000 (maximum limit)	25,000
Financial Statement U/s. 137 of the Companies Act, 2013	858	On company	31.03.2020	10,000	100x858=85,800	95,800	47,900
		SARAVANAN	31.03.2020	10,000	100x858=85,800	50,000 (maximum limit)	25,000
		NIRMALA MURUGESAN	31.03.2020	10,000	100x858=85,800	50,000 (maximum limit)	25,000
Total						3,88,600	1,94,300

- No. of days have been calculated from 31.10.2020 to 10.03.2023 and from 30.11.2020 to 10.03.2023 date of order i.e., 10.03.2023 for Financial Statement and Annual Return respectively.

- The company and its directors are hereby directed to rectify the default immediately from the date of receipt of copy of this order.
- The Penalty imposed shall be paid through the Ministry of Corporate Affairs portal ([www.mca.gov.in](http://www.mca.gov.in) under Miscellaneous Fee) only, within a period of ninety days from the date of the receipt of the copy of the order.
- Appeal, if any against this order may be filed in writing with the Regional Director, Southern Region, Ministry of Corporate Affairs, 5<sup>th</sup> floor, Shastri Bhavan, 26, Haddows Road, Chennai – 600 006 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 of the Companies Act, 2013 read with the Companies (Adjudication of Penalties) Rules, 2014).
- Your attention is also invited to Section 454(8) of the Act regarding consequences of non-payment of penalty.
- In terms of the provisions of sub-Rule (9) of Rule 3 of the Companies (Adjudication of Penalties) Rules, 2014, a copy of this order is being sent to Company M/S NULINZ EDUCATION PRIVATE LIMITED, 233/1, Sri Balaji Nagar, Nehru Nagar, EXT. K. Koodal, Mettur Dam, Salem, Tamil Nadu, 636402, SARAVANAN, Director D.No 10/4-86 Pudhu Colony Karumalaikoodal, Mettur Dam-RS, Salem, 636402, Tamil Nadu, India.. NIRMALA MURUGESAN, Director 4/1 7th Main 2nd Cross,

New Gurappana, Paya, Bangalore, South Bangalore, 560029, Karnataka, India. also Secretary to the Government of India, Ministry of Corporate Affairs, Shastri Bhavan, 5<sup>th</sup> Floor, A wing, Dr. Rajendra Prasad Road, New Delhi - 110001.

  
(C.S. GOVINDARAJAN)  
REGISTRAR OF COMPANIES  
TAMILNADU, COIMBATORE

Place: Coimbatore

Dated 10<sup>th</sup> March of 2023

To

- ROC/CBE/A.O./92&137/031419/2022
1. M/S NULINZ EDUCATION PRIVATE LIMITED,  
233/1, Sri Balaji Nagar, Nehru Nagar, EXT. K. Koodal,  
Mettur Dam, Salem, Tamil Nadu, 636402.
  2. ROC/CBE/A.O./92&137/031419/2022  
SARAVANAN, Director  
D.No 10/4-86 Pudhu Colony Karumalaikoodal,  
Mettur Dam-RS, Salem, 636402, Tamil Nadu, India.
  3. ROC/CBE/A.O./92&137/031419/2022  
NIRMALA MURUGESAN, Director  
54/1 7th Main 2nd Cross, New Gurappana, Paya,  
Bangalore, South Bangalore, 560029, Karnataka, India.