
(2017) 02 DEL CK 0308

In the Delhi High Court

Case No : 847 of 2016

REDBACK NETWORKS INDIA PRIVATE LIMITED

APPELLANT

Vs

NIL

RESPONDENT

Date of Decision : 14-02-2017

Acts Referred:

[Companies Act, 1956](#), [Section 488](#), [Section 485](#), [Section 516](#), [Section 497\(6\)](#) -
Karnataka High Court Company (Court) Rules, 1959, — Rule 329, Rule

Citation : (2017) 02 DEL CK 0308

Hon'ble Judges : Siddharth Mridul

Bench : SINGLE BENCH

Advocate : Mayank Goel

Judgement

1. The present is a petition under section 497(6) of the Companies Act, 1956 (hereinafter referred to as "the Act"), by the Official Liquidator, seeking voluntary winding up of Redback Networks India Private Limited (hereinafter referred to as "Petitioner Company").

2. The Petitioner Company had been incorporated under the provisions of the Act on 15.09.2006 and a certificate in this behalf had been issued by the Registrar of Companies, NCT of Delhi and Haryana at New Delhi.

3. The registered office of the Petitioner Company is situated at New Delhi, within the jurisdiction of this Court.

4. The declaration of solvency was executed and approved by the Board of Directors in their meeting held on 05.01.2011 and the same has been filed with the office of the Registrar of Companies in Form 149 as prescribed under section 488 of the Act. The Petitioner Company had passed a special resolution in its Extraordinary General Meeting held on 15.03.2011, for voluntary winding up of the Petitioner Company, whereby, inter alia, Mr. Rajeev Goel had been appointed as the Voluntary Liquidator of the Petitioner Company.

5. The Registrar of Companies had been informed regarding the voluntary winding up and the appointment of the Voluntary Liquidator. Notice as per the mandate of the provisions of section 516 of the Act, read with Rule 315 of the Company (Court) Rules, 1959 in Form 151 was published in the Official Gazette on 09.04.2011; and in Form 151 was filed with the Registrar of Companies on 24.03.2011.

6. The Voluntary Liquidator had caused, the requisite forms and notices as per the mandate of the provisions of the section 485 of the Act to be published in the Official Gazette on 09.04.2011, as well as in two newspapers, namely, "The Financial Express" (English) and "Jansatta" (Hindi) on 26.03.2011, with respect to the Extraordinary General Meeting dated 15.03.2011. Further, copies of the same, along with Memorandum of Association and Articles of Association pertaining to the Petitioner Companies have been filed with the Official Liquidator.

7. Pursuant to Section 497 of the Act, the notice for the Final Extraordinary General Meeting scheduled to be held on 20.02.2014, had been published in the newspapers, "The Financial Express" (English) and "Jansatta" (Hindi) on 25.12.2013 and in the Official Gazette on 11.01.2013.

8. It has further been stated that the Final Extraordinary General Meeting had been held on 20.02.2014 and the Voluntary Liquidator has filed the final accounts of the Petitioner Company in Form Nos. 156 and 157, as prescribed under Rules 329 and 331 of the Companies (Court) Rules, 1959 before the Registrar of Companies and the Official Liquidator.

9. It has been stated in the present petition that "No Objection Certificates" have been received from the Income Tax Department on 02.09.2013 and from the Registrar of Companies by way of letter dated 04.09.2014. An affidavit dated 03.12.2014 has also been filed by the Voluntary Liquidator wherein it has been averred that the Petitioner Company does not have any outstanding dues as against the State Government and Central Government.

10. The Contributors of the Petitioner Company have filed an Indemnity Bond with the Official Liquidator, stating therein that they shall pay and settle all lawful claims arising in future after the winding up of the company, to indemnify any person for any losses that may arise pursuant to winding up of the company.

11. It has further been stated by way of the present petition that the Official Liquidator has scrutinized the records submitted by the Voluntary Liquidator and has recorded satisfaction to the effect that necessary compliance with Section 497 of the Act, and the other relevant provisions of the Act, have been made; and that the affairs of the Petitioner Company have not been conducted in a manner prejudicial to the interest of its members or the public.

12. In view of the foregoing facts and circumstances, the Official Liquidator has sought winding up and final dissolution of the Company from the date of filing of the present petition i.e., 02.09.2016.

13. In view of the foregoing and in view of the satisfaction accorded by the Official Liquidator by way of the present petition, the Petitioner Company is hereby, wound up and shall be deemed to be dissolved with effect from the date of the filing of the present petition i.e., 02.09.2016.

14. A copy of this order be filed by the Official Liquidator with the Registrar of Companies within the statutory period, as provided for in the Act.

15. The petition is accordingly disposed of.