(2021) 04 DEL CK 0101

In the Delhi High Court

Case No : Company Petition No. 14 OF 2021

Vintage Consultants Pvt. Ltd. (In Vol. Liqn.) Vs

Date of Decision : 05-04-2021

Acts Referred:

Companies (Court) Rules, 1959 — Rule 313, 315, 329, 331
Companies Act, 1956 — Section 488, 497, 497(6), 516

Citation : (2021) 04 DEL CK 0101

Hon'ble Judges : C. Hari Shankar, J

Bench : Single Bench

Advocate : Kunal Sharma

Final Decision : Disposed Of

Judgement

C. Hari Shankar, J

1. This is a company petition, preferred under Section 497 (6) of the Companies Act, 1956. The prayer made in the petition is that the subject company, i.e. Vintage Consultants Pvt. Ltd. be dissolved from the date of the filing of the instant petition, i.e. 24th March, 2021.

2. The record shows that the subject Company was incorporated on 19th March, 1993, with the Registrar of Companies, NCT of Delhi and Haryana. The Corporate Identity Number of the Company is U74140DL1993PTC052700. The registered office of the subject Company is stated to be situated within the territory of the NCT of Delhi, at 39, Anupama Apartments, M.B. Road, New Delhi.

3. The authorised share capital of the company is Rs. 25,00,000/-(Rupees Twenty-Five Lakhs Only) divided into 2,50,000 Equity shares of Rs. 10/- (Rupees Ten) each. The record shows that one Vijay Kumar holds 1,27,000 shares and one Bhagwati Devi holds 1000 shares.

4. The directors of the Company in issue, as on the date of passing the resolution of voluntary winding up, were Vijay Kumar and Bhagwati Devi.

5. The Board of Directors of the Company, in their meeting held on 10th

September, 2004, executed and approved a declaration of solvency under Section 488, which stated that after having made a full inquiry into the affairs of the company as on 31st August, 2004, an opinion had been formed by the board of directors that the company had no debts. The said declaration was filed with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi, in Form 149, as prescribed under Rule 313 of the Companies (Court) Rules, 1959 and Section 488 of the Companies Act, 1956, on 15th September, 2004.

6. An extra-ordinary general meeting of the members of the Company was held on 30th September, 2004, at the registered office of the Company, where a special resolution for the voluntary liquidation of the company was passed and one Dalip Vanjani was appointed as the Voluntary Liquidator of the Company.

7. The notification of the appointment of the Voluntary Liquidator, as required under Section 516 of the Companies Act, 1956, read with Rule 315 of the Companies (Court) Rules, 1959 in Form No. 151, was published in the Official Gazette on 16th October, 2004 and in the newspaper 'The Statesman' on 2nd October, 2004. Further, the Voluntary Liquidator had filed notice of his appointment, in Form 152, with the Registrar of Companies, on 4th October, 2004.

8. The Voluntary Liquidator, as required under Section 497 of the Companies Act, 1956, read with Rule 329, published the notification, in Form No. 155, regarding the holding of the final general meeting, on 30th September, 2005, in the newspapers, "The Statesman" and in the Official Gazette on 10th September, 2005.

9. The final extraordinary general meeting of the Company was held on 30th September, 2005.

10. The Voluntary Liquidator has filed accounts of the Company in Form No. 156 and 157, as prescribed under Rule 329 and 331 of the Companies (Court) Rules, 1959, for the period from 30th September, 2004 to 31st July, 2005, before the Registrar of Companies, NCT of Delhi and Haryana, on 9th November, 2005. As per the statement of accounts of the winding up process, a sum of Rs. 27,26,723.19/- was recovered during the winding up process. A sum of Rs. 10,000/- was expended on liquidator's remuneration. A sum of Rs. 4,020/- was expended on legal charges, Rs. 11,360/- towards publication of notices and Rs. 6729/- on incidental outlays. A sum of Rs. 26,94,614/- was returned to the contributories.

11. The Voluntary Liquidator has filed with the Official Liquidator, a no dues certificate dated 16th March, 2021 stating that there are no outstanding statutory dues against the Company.

12. The Voluntary Liquidator has also filed with the Official Liquidator, a letter from Income Tax Department, dated 29th December, 2005, stating that there was no demand outstanding against the Company.

13. The Registrar of Companies has provided a letter, dated 24th April, 2012, stating that the necessary documents and forms have been filed by the Company and that it has no objection to the dissolution of the subject Company.

14. The contributories, Vijay Kumar and Bhagwati Devi, have filed indemnity bonds, dated 16th March, 2021, undertaking to indemnify parties for any liability arising after the dissolution of the Company.

15. The Official Liquidator has further submitted that the affairs of the Company have been conducted in a manner, not prejudicial to the interest of the members, and is thus of the opinion that the Company may be dissolved with effect from the date of the filing of the petition.

16. Thus, having regard to the aforesaid facts and circumstances and the record of the case, the prayer made in the petition is allowed and the Company is wound up and shall be deemed to be dissolved with effect from the date of the filing of the present petition, i.e. 24th March, 2021.

17. Copy of the order be filed by the Official Liquidator with the Registrar of Companies within the statutory period as per the Companies Act, 1956.

18. The petition is disposed of in the aforesaid terms.