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* **IN THE HIGH COURT OF DELHI AT NEW DELHI**

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Date of decision: 20.12.2017

+ CO.PET. 67/2017

IN THE MATTER OF AJIS INDIA PRIVATE LIMITED

(IN VOL. LIQN)

..... Petitioner

Through Mr. Deepak Anand, Advocate on
behalf of Official Liquidator.

CORAM:

HON'BLE MR. JUSTICE JAYANT NATH

JAYANT NATH, J. (ORAL)

1. This is a petition filed under Section 497(6) of the Companies Act, 1956 (*herein referred to as "the act"*) by the Official Liquidator (OL), seeking for voluntary winding up of Ajis India Private Limited (*herein referred to as the "said company"*).
2. The said Company was incorporated on 24.03.2011 under the provisions of the Act with the Registrar of Companies (ROC), having authorized share capital of Rs. 5,00,00,000/- divided into 50,00,000 equity shares of Rs. 10/- each.
3. The registered office of the said company is situated within the territory of NCT of Delhi & Haryana at Times Square, Fourth Floor, Block-B, Sushant Lok-1, Gurgaon, Haryana-122022.
4. Pursuant to the provision of Section 484(1) of the Act and other applicable provision of the Act, the said Company has passed a special resolution in its Extraordinary General Meeting held on 13.06.2016 for voluntary winding up of the Company, wherein, Mr. Himanshu Srivastava, Chartered Accountant, was appointed as Voluntary Liquidator of the

Company at a remuneration for Rs. 6,500/-. The ROC was informed regarding the voluntary winding up and the appointment of the Voluntary Liquidator.

5. Declaration of Solvency was affirmed by the Board of Directors in their meeting held on 18.05.2016 and the same was filed as per Form No. 149, prescribed under section 488 of the Act, with the ROC vide SRN No. G04673919 dated 01.06.2016. The Voluntary Liquidator gave notice of his appointment as per section 493 of the Act read with rule 315 under the Companies (Court) Rules, 1959 with the Registrar of Companies (ROC) and published the same in the Official Gazette on 23.07.25016 as well as in two newspapers namely in “Business Standard”(English and Hindi) on 15.06.2016 along with Memorandum of Association and Articles of Association with the Office of OL.

6. Pursuant to Section 497 of the Act, final Extra Ordinary General Meeting was held on 30.06.2017 and the Voluntary Liquidator filed the final accounts of the said Company in Forms No.156 and 157, as prescribed under Rules 329 and 331 of the Companies (Court) Rules, 1959, before the ROC and to the OL.

7. The OL has received No Objection Certificates (NOC) from the Income Tax Department. Further, NOC is not received from ROC. The Voluntary Liquidator has also filed indemnity bond dated 21.09.2017 and has undertaken that the assets of the said company have been properly disposed off and there is no debt outstanding which may arise or accrue. If any claims or dues arises the Director named in the application shall stand liable to pay the same.

8. The OL has scrutinized the records submitted by the Voluntary Liquidator and has recorded satisfaction that necessary compliances of Section 497 of the Act and the other relevant provisions of the Act have been made and that the affairs of the said Company have not been conducted in a manner prejudicial to the interest of its members.

9. The OL, in these circumstances, has sought winding up and final dissolution of the Company from the date of filing of the petition i.e. 13.11.2017.

10. In view of the above and the satisfaction recorded by the OL, the said Company is wound up and shall be deemed to be dissolved with effect from the date of the filing of the petition i.e. 13.11.2017

11. A copy of the order be filed by the OL with the ROC within the statutory period as per the provisions of the Act.

12. The petition is accordingly disposed of.

JAYANT NATH, J.

DECEMBER 20, 2017/SS

corrected and signed on 31.01.2018