

3 Comp.A.No.246 of 2019

SENTHILKUMAR RAMAMOORTHY,J

This Application is filed under Section 497(6) of the Companies Act,1956 to take on record this report of the Official Liquidator filed under Section 497(6) of the Companies Act,1996 and to pass orders to dissolve M/s.Ultima Dental Lab Private Limited(in Voluntary Liquidation).

2.I heard the Deputy Official Liquidator.

3.In support of the said application, a report dated 16.04.2019 of the Official Liquidator and a further report dated 24.09.2019 were filed. In the said report, the Official Liquidator has narrated the events relating to the voluntary liquidation of M/s.Ultima Dental Lab Private Limited. In specific, the following material events are detailed:

(i)it is stated that the resolution for voluntary winding up was passed by the board at a meeting held on 22.01.2014;

(ii)the declaration of solvency dated 22.01.2014 was filed with the Registrar of Companies;

(iii)the members of the Company at a general meeting held on 25.02.2014 approved the proposal for voluntary winding up and appointed the Voluntary Liquidator;

(iv)the said resolution was also duly filed with the ROC;

(v)necessary publications were made in the Gazette and in two news papers; and

(vi)the Voluntary Liquidator held the final meeting on 16.04.2018.

4.After taking into account the creditors and debtors, and making necessary payments, it is stated that the Voluntary Liquidator paid a sum of Rs.2,22,54,412/- to the shareholders towards return of capital. Thereafter, the Voluntary Liquidator has filed the returns with the final statement of accounts with the ROC on 20.04.2018. Pursuant thereto, the ROC has also communicated the no objection(NOC) by letter dated 11.10.2018 and the Income Tax Department had also earlier issued NOC by letter dated 29.01.2018.

5.The Official Liquidator further reports that the scrutiny of the books of accounts and records of the company in liquidation did not reveal any instances which would lead to a conclusion that the affairs of the company were being conducted against the interest of its members or public interest. Therefore, he request that orders be passed as prayed for.

6.Upon consideration of the submissions of the Deputy Official Liquidator and on perusal of the report dated 16.04.2019 and the further report dated 24.09.2019 and after examining the documents annexed thereto, I am of the view that all applicable provisions of the Companies Act, 1956, were complied with and, therefore, it is just and necessary to pass orders as prayed for in this application. Therefore, this application is disposed of with the following directions:

(i)The report of the Official Liquidator under Section 497(6) of the Companies Act,1956 is taken on record and M/s.Ultima Dental Lab Private Limited(in Voluntary Liquidation) is ordered to be dissolved; and

(ii)The Official Liquidator is further directed to take all incidental or consequential actions in this regard.

18.10.2019

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