

\$~CP-76

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

%

Date of decision: 22.02.2019

+

CO.PET. 5/2019

IN THE MATTER OF DYERSLIME AND CHEMICALS PRIVATE
LIMITED (VOL. LIQN.) Petitioner

Through Ms. Ruchi Sindhvani, Sr.Standing Counsel
and Ms. Megha Bharara, Adv. for OL.

CORAM:

HON'BLE MR. JUSTICE JAYANT NATH

JAYANT NATH, J. (ORAL)

1. This petition is filed under section 497(6) of the Companies Act, 1956 (*herein referred to as "the Act"*) by the Official Liquidator (OL). The prayer made in the petition is that the subject company i.e. DYERSLIME & CHEMICALS PVT. LIMITED (*herein referred to as the "said company"*), may be wound up and finally dissolved from the date of the filing of the instant petition.

2. A perusal of the record shows that the said Company was incorporated under the provisions of the Act on 31.10.1974 with Registration No. 7506 of 1974-75 with the Registrar of Companies (ROC), NCT of Delhi and Haryana.

3. The registered office of the said company is situated within the territory of NCT of Delhi at 10, Alipur Road, Delhi-110054.

4. There were 5 directors at the time of declaration of solvency. The financial position of the company as disclosed in the audited balance sheets ending as on 31.03.2005 & 31.03.2004 are also annexed to the petition.

5. The prescribed Form No. 149 for the Declaration of Solvency was filed with the ROC on 09.02.2006.
6. Pursuant to the provisions of Section 484 (1)(b) of the Act and other applicable provisions of the Act, the Extra Ordinary General Meeting of the Members of the said company was held on 06.03.2006 and a special resolution was passed whereby Mr.M.R.Gupta was appointed as the Voluntary Liquidator of the said Company.
7. That as per the requirement of Section 485 of the Act, the said company has published a notification in the newspapers namely “Indian Express” and “Jansatta” on 17.03.2006 and in the Official Gazette on 07.04.2006.
8. The notice of appointment of Voluntary Liquidator in Form 152 as required under Section 493 read with Rule 315 of the Companies (Court) Rules, 1959 was filed with the ROC. The Voluntary Liquidator had also published Form 151 for his appointment as Voluntary Liquidator.
9. Further, pursuant to the provisions of Section 497 of the Act, the Liquidator has also published Form No.155 in the newspapers namely “The Indian Express (English)” and “Jansatta (Hindi)” on 29.06.2007 for the final meeting to be held on 20.09.2007. The same was however not published in the Official Gazette.
10. The Final Meeting of the said company was held on 20.09.2007 and the Voluntary Liquidator filed accounts of the said company in Form Nos. 156 & 157 as prescribed under Rules 329 & 331 of the Companies (Court) Rules, 1959 for the period from 10.03.2006 to 20.09.2007 before the ROC on 23.09.2007 and submitted a copy of the same to the OL.

11. The Voluntary Liquidator and Ex-Director Mrs. Neena Macedo, have filed their Indemnity bonds dated 16.10.2018 & 31.10.2018 respectively, indemnifying in favour of the OL towards any claim made by any person/authority at any point of time in connection with voluntary liquidation of the said company.

12. The OL has received No Dues Certificate from Income Tax Department and from the ROC. The OL is also satisfied that the necessary compliance of Section 497 and other relevant provisions of the Act have been made and the affairs of the said company have not been conducted in a manner prejudicial to the interest of its members or to the public interest and the said company may be dissolved.

13. The OL has further submitted that the affairs of the said 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.

14. 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 said 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. 07.02.2019.

15. A Copy of the order be filed by the OL with the ROC within the statutory period as per the Act.

16. The petition stands disposed of in the aforesaid terms.

JAYANT NATH, J.

FEBRUARY 22, 2019/sp