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

% **Date of decision: 07.02.2020**

\+ CO.PET. 5/2020

ANJANI MERCANTILE PRIVATE LIMITED
(IN VOL.LIQN.) ..... PETITIONER

Through: Ms. Ruchi Sindhwani, Sr. Standing Counsel with Ms. Megha Bharara, Advocate for OL

CORAM:
HON'BLE MS. JUSTICE JYOTI SINGH

JYOTI SINGH, 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, seeking dissolution of the Company, Anjani Mercantile Private Limited (in members voluntary liquidation).

2. The said Company was incorporated under the provisions of the Companies Act, 1956 with the name Anjani Mercantile Private Limited with the Registrar of Companies, NCT of Delhi & Haryana at Delhi on 27.05.2005 vide CIN No. U51909DL2005PTC136801 with an authorized capital of Rs. 90,00,000 divided into 9,00,000 equity share of Rs.10/- each. The Paid-up Capital of the Company as per the Master Data available on the portal of MCA21 is Rs.71,10,000/-.

3. The registered office of the company is situated within the territory of NCT of Delhi at N-98-B, Near Thappar House, Sainik Farm South, New Delhi – 110062.

4. The first promoters at the time of incorporation were Mr. Madan Walia and Mr. BuntyWalia.

5. At the time of Members Voluntary Winding up of the petitioner company, there were three shareholders. The directors at the time of Members Voluntary Winding-up were Mr. Madan Walia and Mr. BuntyWalia. The financial position of the company is disclosed in the audited balance sheets ending as on 31.03.2015 & 31.03.2014 which are also annexed to the petition.

6. The prescribed Form No. 149 for the Declaration of Solvency was filed with the Registrar of Companies on 27.01.2016 vide SRN No. C76762855.

7. Pursuant to the provisions of Section 484 (1) of the Act and other applicable provisions of the Act, the Extra Ordinary General Meeting of the Members of said company was held on 16.02.2016 and a special resolution was passed whereby Mr. Amit Agrawal was appointed as the Voluntary Liquidator of the Company. In this regard Form MGT-14 was filed with the Registrar of Companies.

8. As per the requirement of Section 485 of the Act, the Company has published a notification in newspapers namely 'Business

Standard' (English) and (Hindi) on 26.02.2016 and in 'The Official Gazette' on 19.03.2016.

9. 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 Registrar of Companies. The Voluntary Liquidator had also published Form 151 of his appointment as Voluntary Liquidator.

10. Further, pursuant to the provisions of Section 497 of the Act, the Liquidator has also published Form No.155 in the newspapers namely 'Financial Express' (English) & 'Jansatta' (Hindi) on 06.12.2018 and in 'Official Gazette' (English & Hindi) on 22.12.2018 for the final meeting to be held on 11.01.2019.

11. The Final Meeting of the said company was held on 11.01.2019and the Voluntary Liquidator filed accounts of the said Company in Form No. 156 & 157 as prescribed under Rule 329 & 331 of the Companies (Court) Rules, 1959 for the period from 16.02.2016 to 03.12.2018 with the Registrar of Companies, NCT of Delhi & Haryana in Form 156 vide SRN: H41885989 dated 14.01.2019 & Form 157 vide SRN: H41743329 dated 11.01.2019 and with the Official Liquidator on 21.01.2019.

12. The Official Liquidator has received No Dues Certificate from Income Tax Department and No Objection has been received from the Registrar of Companies.

13. The Voluntary Liquidator Mr. Amit Agrawal and Directors Mr. Madan Walia& Mr. BuntyWalia, have filed Indemnity bonds and Affidavit dated 18.01.2019 & 10.08.2016 respectively undertaking to indemnify :

> *"a) to pay and settle all lawful claims arising in future after the striking off the name of the company. b). To indemnify any person for any losses that may arise pursuant to striking off the name of company. c) To settle all lawful claims and liabilities which have not come to our notice up to this stage, even after the name of the company has been struck off under voluntary winding up in terms of the Companies Act, 1956".*

14. The Official Liquidator 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.

15. In view of the foregoing and in view of the satisfaction accorded by the Official Liquidator by way of the present petition, the said 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. 22.01.2020.

16. 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.

17. The petition is accordingly disposed of.

JYOTI SINGH, J

FEBRUARY 07, 2020/