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IN THE HIGH COURT OF DELHI AT NEW DELHI

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CO.PET. No. 16/2020

IN THE MATTER OF

SURYA AIRLINES PRIVATE LIMITED

...Petitioner

Through: Ms. Ruchi Sindhwani, Sr.
Standing Counsel for the Official Liquidator
with Ms. Megha Bharara, Adv.

CORAM:

HON'BLE MR. JUSTICE C. HARI SHANKAR

ORDER

20.08.2020

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(Video-Conferencing)

1. This petition is filed under section 497(6) of the Companies Act, 1956 (hereinafter referred to as "the Act") by the Official Liquidator (OL), seeking dissolution of the Company, Surya Airlines Private Limited (in members voluntary liquidation) (hereinafter referred to as "the Company").

2. The said Company was incorporated under the provisions of the Companies Act, 1956 with the name "Surya Airlines Private Limited" with Registrar of Companies, NCT of Delhi & Haryana at Delhi on 7th March, 2006, *vide* CIN No. U62100DL2006PTC147181. The company has an authorized capital of ₹5,00,00,000 (Rupees Five Crores only) divided into 50,00,000 (Fifty Lacs) equity share of ₹ 10/- (Rupees Ten) each. The Paid-up Capital of the Company as per the

Master Data available on the portal of MCA21 is ₹2,00,00,000/- (Rupees Two Crores only).

3. The registered office of the company is situated within the territory of NCT of Delhi at H-15, South Extn., Part-I, New Delhi-110049.

4. The first promoters at the time of incorporation were Mr. Krishnapillai Balachandran Nair, Universal Empire Infrastructures Ltd, Mr. Pankaj Madhok & Mr. Vishal Agarwal.

5. At the time of Members Voluntary Winding up of the petitioner company, there were five shareholders. The directors at the time of Members Voluntary Winding-up were Mr. Krishnapillai Balachandran Nair and Mr. Pankaj Madhok. The financial position of the company is disclosed in the audited balance sheets ending as on 31st March, 2007 and 31st March, 2008 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 9th December, 2008 *vide* SRN No. A51890275.

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 the said company was held on 11th December, 2008 and a special resolution was passed whereby Mr. Rajesh K. Jha was appointed as the Voluntary Liquidator of the Company. In this regard Form MGT-14 was filed with the Registrar of Companies.

8. That as per the requirement of Section 485 of the Act, the Company has published a notification in newspapers namely “The Statesman” (English) on 26th December, 2008 and “Veer Arjun” (Hindi) on 25th December, 2008 and in “The Official Gazette” on 17th January, 2019.

9. The notice of appointment of Voluntary Liquidator in Form 152 as required under Section 493 R/W 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 ‘Business Standard’ (Hindi & English) on 16th October, 2015 and in Official Gazette on 14th November, 2015 for the final meeting to be held on 5th December, 2015.

11. The Final Meeting of the said company was held on 5th December, 2015 and 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 11th December, 2008 to 31st October, 2015 with the Registrar of Companies, NCT of Delhi & Haryana in Form 156 *vide* SRN: H48699631 dated 28th March, 2019 & Form 157 *vide* SRN: H46680922 8th March, 2019 and with the Official Liquidator on 14th December, 2015.

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

13. The Voluntary Liquidator Mr. Rajesh K. Jha has filed Affidavit & Indemnity bond dated 6th December, 2019 & 15th March, 2019 respectively and Directors namely Sh. Krishnapillai Balachandran Nair & Sh. Pankaj Madhok have filed Indemnity bonds dated 29th March, 2019 indemnifying that *“all the statutory and other dues has been repaid by the Company and there is no amount payable to any department of central and state government, any other local authority and any of the secured or unsecured creditor as on the date of this indemnity bond. To indemnified that in the event of any post dissolution odes or claim if any, for statutory or other dues to any of the department of central and state government, any other local authority or any of the secured or unsecured creditor that becomes payable by the company in future on account of the outcome of any assessment or any other order or instruction issued by any administrative, judicial or quasi judicial authority, the same shall be paid by the indemnifier either himself or jointly with the other indemnifiers”*.

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 OL 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. 6th March, 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.

AUGUST 20, 2020

C. HARI SHANKAR, J



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