

JTC

**BEFORE THE REGIONAL DIRECTOR, NORTHERN REGION
MINISTRY OF CORPORATE AFFAIRS
NEW DELHI**

27 JUL 2016

Company Application No. SRN C80543853 (13)/2013/ 4500

Present: REGIONAL DIRECTOR (NR)

In the matter of the Companies Act, 2013: Section 13;

A N D

In the matter of **M/S TIRUPATI TYRES LIMITED** having Registered Office at
**65, 2ND FLOOR, VADHAWA COMPLEX, MANDI KESAR GANJ CHOWK, NEAR
UNION BANK OF INDIA, LUDHIANA, PUNJAB-141008**

..... Applicant

Parties present:

For Petitioner: Sushma Gupta, Company Secretary.

Date of Hearing: 13.07/2016

ORDER

Heard.

The present application under section 13 of the Companies Act, 2013 has been preferred by the Applicant Company through SRN C80543853 filed on 03.03.2016 in terms of the Companies (Incorporation) Rules, 2014 notified on 31.03.2014.



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2. The Applicant company has filed certified true copy of the special resolution passed by its members through Postal Ballot on 18.08.2015 pursuant to provisions of Sub-Section (4) of Section 13 of the Companies Act, 2013 (herein-after referred as the Act), for alteration of situation clause in the Memorandum of Association of the company so as to shift its registered office from the State of Punjab to the State of Maharashtra.

3. The Applicant Company has served a copy of the application on 02.03.2016 (By Courier) to the State Government and online on 03.03.2016, to the Registrar of Companies, Punjab & Chandigarh. Despite of letter, having been issued to the State Government by this Forum on 19.05.2016, no representation / reference has been received in this matter till date. The ROC, in his report dated 13.04.2016, has not made any adverse remarks.

4. This Directorate has noted that the affidavits have been affirmed and placed before this Directorate in regard to creditors. The Applicant Company has filed affidavit stating therein that there will be no retrenchment of employees and also submitted by way of an affidavit that none of the employees of the company will be affected due to shifting of registered office from the State of Punjab to the State of Maharashtra. It is further observed that no communication raising objection on the present application of the company has been received from anyone till date in the office of the Regional Director, Northern Region, Ministry of Corporate Affairs, New Delhi despite of publication of notice on 24.02.2016 in English and vernacular language newspapers.



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5. Further, as directed the Applicant has submitted an Affidavit inter-alia stating that no enquiry, inspection, investigation and prosecution is pending against the company under the Act and also an affidavit that in future if any legal demand arises from any Statutory Authorities like Municipal Corporation, Electricity Department, Income Tax Department etc. or any stakeholders that shall be repaid by the company without raising any objection. Applicant has submitted Auditor's/CA's Certificate in original w.r.t all creditors including secured / unsecured & sundry creditors. However, it is clarified that there will be no jurisdictional change in case any dispute arises between the company and its creditors unless otherwise consented by the creditors.

6. Since the power is vested with the Regional Director pursuant to the Gazette notification dated 21.05.2014 to make an order under sub-section (5) of section 13 of the Act confirming the alteration of the provisions of the Memorandum of Association so as to change the place of registered office from one state to another on such terms and conditions, if any, as it thinks fit, and as the Applicant company came with this application under sub-section (4) of section 13 of the Act with a prayer for confirmation of the alteration to the situation clause in the Memorandum of Association so as to shift its registered office from the State of Punjab to the State of Maharashtra as approved by the Special Resolution mentioned supra, so that the shifting shall bring better and effective operations and thereby carrying the business more economically and more efficiently.



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7. This Forum having been satisfied with the statutory compliances u/s 13 of the Act and that the rights and interests of the members of the Applicant company and of every class of them not being affected by the shifting of its registered office, felt it as just and equitable to confirm the alteration to the situation clause in the Memorandum of Association of the company, as approved by the Special Resolution mentioned supra and allows that Clause II of the Memorandum of Association of the company be altered by substituting the word(s) "the State of Punjab" by the word(s) "the State of Maharashtra"

8. The application is allowed accordingly.

Signed this the _____ July, 2016



NKB
27/7/16
(NARENDER KUMAR BHOLA)
REGIONAL DIRECTOR (NR)