

भारत सरकार  
कारपोरेट कार्य मंत्रालय  
कार्यालय कम्पनी रजिस्ट्रार,  
उत्तर प्रदेश,  
37/17, वेस्टकाट बिल्डिंग, दि माल,  
कानपुर - 208001 (उ.प्र.)  
वेबसाइट/ Website : [www.mca.gov.in](http://www.mca.gov.in)  
ई-मेल/ E-mail : [roc.kanpur@mca.gov.in](mailto:roc.kanpur@mca.gov.in)



GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF REGISTRAR OF COMPANIES,  
UTTAR PRADESH,

37/17, Westcott Building, The Mall,  
Kanpur - 208001 (U.P.)  
फोन/ Phone : 0512 - 2550688 / 2540383  
फैक्स/ Fax : 0512 - 2540423

No.07/01/Adj-Rule12A/ GDY Manufacturing /

Dated .2024

ORDER FOR VIOLATION OF Rule 12(A) of the Companies (Appointment and Qualification of Directors) Rules 2014 and READ WITH COMPANIES (ADJUDICATION OF PENALTIES) RULES 2014 & Companies (Amendment) Act, 2020

IN THE MATTER OF "GDY MANUFACTURING PRIVATE LIMITED".

Appointment of Adjudicating Officer:-

1. The Ministry of Corporate Affairs vide its gazette notification no A-42011/112/2014-Ad.II dated 24.3.2015, has appointed the undersigned as Adjudicating Officer in exercise of the powers conferred by section 454 of the Companies Act, 2013 (hereinafter known as Act) read with Companies (Adjudication of Penalties) Rules, 2014 for adjudging penalties under the provisions of this Act.

Company:-

2. Whereas the Company "GDY Manufacturing Private Limited" has been registered under the provisions of Companies Act on 05.09.2018 and is having its registered office situated at Plot No 81 Toy City Ecotech 3 Greater Noida, Gautam Buddha Nagar, Uttar Pradesh-201308. The authorized capital of the company is Rs. 1,00,000/-
3. The DGCoA vide letter no. F.No. CL-II-08/74/2022-DGCoA-MCA dated 01.09.2022 directed to conduct the inquiry u/s. 206(4) of the Companies Act, 2013, against the said company. During the course of inquiry, It has been observed from the that KYC status of two directors of the Company namely Mr. Ravikumar Natvarlal Thakkar and Mr. Aiping Zhang is deactivated due to non-filing of DIR-3 KYC. Hence, it is violation of Rule 12A of Companies (Appointment and Qualification of Directors) Rules, 2014. Hence the Inquiry Officer (IO) sought information and documents from the Company under Section 206(1) of the Companies Act, 2013. No reply furnished by the said director in respect of the said non-compliance. The report in this regard furnished to the Regional Director, Northern Region for the said non-compliance The Ministry vide Its letter No. CCL-II-04/193/2024-O/O DGCoA-MCA dated 08.07.2024 has accorded the penal action under Rule 12 A of the Companies Act, 2013. Thus, it is evident that the Directors have failed to comply with the provisions of Rule12A of the Companies Act, 2013 and are thus liable for penal provisions under section 450 of the Companies Act, 2013.

Contd.2.

4. Accordingly, a Show Cause Notice No. 07/01/Adjudication-Rule12-A/ GDY Manufacturing /2697-2699 dated 25.07.2024 was issued to its officer in default under Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014. The officer in default has not furnished any reply to the said Show Cause Notice, hence no hearing was fixed for this matter.
5. Further, neither the defaulting director nor any representative of the director has either furnished his reply or has appeared before the undersigned which has further strengthened the apprehension that the Director of the company has failed to comply with the provisions of Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014, thereby attracting the penal provisions mentioned under Section 450 of the Act.
6. **Provisions of the Act:-**

**Rule 12(A) of the Companies (Appointment and Qualification of Directors) Rules 2014 reads as under: -**

“Every individual who has been allotted a Director Identification Number (DIN) as on 31st March of a financial year as per these rules shall, submit e-form DIR-3-KYC to the Central Government on or before 30th April of immediate next financial year.

**Section 450 of the Act reads as under:-**

“Residual punishment to company and every officer of the company who is in default or such other person when no specific penalty or punishment provided.

Penalty of ten thousand rupees, and in case of continuing contravention, with a further penalty of one thousand rupees for each day after the first during which the contravention continues, subject to a maximum of two lakh rupees in case of a company and fifty thousand rupees in case of an officer who is in default or any other person.”

7. As per provisions of section 446B of the Companies Act, 2013 provides that “Notwithstanding anything contained in this act, if penalty is payable for non-compliance of any of the provisions of this act by a One Person Company, Small Company, start-up company or producer company, or by any of its officer in default, or any other person in respect of such company, then such company, its officer in default or any other persons, as the case maybe be, shall be liable to a penalty which shall not be more than one half of the penalty specified in such provisions subject to a maximum of two lakh rupess I case of a company one lakh rupees in case of an officer who is in default or any other person, as the case may be”.

## 8. Order:

Having considered the facts and circumstances of the case and after taking into account the factors above, I hereby impose penalty as prescribed under section 450 of the Companies Act, 2013 for failure to make compliance of Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014. The default of the penalty imposed on the company (Being Small Company as per section 2(85) of the Act) and officers in default are shown in the table below:

Nature of default Section	Relevant section under the Co.Act.2013	Name of persons on whom penalty imposed	Maximum Penalty (Rs.)	Final Penalty Imposed as per Sec.446B (Rs.)
Failure to make compliance of Rule 12A of the Companies (Appointment and Qualification of Directors) Rules, 2014	450	1. THAKKAR NATVARLAL RAVIKUMAR	50000	25000
		2. AIPING ZHANG	50000	25000

I am of this opinion that penalty is commensurate with the aforesaid failure committed by the notice(s).

9. The Noticee shall pay the amount of penalty so imposed through MCA21 portal only as per rule 3(14) of Companies (Adjudication of Penalties) 2014. within 90 days receipt of this order. The company needs to file InC-28 as per the provisions of the act, attaching the copy of adjudication order alongwith payment challans.
10. Appeal against this order may be filed in writing with the Regional Director (Northern Region), Ministry of Corporate Affairs, CGO Complex, Lodi Road, New Delhi, within a period of sixty days from the date of receipt of this order, in Form ADJ setting forth the grounds of appeal and shall be accompanied by a certified copy of this order. [Section 454(5) & 454(6) of the Act, read with Companies (Adjudication of Penalties) Rules, 2014].

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11. Attention is also invited to section 454(8) of the Companies Act, 2013, in the event of non-compliance of this order. In Case appeal is made O/o Registrar of Companies, U.P. maybe informed alongwith the penalty imposed & the payments made.



(Seema Rath)

Registrar of Companies & Adjudicating Officer  
Uttar Pradesh, Kanpur

No.07/30/Adj-Rule12A/ GDY Manufacturing / 357810 Dated 06-09-2024

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1. THAKKAR NATVARLAL RAVIKUMAR,  
C-105, SECTOR-44, GAUTAM BUDDHA NAGAR,  
NOIDA-201301, Uttar Pradesh
2. AIPING ZHANG,  
6-21A JINDI SHANGTANGDAO GARDEN, BULONG ROAD,  
LONGHUA NEW DISTRICT, SHENZHEN, 518000 China
3. GDY MANUFACTURING PRIVATE LIMITED,  
Plot No 81 Toy City Ecotech 3 Greater Noida,  
Gautam Buddha Nagar, Uttar Pradesh-201308 for information

Copy for Information to:

No.07/01/Adj-Rule12A/ GDY Manufacturing / 3581

Dated 06-09-2024

1. Regional Director, Northern Region, Ministry of Corporate Affairs, CGO Complex,  
Lodhi Road, New Delhi.