

Date: 19/03/2024

To,
The Manager
Listing Department
BSE Limited
P.J Towers, Dalal Street Fort
Mumbai 400001

BSE Scrip Code: 542678

BSE Scrip ID: CHCL

SUB: Receipt of Adjudication order of Penalties under Section 454(3) read with 117 of the Companies Act, 2013.

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

This is to inform you that the company has received a Adjudication order of Penalties from Registered of Company, Pune Under Section 454(4) Read with 117(3)(g) of the Company Act, 2013, read with Rule 3(2) of Companies (Adjudication of Penalties), 2014 for not filling of Form MGT-14 within 30 days, which is required to file by the company due to company has passed Board resolution for unsecured loans from banks and financial institutions for the financials year 2019-2020 and imposed penalties of Rs. 1,09,500/- on company and Rs. 2,00,400/- on officers in defaults.

Kindly take the above in your records.

Thanking You!

Yours Faithfully

FOR CIAN HEALTHCARE LIMITED

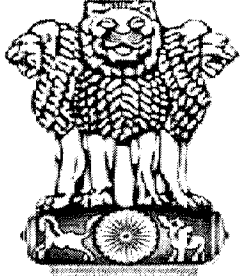
MUNJAJI
PURBHAJI
DHUMAL

Digitally signed by MUNJAJI PURBHAJI DHUMAL
DN: c=IN, o=Maharashtra,
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cn=MUNJAJI PURBHAJI DHUMAL,
Date: 2024.03.19 11:51:41 +05'30

(Munjaji Dhumal)
Company Secretary and Compliance Officer

Membership No.: A65852

Encl: Copy of ROC Notice



सत्यमेव जयते

**OFFICE OF THE
REGISTRAR OF COMPANIES
MAHARASHTRA, PUNE**

कंपनी रजिस्ट्रार का कार्यालय, पुणे

MINISTRY OF CORPORATE AFFAIRS / कारपोरेट कार्य मंत्रालय
GOVERNMENT OF INDIA / भारत सरकार

पी.सी.एन.टी.डी.ए. ग्रीन बिल्डिंग, ब्लॉक ए. 1 वा, 2 रा मंजरा, आकुर्डी रेल्वे स्टेशन के पास, आकुर्डी, पुणे - 411044
PCNTDA Green Building, BLOCK A, 1st & 2nd Floor, Near Akurdi Railway Station, Akurdi, Pune - 411044
Phone: 020-27651375/78 E-mail: roc.pune@mca.gov.in



ROCP/ADJ/117/CIAN/23-24/7 | 3159 to 3166 Date: 28 FEB 2024

**SPEED POST
ADJUDICATION ORDER**

**Adjudication Order of penalties in the matter CIAN HEALTHCARE
LIMITED having CIN- L24233PN2003PLC017563 under Section 454(3)
Read With 117 of the Companies Act, 2013**

Please Read:

- Companies (Adjudication Of Penalties) Rules, 2014 as amended by Companies (Adjudication of Penalties) Amendment Rules, 2019 (G.S.R.131(E)).
- Provisions of Sub-section (1) & Sub-section (2) of Section 117 of the Companies Act, 2013.
- Gazette Notification of Ministry of Corporate Affairs vide No. A-42011/112/2014-Ad.II, dated 24.03.2015 (see SO 831(E), dated 24.03.2015)
- Companies (Amendment) Act, 2019.
- General Circular No. 1/2020 dated 02.03.2020;
- The undersigned vide Companies (Amendment) Act, 2020 is entrusted to adjudicate penalties under section 117 of the Act with effect from 21.12.2020

In respect of:

CIAN HEALTHCARE LIMITED having CIN L24233PN2003PLC017563, having its registered office as per MCA-21 Registry at address - MILKAT NO. 3339, BLOCK NO.1, FROM SOUTH SIDE, C.S. NO. 227/2+3A, HARPALE PARK, OPP. BERGER PAINT, PHURSUNGI PUNE, MAHARASHTRA 412308, INDIA

Appointment of Adjudicating Officer:

Ministry of Corporate Affairs vide its Gazette Notification No. A-42011/112/2014-Ad.II, dated 24.03.2015 (see SO 831(E), dated 24.03.2015) appointed undersigned as Adjudicating Officer in exercise of the powers conferred by section 454(1) of the Companies Act, 2013 (*herein after known as*

o/c

Act) r/w Rule 3(1) of Companies (Adjudication of Penalties) Rules, 2014 for adjudging penalties under the provisions of this Act.

1. **Company:**

CIAN HEALTHCARE LIMITED having CIN L24233PN2003PLC017563 (*herein after referred as Company*) is a registered company with this office under the provisions of section 2(35) and Section 3(1)(iii) of the Companies Act, 1956 having its registered office as per MCA21 Registry at MILKAT NO. 3339, BLOCK NO.1, FROM SOUTH SIDE, C.S. NO. 227/2+3A, HARPALE PARK, OPP. BERGER PAINT, PHURSUNGI PUNE, MAHARASHTRA 412308, INDIA

2. **Facts about the Case:**

- a) As per Section 117 of the Companies Act, 2013 1) A copy of every resolution or any agreement, in respect of matters specified in sub-section (3) together with the explanatory statement under section 102, if any, annexed to the notice calling the meeting in which the resolution is proposed, shall be filed with the Registrar within thirty days of the passing or making thereof in such manner and with such fees as may be prescribed .
- b) An Inquiry of the Company under section 206 of the Company Act, 2013 was conducted by this office and it was observed that the secretarial auditor has qualified his report dated 5.09.2020 stating that during the financial year ending 2018-2019 and 2019-2020, the company has availed 179(3) (d) of companies Act 2013 certain unsecured loans from banks for which the company has also passed necessary resolutions in pursuance to section 179(3)(d) of the Companies Act 2013. However, the company has failed to file e-form MGT-14 in pursuance of provisions of section 117 (3) (g) of the Companies Act 2013. Hence, it is clear that the company has violated the provisions of Section 117(3)(g) of the Companies Act, 2013 for which the company and officers in default are liable for action.
- c) The matter was also taken up with the company during the course of the said inquiry and the company had submitted its reply stating that the Company has erroneously missed to filed form MGT-14 in pursuance of Section 117(3)(g) of the Companies Act, 2013. However, the non-disclosure was completely unintentional and without any mala-fide purpose on the part of the company the its directors. Upon recognizing same the company has taken necessary steps in order to rectify said irregularities. Further, we wish to inform that company is aware of the failure to report the same and in process of filing an application for condonation of delay under section 460 of the Companies Act, 2013. Furthermore the competent authority has directed this office to take necessary action in this regard.
- e) Accordingly as per directions of the competent authority, the adjudication officer has issued adjudication notice vide notice No-ROCP/ADJ/Sec-117-23-24/768-780 dated 27-06-2023 & 10/01/2024 (*herein after referred as*

adjudication Notice) under Section 454(4) read with section 117(3) of the Companies Act read with Rule 3(2) of Companies (Adjudication of penalties) 2014 to the Company and its officers in default for the violation of the provisions of the act as mentioned in para 'a & b' above;

- f) A reply to the Adjudication notice has been received on 09/10/2023 stating that there is no any Qualification has been given by the Secretarial Auditor in their report dated 05.09.2020, however Secretarial auditor has given an observation that "During the year the company has availed certain unsecured loans from banks for which the company has also passed necessary resolution in pursuant to section 179(3)(d) of the Companies Act, 2013. However the company has erroneously missed to filed form MGT-14 for Financial Year 2019-2020 and that the Company has filed MGT-14 form vide SRN-AA4841859.
- g) Furthermore, under section 454(4) of the Act read with Rule 3(5) of the Companies (Adjudication Of Penalties) Rules, 2014, Noticee(s) were given an opportunity to be heard by issuing a Notice vide ROCP/ADJ/Sec-117/23-24/2059 TO 2071 dated 21-11-2023 (herein after referred as Hearing Notice) to appear before Adjudicating Authority on 30-11-2023, but nobody from the Company attended the hearing.
- h) It is seen from the MCA-21 records that the company has filed MGT-14 vide SRN-AA4841859 on 13-09-2023. Hence, period of default is from 21.12.2020 to 12.09.2023

3. **Relevant provisions of the Companies Act, 2013:**

As per Section 117(1) of the Companies Act, 2013, a copy of every resolution or any agreement, in respect of matters specified in sub-section together with the explanatory statement under section 102, if any, annexed to the notice calling the meeting in which the resolution is proposed, shall be filed with the Registrar within thirty days of the passing or making thereof in such manner and with such fees as may be prescribed;

Provided that the copy of every resolution which has the effect of altering the articles and the copy of every agreement referred to in sub-section (3) shall be embodied in or annexed to every copy of the articles issued after passing of the resolution or making of the agreement.

AND WHEREAS As per Section 117(3) of the Companies Act, 2013,- The provision of this section shall apply to -

(c), any resolution of the Board of Directors of a company or agreement executed by a company, relating to the appointment, re-appointment or renewal of the appointment, or variation of the terms of appointment, of a managing director;

AND WHEREAS As per rule 24 of the Companies (Management and Administration) Rules, 2014 - Resolutions and Agreements to be Filed;

A copy of every resolution or any agreement required to be filed, together with the explanatory statement under section 102, if any, shall be filed with the Registrar in Form No. MGT.14 along with the fee.

As per Section 117(2), If any company fails to file the resolution or the agreement under sub-section (1) before the expiry of the period specified therein, such company shall be liable to a penalty of ten thousand rupees and in case of continuing failure, with a further penalty of one hundred rupees for each day after the first during which such failure continues, subject to a maximum of two lakh rupees and every officer of the company who is in default including liquidator of the company, if any, shall be liable to a penalty of ten thousand rupees and in case of continuing failure, with a further penalty of one hundred rupees for each day after the first during which such failure continues, subject to a maximum of fifty thousand rupees

4. **ORDER:**

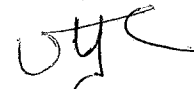
- a. The applicant company and its officers, who have defaulted the provisions of section 117(3)(c) of the Act for non-filing Form MGT-14 within stipulated time as prescribe in Act and are liable for penalties under section 117(2) of the Act ;
- b. In exercise of the powers conferred on the undersigned vide Notification dated 24th March, 2015 and having considered the facts and circumstances of the case besides submissions made by the Noticee(s) and after taking into account the factors mentioned herein above, I do hereby impose the penalty on the officers in default pursuant to Rule 3(12) of Companies (Adjudication Of Penalties) Rules, 2014 and the proviso of the said Rule and Rule 3(13) of Companies (Adjudication Of Penalties) Rules, 2014 r/w General Circular No. 1/2020 dated 02.03.2020; as per table below for violation of section 117(1) of the Act:-

No. of days of default	Penalty imposed on company/director(s)	First default (In Rs)	Default continues (In Rs)	Total penalty (In Rs)
995	Cian Healthcare Private Limited	10,000/-	995*100=99,500/-	1,09,500/-
995	Suraj Shriniwas Zanwar	10,000/-	995*100=99,500/-	50,000/-
995	Riyaz Bashir Khan	10,000/-	995*100=99,500/-	50,000/-

1	Damodarkumar Sharma	10,000/-	1*100=100	10,100/-
57	Ranjit Singh Marwah	10,000/-	57*100=5700/-	15,700/-
146	Yashi Tiwari	10,000/-	146*100=14,600/-	24,600/-
774	Munjaji Purbhaji Dhumal	10,000/-	774*100=77,400/-	50,000/-

(Date of default is considered from 21.12.2020 to 12.09.2023)

- c. I am of the opinion that penalty so imposed is commensurate with the aforesaid failure committed by the notice(s).
- d. The Noticee(s)/applicant(s) shall pay the penalty so imposed through Ministry of Corporate Affairs portal only as per rule 3(14) of Companies (Adjudication Of Penalties) Rules, 2014.
- e. Appeal against this order may be filed under section 454(5) of the Act, in writing with the Regional Director (Western Region), Ministry of Corporate Affairs 100, Everest, 5th Floor, Netaji Subhash Road, Marine Drive, Mumbai-400002, 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 of the Act read with Companies (Adjudication of Penalties) Rules, 2014 as emended by Companies (Adjudication of Penalties) Amendment Rules, 2019.
- f. Your attention is also invited to section 454(8)(ii) of the Act regarding consequences of non-payment of penalty within the prescribed time limit of 90 days from the date of the receipt of copy of this order in terms of the provisions of section 454(8)(i) of the Act.
- g. In terms of the provisions of sub-rule (9) of Rule 3 of Companies (Adjudication of Penalties) Rules, 2014 as amended by Companies (Adjudication of Penalties) Amendment Rules, 2019, copy of this order is being sent to Cian Healthcare Private Limited and all directors/officers in default mentioned herein above and also to Office of the Regional Director (Western Region), and Ministry of Corporate Affairs at New Delhi.



(Mangesh Jadhav, ICLS)
Adjudicating Officer
Registrar of Companies
Maharashtra, Pune

To,

1. Cian Healthcare Limited
Milkat No. 16431, Block No. 1 From South Side,
C.S. No. 227/10 3b, Harpale Park, Opp. Berger
Paint, Phursungi, Tal. Haveli,. Pune412 308,
(Maharashtra) India.
2. Suraj Shriniwas Zanwar
D1 2057 5th Floor,Sobha Carnation Kondhwa Bk
Pune,411048,Maharashtra
3. Riyaz Bashir Khan
Ashoka Mews, K-Bldg,Flat No -107
Kondhwa,Pune,411048.
4. Damodarkumar Sharma,
A-704,Nandgaon, Saalaasar Brijbhoomi
Complexnear Maxus Mall, Bhaayandar
West, Thane,Thane,401101,Maharashtra,India
5. Ranjit Singh Marwah,
3501, Sector 35-DChandigarh,160022,
Chandigarh,India
6. Yashi Tiwari,
111-A, Gandhi Gram,Kanpur,
208007,Uttar Pradesh,India
7. Munjaji Purbhaji Dhumal
D-6, Shankar Chayaerandwane, Near Reliance
Trend,Pune,411004,Maharashtra,India

Copy for information and records to:

- The Regional Director
Ministry of Corporate Affairs,
100, Everest, 5th Floor,
Netaji Subhash Road,
Marine Drive, Mumbai-400002
- Director, Legal, Ministry of Corporate Affairs, in compliance to Rule 3(9)
of Companies (Adjudication of Penalties) Rules, 2014.
- Office copy.
- E-mail to content Manager for publication on Ministry's website.