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Company Law Updates

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**Adjudication of Penalty for
Misplacing / Non-Maintenance
of Minutes Book**

November 08, 2024

1. ADJUDICATION OF PENALTY FOR MISPLACING / NON-MAINTENANCE OF MINUTES BOOK:

The Registrar of Companies, Telangana, issued a notice dated 10th August, 2024 to M/s Trow Nutrition India Private Limited (“the Company”) and its Directors/Officers to furnish the minutes of Board and General Meetings.

The Company represented that in the process of shifting its Registered Office from Chennai, Tamil Nadu to Hyderabad, Telangana, in the year 2018, the Minutes Book of the Company was misplaced and were not traceable.

The Company further represented that the Board of Directors have decided to re-construct the misplaced minutes book from the financial year 2012-13 till the financial year 2021-22. However, the re-constructed minutes were signed on 12th April, 2024 which resulted in delay of signing of minutes as per Rule 25(1)(b) and 25(1)(d) of the Companies (Management and Administration) Rules, 2014.

Accordingly, ROC, Telangana, vide its Order dated 22nd October, 2024 imposed a penalty of **Rs. 15,25,000/-** on M/s Trow Nutrition India Private Limited and **Rs. 6,10,000/-** on its Directors/Officers for misplacing / non-maintenance of minutes book of Board and General Meetings in terms of Section 118 of the Companies Act, 2013 read with Rule 25 of the Companies (Management and Administration) Rules, 2014.

References:

<https://www.mca.gov.in/bin/dms/getdocument?m ds=SaCQTpNVyiNQZ%252BO6kYY83Q%253D%253D &type=open>