

**NATIONAL COMPANY LAW TRIBUNAL**  
**INDORE BENCH**  
**COURT NO. 1**

ITEM No.202  
CP/20(MP)2026

**Order under Section 252(3)**

**IN THE MATTER OF:**

Baldev Thakur

V/s

Registrar of Companies

.....Applicant

.....Respondent

**Coram:**

Hon'ble Shri Brajendra Mani Tripathi, Member (J)

Hon'ble Shri Man Mohan Gupta Member (T)

**PRONOUNCEMENT OF ORDER**  
**Delivered on 30/06/2026**

The case is fixed for pronouncement of the order.

The order is pronounced in open Court *vide* separate sheet.

Sd/-

**MAN MOHAN GUPTA**  
**MEMBER (TECHNICAL)**

Tomar

Sd/-

**BRAJENDRA MANI TRIPATHI**  
**MEMBER (JUDICIAL)**

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**INDORE BENCH**

**COMPANY PETITION 20 (MP) OF 2026**

In the Matter of Section 252(3) of the Companies Act, 2013

*AND*

An Application seeking restoration of the name of the company on the Register of Companies maintained by the Registrar of Companies, Gwalior, Madhya Pradesh.

*AND*

**IN THE MATTER OF:**

Mr. BALDEV THAKUR and Mrs. LAXMI THAKUR,  
the shareholders & directors of the company BINDRA BUILDERS AND  
CONTRACTORS PRIVATE LIMITED  
(CIN: U45203MP1998PTC013140)  
UTARKHANA, FARSHWALI GALI, MADHOGANJ, LASHKAR,  
GWALIOR, MADHYA PRADESH-474009. ....Applicants

V/s

**The Registrar of Companies, Gwalior**

Office- ROC Bhavan, 3rd Floor, 'A' Block,  
Sanjay Complex, Jayendra Ganj,  
Gwalior, Madhya Pradesh - 474009,  
Contact No: 0751-2321907  
Email ID: [roc.gwalior@mca.gov.in](mailto:roc.gwalior@mca.gov.in).

....Respondent

**Order pronounced on: 30.06.2026**

**Coram:**

Mr. Brajendra Mani Tripathi, Hon'ble Member (J)

Mr. Man Mohan Gupta, Hon'ble Member (T)

**Appearance:**

For the Applicant : Mr. Nakul Khedkar, Adv

For the Income Tax Department : Ms. Yashika Bondwal, Adv

## **J U D G E M E N T**

1. This is a Company Petition No.20/MP/2026 filed under Section 252(3) of the Companies Act, 2013 (the 'Act').
2. It is submitted that the name of the Company was struck off from the Register of Companies and stood dissolved with effect from 10th March, 2017 on account of default in compliance with the statutory requirements.
3. **The Applicant's case in brief is:**
  - a) BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED was registered vide CIN:U45203MP1998PTC013140, as a Private Company Limited by Shares with the Registrar of Companies, Gwalior, Madhya Pradesh having its Registered office at: UTARKHANA, FARSHWALI GALI, MADHOGANJ, LASHKAR, GWALIOR, MADHYA PRADESH 474009.
  - b) The Petitioner humbly prays that, this Hon'ble Tribunal be pleased to grant / order the following Reliefs:
    - A. Allow the Company Application.
    - B. Set aside/quash the orders dated 09.06.2017 in form STK 7 passed by

the Registrar of Companies, Gwalior, Madhya Pradesh Ministry of Corporate Affairs, Government of India 'Striking Off the name of the Appellant Company from the Register of Members as maintained;

- C. Order for restoration of the name of BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED. in the Registrar of Companies maintained by the Registrar of Companies, Gwalior, Madhya Pradesh and be pleased to further direct the placing of the Company in the same position as nearly as may be as if the name of the Company had not been struck off at all and necessary directions to that effect be given to the Registrar of Companies, Gwalior, Madhya Pradesh.
- D. Directions for allowing BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED for filing of the Balance Sheets, Statutory Auditor's Reports, Director Reports and Annual Returns and hold AGM for the year thereafter with such relief as regards the filing & additional fees so far as permissible under law and this Hon'ble Tribunal deems fit.
- c) The Authorised Share Capital of the Company is Rs. 5,00,000/- (Rupees Five Lakh Only) divided into 50,000 (Fifty Thousand) number of equity shares of Rs. 10/- (Ten) and the Issued, Subscribed & Paid-Up Capital of the Company is Rs. 5,00,000/- (Five Lakh) divided into 50,000 (Fifty Thousand) number of equity shares of Rs. 10/- (Ten) each.

Copy of the Memorandum and Articles of Association of the Company and The Certificate of Incorporation along with the master data of the company available on MCA Portal are collectively annexed herewith and marked as **ANNEXURE- 8**.

- d) The Main Object of the Company: The Company was incorporated in 1998 and was operating its business activities such as to act as builders, developers, colonisers, contractors, architectural and structural town planners and surveyors for any person, firm, society or company, semi Govt/Govt authority and to purchase, lease, exchange, acquire, construct, sale, develop or reconstruct houses, multi-storeyed flats, buildings, godowns, warehouses, industrial sheds, roads, bridges, dams, garages etc.
- e) Furthermore, as per the master data of the Company, it is evident that at the time of the striking off of the Company's name, there were two Directors, as given below:

<b>S. No.</b>	<b>DIN</b>	<b>Name</b>	<b>Designation</b>
i.	01014090	Baldev Thakur	Director
ii.	01014103	Laxmi Thakur	Director

(Copies of the Certificate of MCA Master Data of the company along with copy of Aadhar and PAN of the directors is recorded at page 264-269.

- f) There are five shareholders in the company and the shareholding pattern of the company is as under:

S.No.	Name of the Shareholders	No. of shares	% of shareholdings
1.	Baldev Thakur	15,000	30%
2.	Laxmi Thakur	15,000	30%
3.	Manoj Ramnani	7,500	15%
4	Renu Ramnani	7,500	15%
5.	Yogendra Singh Tomar	5,000	10%
	<b>Total</b>	50,000	100%

- g) The Registrar of Companies (ROC), Gwalior issued Form STK-5 public notice on 10 March 2017 proposing striking off 6,167 companies, listing the company at serial no. 835 (ANNEXURE 1). Thereafter the ROC published a Form STK-7 notice on 9 June 2017 removing 1,667 companies from the register, including BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED at serial no. 581 (ANNEXURE-2) The strike-off was based on the ROC's finding that the company had not carried on business for the two preceding financial years and had defaulted in statutory compliances by failing to file financial statements and annual returns for the years ending 31.03.2015 and 31.03.2016, and was removed under Section 248(5) of the Companies Act.
- h) Before addressing revival facts, the company had ongoing litigation in the High Court of Madhya Pradesh, Gwalior Bench. The company entered a development agreement dated 21.08.2000 with the defendants in a civil

suit to develop/renovate land called "Hariganga Apartment" in Gwalior (ANNEXURE-3). Between the year 2000–2004 technical and legal disputes arose and the defendants failed to clear payments under the agreement, prompting BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED, through director Mr. Baldev Thakur, to file Civil Suit No. 14A/2012 on 07.05.2004 in the 8th Additional District Judge, Gwalior for recovery of Rs. 90,28,945/- (ANNEXURE-4).

- i) After an extended trial of about eight years, the Hon'ble 8th Additional District Judge, Gwalior, on 31.03.2022 ruled in favour of BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED, awarding Rs. 49,35,551 to be paid by the defendants within two months with interest at 6% p.a. from the suit filing date (07.05.2004) (ANNEXURE-5). The defendant, Mr. Ranjan Pathak, has filed First Appeal No. 1020/2022 dated 21.06.2022 before the Hon'ble High Court, Gwalior Bench, challenging that order (ANNEXURE-6).
- j) The respondent filed Interlocutory Application No. 2397/2026 dated 12.03.2026 asserting that BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED was struck off by the Registrar of Companies, Gwalior in 2017 and therefore lacks legal existence (ANNEXURE-7); in response, the applicants have filed the present application under Section 252(3) of the Companies Act, 2013 seeking restoration of the company's name on the ROC, Gwalior register.

**Grounds for Revival of company:**

k) Existence of Substantial Assets: As per the Balance Sheet as of 31.03.2009, the Company has significant work-in-progress (Nadigate Flat and Hariganga Appt) totalling over 52.99 Lakhs and trade debtors amounting to Rs. 9.42 lacs.

**Striking Off as Last Resort.**

- l) Active Litigation as "Business": It is a settled principle that pursuing litigation to recover business dues constitutes "carrying on business or operation" under Section 252.
- m) Prejudice to Stakeholders: Unless restored, the Company cannot defend the pending First Appeal or execute the decree of ₹49.35 Lakhs, causing irreparable loss to shareholders and creditors as well as the stakeholders.
- n) Inadvertent Default: The failure to file statutory returns was due to a lack of knowledge of the notices and was neither intentional nor mala fide.
- o) Revenue to State: Upon restoration, the Company undertakes to file all pending returns and pay requisite taxes/fees, benefiting the public exchequer.
- p) That the company has the absolute rights and entitlement over the recovery of outstanding dues of Rs. Rs. 49,35,551/- along with interest @ 6% P.A. from the filing of civil suit i.e. 07.05.2004 as confirmed by the Hon'ble 8th Additional District Judge, Gwalior, Madhya Pradesh by the order passed dated 31.03.2022. The company has invested significant

capital/ funds in the said construction/ renovation work for said projects.

Copy of **Balance sheet of financial year 2008-09** as issued by Hon'ble

Registrar of Companies, Gwalior is annexed herewith and marked as

**ANNEXURE-10.**

(FY.2008-09)

(Amount in Rs.)

M/S BINDRA BUILDERS & CONTRACTORS PVT. LTD. Uttar Khana : Madhoganj ; Lashkar : Gwalior (M.P.)					
Balance Sheet As At 31st March 2009					
Previous Year	Liabilities	Current Year	Previous Year	Assets	Current Year
500000.00	<b>Share Capital:</b> <b>Authorised</b> 500000 Equity Share of Rs. 10/- each	500000.00	Nil	<b>Fixed Assets</b>	Nil
500000.00	<b>Subscribed, issued &amp; Paid-up</b> 50000 Equity Share of Rs. 10/- each fully Called & paid up	500000.00	Nil	<b>Investment</b>	Nil
Nil	<b>Reserve &amp; Surplus</b>	Nil	2509034.00	<b>Current Assets, Loans &amp; Advances:</b>	
Nil	<b>Secured Loans:</b>	Nil	2789763.00	<b>A. Current Assets</b>	
5655375.00	<b>Unsecured Loans:</b> (As per schedule 'A')	5655375.00	942393.00	a) Closing Stock (As taken valued & Certified by the Directors)	Nil
868288.00	<b>Current Liabilities &amp; Provisions:</b> A: Current Liabilities: Sundry Creditors (As per schedule 'B') Advance against Flate Booking (Nadigate) (As per schedule 'C')	868288.00	30914.00	b) Work in progress i) Nadigate Flat ii) Hariganga Appat c) Trade Debtors (As per schedule 'D')	2509084.00 2789763.00 942393.00
1940000.00	Directors Salary	1940000.00	Nil	d) Cash in hand	29914.00
72000.00	Audit fees	72000.00	Nil	e) Cash at bank P&SB. Gwl	Nil
1000.00	B. Provisions	1000.00	2328122.00	<b>B. Loans &amp; Advances:</b>	
Nil		Nil	341250.00	1. Sh. Ranjan Kr. Pathak	2328122.00
			10000.00	2. Court fee-Suit file	341250.00
				3. Advocate fee-Suit file	10000.00
				<b>Miscellaneous Exp.</b> (To the extent not written off)	Nil
			85137.00	Profit & Loss a/c	86137.00
9036663.00	<b>TOTAL RS.</b>	9036663.00	9036663.00	<b>TOTAL RS.</b>	9036663.00

Schedule 'A' to 'D' attached herewith forming part of Balance Sheet As on 31.03.2009

q) The striking off of the Company from the Register has created a legal vacuum that prevents it from defending title, paying land revenue, or recovering outstanding dues, rendering its current assets legally unproductive and causing prejudice to shareholders and other stakeholders; restoration is therefore vital to protect the Company's substratum and the interests of its shareholders.

r) The Company is a bona fide, operating entity, not a shell and did not

engage in any unusual or unauthorized transactions (cash or otherwise) during demonetization; its failure to file returns with the ROC was not intentional or mala fide. Section 252(3) of the Companies Act exists to permit restoration of a struck-off company within 20 years, providing a legal remedy for the company, its members and creditors/stakeholders and allowing the Tribunal to revive the business where restoration is necessary in the interests of justice.

- s) The Appellant Company continues to enjoy a healthy market position with sufficient assets to meet day-to-day liabilities, and its directors are committed to injecting funds and effort to restart operations; restoring the Company's name would enable it to resume business, generate tax revenue (Income Tax, GST and other levies) for Central and State governments, benefit shareholders, and serve the public interest.
- t) The shareholders of the Appellant Company have always intended to continue and expand the Company's business operations by effectively utilizing its available resources for the benefit of its stakeholders and society at large. Being law-abiding and diligent citizens, they genuinely believed that the Company's statutory compliances and filings were being carried out as required and were unaware of the notices proposing strike-off in Form STK-5 or the final strike-off order in Form STK-7. Consequently, the non-filing of returns occurred unintentionally. The shareholders submit that if the Company's name is not restored to the

Register of Companies, the Company, its shareholders, and other stakeholders will suffer irreparable loss, hardship, and serious prejudice.

**LEGAL GROUNDS:**

- u) That to practice any profession, or to carry on any occupation, trade or business is guaranteed by the Article 19(1)(g) of the Constitution of India and Freedom of trade, commerce and intercourse throughout the territory of India is also constitutional right as per Article 301 of the Constitution of India. Therefore, the appellant Shareholder and Director of the Company must be allowed to do legal business activities by ordering the restoration of the name of the Company in the register of companies maintained by the Respondent.
- v) That the company has filed the cases for recovery of the money and if the company is not revived, it would not be able to recover its money and pay its debt and that it would be grave injustice with the shareholders as well as stakeholders of the company.
- w) The Company remained actively engaged in legal proceedings during the period of its strike-off and had instituted a civil suit for recovery of ₹2,90,28,945/- against Sh. Ranjan Pathak and others. Pursuant to the said proceedings, the Hon'ble 8th Additional District Judge, Gwalior, passed a decree dated 31.03.2022 in favor of the Company, awarding ₹49,35,551/- along with interest at the rate of 6% per annum.

Subsequently, the judgment debtor filed First Appeal No. 1020/2022 along with Interlocutory Application No. 2397/2026, challenging the Company's claim on the ground that the Company ceased to have legal existence owing to its strike-off from the Register of Companies.

- x) The applicant undertakes that, if the Company is revived and its name restored on the Registrar's register, it will file all outstanding statutory documents (financial statements and annual returns) for the relevant years, comply with the Companies Act, pay any future income-tax liabilities arising from its business, and furnish a certified copy of the Tribunal's restoration order, without restoration the Company, its shareholders and stakeholders will suffer irreparable loss, hardship and serious prejudice.
- y) The Applicant has also declared:
  - i) The Application is within the limitation under Section 252(3) of the Companies Act.
  - ii) The applicant further declares that the matter regarding with this application has been made and is not pending before any Tribunal of law or any other authority or any other Tribunal.
  - iii) The applicant declares that the matter of application falls within the jurisdiction of the Tribunal.
- z) The Applicant enclosed the following documents giving justification / substantiating that the Company has been operational as under:
  - i) Copy of the Company's Master Data on MCA Portal, Certificate of

Incorporation together with the Company's Memorandum of Association and Articles of Association.

- ii) Copy of publication of Notice in Form No. STK-5
- iii) Copy of publication of Notice in Form No. STK-7
- iv) Certified true copy of Annual Return for the financial year 2008-09 as available on MCA Portal including shareholding pattern and details of directors.
- v) Copy of certified copy of the last balance sheet for the FY 2008-09 of the company issued by the ROC.

t. The applicant seeks an order allowing the Company's application and quashing the Registrar's STK-7 order dated 09.06.2017 that struck off the Company's name; restoration of BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED to the Registrar of Companies, Gwalior, with directions to place the Company in the position it would have occupied had it not been struck off; and permission to file balance sheets, auditor's and directors' reports, annual returns, hold AGMs and obtain relief on filing/additional fees as the Tribunal deems fit.

**4. The Respondent's reply and Applicant's rejoinder in brief is:**

In response to the notice issued to the Registrar of Companies Gwalior/Respondent, a separate report dated 11.06.2026 was filed by the RoC in respect of the petition, setting out certain observations and to which

the applicant have furnished their detailed Affidavit in rejoinder and clarifications on 17-06-26. The details of the reports and undertakings are given below:

S.No.	Observation of ROC	Response/Clarification of the Applicant
1	The said petition may be decided on merit subject to filing e-form of statutory documents annual return and balance sheet as the company has not filed its Annual return and Balance sheet since 2010, as per the requirement of Companies Act, 2013.	It is submitted that in the event of revival and restoration of the name of the Company in the Register maintained by the ROC, the Struck off company shall do all such things necessary to do compliance with filing of statutory documents.
2.	The Hon'ble Tribunal would be pleased to direct the applicant to publish the order of NCLT in any 01 (one) widely circulated Hindi and English newspaper and bear the expenses of publication charges.	It is submitted that the applicant seeks the waiver of publication of the order of the NCLT in widely circulated newspaper (Hindi and English) as it will be unnecessary cost burden and it's even not possible to publish entire order of the NCLT. Moreover, in this company no public shareholders are involved and it is a closely held private limited company. However, if the requirement be, a notice/intimation of revival of the company can be published.
3.	The Hon'ble Tribunal would be pleased to direct the applicant to deposit the cost of publication of order in Official Gazette in Pay & Accounts Officer, Mumbai account.	It is submitted that the cost of publication in official Gazette shall be paid in Pay & Accounts Officer, Mumbai.

4.	The Hon'ble Tribunal would be pleased to direct the applicant to submit the declaration that no assets/properties acquired/disposed of after the date of company as strike-off by the Registrar, if any assets/properties disposed/acquired after the above date, the details of the same may kindly be submitted before this Hon'ble Tribunal.	It is submitted that no assets/properties have been acquired/disposed of after the date of strike off of the company.
5.	The applicant may submit that no management dispute/title dispute etc. is pending in the matter if pending may kindly be submitted before this Tribunal.	It is submitted that no management dispute is there in the company.
6.	The Hon'ble Tribunal would be pleased to direct the management of strike-off company to file an affidavit that all the pending filing shall be completed from the date of order of Hon'ble NCLT within 60 days with fine/penalty/additional fees as per Rule and submit the compliance report before the Hon'ble Tribunal.	It is submitted that the pending filing and compliances as per the Companies Act will be completed within 120 days (instead of 60 days) from the date of receiving of the order of this NCLT.

5. It is submitted by the Ld. Counsel for the Income Tax Department that there is no outstanding dues pending against the Applicant/Company. Thus Income Tax Department has no objection to the present application.

**Observations and Analysis**

6. We have carefully considered the submissions made by the Learned Counsel for the Applicant and perused the documents placed on record.

7. It is observed that the Appellant has filed the present petition under Section 252(3) of the Companies Act, 2013, seeking restoration of BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED in the Register of Companies maintained by the Registrar of Companies, Gwalior.
8. The master data and annexed records establish that as on the date of strike off, the Company had two directors, MR. BALDEV THAKUR and Mrs. LAXMI THAKUR.
9. It is observed that the grievance of the Applicant is that the name of the Company- BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED (the Company registered under companies act, 2013) has been struck off by the RoC seriously affecting not only the shareholders but other debtors and creditors also.
10. The applicant submits that restoration of name of the company is essential for the shareholders and directors as they are desirous of reviving the business operations of the company and safeguarding and monetizing its assets. Further the applicant submits that if the name of the company is not restored then it will cause substantial and irreparable loss to the company and its members.
11. At this juncture, it will be advantageous to examine the mandatory requirements of Section 252 (3) of the Companies Act, 2013 insofar as the grant of relief as prayed for by to the appellant is concerned. The Section 252 (3) of the Act is reproduced below for better appreciation:

## Section 252. Appeal to Tribunal

(1).....

(2).....

*(3) If a company, or any member or creditor or workman thereof feels aggrieved by the company having its name struck off from the register of companies, the Tribunal on an application made by the company, member, creditor or workman before the expiry of twenty years from the publication in the Official Gazette of the notice under sub-section(5) of section 248 may, if satisfied that the company was, at the time of its name being struck off, carrying on business or in operation or otherwise it is just that the name of the company be restored to the register of companies, order the name of the company to be restored to the register of companies, and the Tribunal may, by the order, give such other directions and make such provisions as deemed just for placing the company and all other persons in the same position as nearly as may be as if the name of the company had not been struck off from the register of companies.*

12. On perusal of the aforesaid provision, we find that any person, aggrieved by an order of the ROC, can challenge the striking-off action before this Tribunal within 20 years from the date of the order.

13. The tribunal observes that the petition is filed within the statutory period available under Section 252(3). In the instant case, the appeal has been filed on 06.05.2026 and the company was struck off on 10th March, 2017, therefore the present Appeal has been filed within the limitation period as

prescribed under Section 252(3) of the Companies Act, 2013

14. The Applicant has demonstrated that the company had substantial assets/claims (work-in-progress, trade receivables and a decree of Rs. 49,35,551 dated 31.03.2022) and was pursuing active litigation for recovery, which amounts to carrying on business/operation and is a recognized ground for restoration. The strike-off therefore has resulted in prejudice to the company and its stakeholders and is not justified in the circumstances. The ROC's report concedes that restoration can be considered on merits subject to compliance. Having considered the pleadings, annexures and the ROC report, the Tribunal is satisfied that exercise of discretion in favour of restoration is justified in the interest of justice.
15. The Applicant's explanation that non-filing was inadvertent and due to lack of notice is prima facie acceptable on the material on record, there is no material to show mala fide conduct, wrongful disposition of assets after strike-off, or that restoration would prejudice creditors or third parties. The Income-Tax Department's nil-dues communication further militates in favour of restoration. The Applicant's undertaking to file all pending records and to comply with statutory obligations supports restoration.
16. The Tribunal observes that the existence of unsecured loans, substantial movable and immovable assets demonstrates the company was carrying on business or operations, we rely upon various judgement of NCLAT for the same -Insuflex Ind Pvt Ltd v. ROC (Company Appeal (AT) No. 203 of 2019), Surender Kumar Singh & Anr. v. ROC (Company Appeal

(AT) No. 53 of 2021), Priya Fabricator Pvt Ltd v. ROC (Company Appeal (AT) No. 264 of 2019), Sidhi Singh & Anr. v. ROC (Company Appeal (AT) No. 49 of 2021), NK Jain Realbuild Pvt. Ltd. v. ROC (Company Appeal (AT) No. 147 of 2021).

17. In order to examine whether the initiation or continuation of legal proceedings for the recovery of legitimate business dues constitutes “carrying on business,” reliance may be placed on the decision of the NCLAT in **Mr. Hemang Phophalia v. The Greater Bombay Co-operative Bank Limited (NCLAT, 05.09.2019)**, the NCLAT held that a company struck off for non-compliance may still be restored under Section 252(3) of the Companies Act, 2013 to initiate or continue legal proceedings for recovery of its legitimate business dues, as such litigation constitutes “carrying on business.” The Tribunal observed that strike-off merely suspends the company’s legal existence and does not extinguish its assets or legal claims. This principle squarely applies to the present case, where the company instituted a recovery suit on 07.05.2004 for ₹90,28,945, obtained a decree on 31.03.2022 for ₹49,35,551 with interest, and is presently required to defend the pending appeal (FIA No. 1020/2022) before the High Court, Gwalior, and execute the decree. Restoration is therefore essential to enable the company to pursue and protect its legitimate recovery proceedings.

18. Similarly, to determine whether the existence of assets in the name of a company constitutes a valid ground for restoration under Section 252(3) of the Companies Act, 2013, reliance may be placed on the decision of the NCLAT in **Jagjit Singh Suri v. The Registrar of Companies & Ors. (Company Appeal (AT) No. 40 of 2022)**, wherein the Tribunal held that the existence of assets in the name of a struck-off company is, by itself, a sufficient ground for restoration, notwithstanding that the company was not carrying on active business operations at the time of

its striking off. The following is a pertinent excerpt from the order in the paragraphs:

*10. After hearing the parties, going through the pleadings made on behalf of the parties and in view of the fact that the Company is having a large plot of land approximate area of 27,822 square yards, from the U.P.S.I.D.C., being Plot No. 2/1, in Sahibabad Industrial Area, Sahibabad, Ghaziabad, U.P. vide lease deed dated 15th July, 1972 shows that the Company is having substantial movable as well as immovable assets. Therefore, it cannot be said that the Company is not carrying on any business or operations. Hence, we are of the view that the order passed by the National Company Law Tribunal (Court-V, New Delhi) as well as Registrar of Companies, NCT of Delhi & Haryana is not sustainable in law.*

*11. In view of the aforementioned, we set aside the impugned order dated 03.02.2022 passed by the National Company Law Tribunal (Court-V, New Delhi) in Appeal 85/ND/2021. The name of the Company be restored to the Register of Companies subject to the following compliances.*

19. Accordingly, the Tribunal observes that the Company is entitled to restoration, subject to appropriate conditions to ensure compliance with statutory requirements and transparency post-restoration .

20. The Registrar of Companies, Gwalior, in its report dated 11.06.2026, has not raised any serious objection to the restoration of the Company's name but has prayed that appropriate directions be issued to the Applicant for filing all pending statutory documents, publication of the restoration order, and payment of the cost of Gazette notification .

Applicant has duly undertaken to comply with all such directions and to complete all overdue filings within 120 days from the date of restoration.

21.It is noted that the Applicant has furnished explanations and undertakings in response to all observations made by the Registrar of Companies. Further, there are no pending disputes regarding ownership of the Company's assets or management.

22.In view of the judgments relied on by the Appellant, we are satisfied that it is otherwise just to restore the name of the Company in the Register of Companies, Gwalior.

23.Accordingly, the Tribunal observes that the Company is entitled to restoration, subject to appropriate conditions to ensure compliance with statutory requirements and transparency post-restoration.

### **ORDER**

24. By exercising the powers conferred on this Tribunal under Section 252 of the Companies Act, 2013, the Tribunal is hereby pleased to issue the following directions:

- a) We direct the Registrar of Companies, Gwalior to restore the name of the Company i.e. BINDRA BUILDERS AND CONTRACTORS PRIVATE LIMITED in the Register of Companies maintained by the Registrar of Companies, Gwalior, as if the name of the company has not been struck off from the Register of Companies with resultant and consequential

actions like changing status of Company from “Strike off” to “Active”.

- b) The restoration of the Company's name is subject to the payment of cost of Rs.1,00,000/- (Rupees One Lakh only ) to be paid to the Consolidated Fund of India through Bharat Kosh and submission of proof of such payment to ROC within 15 days of this order. Consequently, the Bank Account(s) shall be defreezed (if frozen).
- c) The appellant company is directed to file a copy of this order with the ROC within 30 days from the date of this order. ROC shall give effect of this Order only after perusal of the Compliance report of cost imposed.
- d) The Appellant Company is directed to file all pending statutory document(s) along with prescribed fees/additional fee/fine as decided by ROC within 60 days from the date on which its name is restored on the Register of Companies by the ROC. A compliance report shall be submitted to this Tribunal and the RoC within 60 days.
- e) The Company shall publish summary of this order in one widely circulated English newspaper and one Hindi newspaper within 30 days of this order, at the Company’s expense, and file proof of publication with the RoC within 30 days.
- f) The Company shall deposit the cost of publication of this order in the Official Gazette with the Pay & Accounts Officer, Mumbai account, within 30 days, and submit proof of deposit to the RoC.

g. This Order is confined to the violations, which ultimately led to the action of striking of the Company, and it will not come in the way of ROC to take appropriate action(s) in accordance with law for violation/offense, if any, committed by the appellant company any prior to or during the striking of the Company. The Appellant Company shall make good the offences, if any arising out of non-compliances of various sections under Companies Act, 2013.

25. Accordingly, Company Petition No. 20/2026 stands **allowed** and **disposed of** in the above terms.

Sd/-  
**MAN MOHAN GUPTA**  
**(MEMBER TECHNICAL)**

Sd/-  
**BRAJENDRA MANI TRIPATHI**  
**(MEMBER JUDICIAL)**

*Anushka Rawat- LRA*