

IN THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH COURT- VI

COMPANY APPEAL NO. 105/252/ND/2025

Under section 252(3) of the Companies Act, 2013

IN THE MATTER OF:

1.M/S WOODS ADVERTISER PRIVATE LIMITED

R/O:-S-8, Andheria Mor., Mehrauli, New Delhi- 110030

...Appellant No. 1

**2. MR. HARISH SIHAG,
MEMBER & DIRECTOR,**

**R/O -Ps - 4/7A, M3M Golf Estate, Sector 65,
Gurgaon, Haryana – 122001**

...Appellant No.2

Versus

1. REGISTRAR OF COMPANIES,NCT OF DELHI & HARYANA

4th Floor,IFCI Tower, 61,
Nehru Place, ,
New Delhi – 110019

.... Respondent No. 1

2. INCOME TAX DEPARTMENT,

AO, Ward No. 11(2),
C.R. Building, ITO,
New Delhi-110002

.... Respondent No. 2

Order Delivered on: 15.07.2026

CORAM:

**JUSTICE JYOTSNA SHARMA
HON'BLE MEMBER (JUDICIAL)**

**MS. ANU JAGMOHAN SINGH
HON'BLE MEMBER (TECHNICAL)**

PRESENT:

For the Appellant : CS Mr. Shawant Raj and CS Mr. Abhishek Thakur

For the RoC : Adv. Niti Khanna

ORDER

1. The present Appeal has been filed by the Appellant M/s Woods Advertiser Private Limited (herein referred as “the company”) through its director Mr. Harish Sihag, under Section 252(3) of the Companies Act, 2013, seeking restoration of the name of the Company, which was struck off by the Registrar of Companies, NCT of Delhi and Haryana (Respondent No. 1) on 20.04.2022.
2. It is submitted by the Appellant Company: -
 - i. That M/s Woods Advertiser Private Limited is a Private Limited Company incorporated on 21.01.2004 under the provisions of Companies Act, 1956 and registered with Respondent No.1, Registrar of Companies, NCT of Delhi and Haryana. The registered office of the Company as per the Ministry of Corporate Affairs records at Annexure A-1, is situated at S-8, Andheria Mor, Mehrauli, New Delhi-110030.
 - ii. The company was incorporated with the main object of providing advertisers a complete range of Advertising Services, on all Mass Media and any other mode and also to act as a media advisor and consultants on all matters and problem relating to advertisings and marketing, distributing and selling methods and principles thereof, as per the Memorandum of Association (MOA) of the Company.
 - iii. That the name of the Company was struck off by the Registrar of Companies, NCT of Delhi & Haryana vide Public Notice dated 20.04.2022 on account of non-filing of Financial Statements and Annual Returns for F.Y. 2017-18, 2018-19, 2019- 20 & 2020-21.

- iv. The Appellant further submitted that the non-filing of financial statements and annual returns was not deliberate but due to cancellation of MOU by Haryana Urban Development Authority (“HUDA” hereinafter). Furthermore, due to the pendency of legal proceedings, the Company was unable to carry on its business operations and hence fails to file the Financial Statements and Annual Returns for the Financial Years 2017-18, 2018-19, 2019- 20 & 2020-21.
 - v. That, the Company holds an Arbitration Award in favour of Appellant Company, by arbitrator, whereby a sum of Rs. 1.51 crore is awarded to the applicant company out of which, the Judgement Debtor, i.e., The Estate officer, HUDA II Gurugram have submitted a demand draft amounting to Rs. 72,00,000/- and Rs. 1,17,17,260/- to the applicant Company under the name of Shri Mahavir Singh , Additional District Judge cum Presiding Judge exclusive Commercial Court.
 - vi. That the action of the Respondent No. 1 in striking off the name of the Company is in violation of the provisions of Section 248 of the Companies Act, 2013 and also against the principles of natural justice.
 - vii. The present Appeal has been filed for Restoration of the name of the Company in the Register of Companies maintained by the Registrar of Companies, NCT of Delhi & Haryana.
 - viii. The Appellant has undertaken that upon restoration of the name of the Company, all pending Financial Statements, Annual Returns and other statutory documents shall be filed with the Registrar of Companies along with prescribed fees and additional fees, if any.
- 3.** The Respondent No. 1, i.e., the Registrar of Companies, NCT of Delhi & Haryana, entered appearance pursuant to advance notice and filed its reply on 10.10.2025 stating that, the Registrar of Companies has submitted that in the event the name of the Company is restored ,the Company may be directed, that the Company files all pending financial statements and annual returns along with the prescribed filing fees,

additional fees and other applicable charges within the time stipulated by this Tribunal through MCA portal. It has further been submitted that the Company shall be liable for compounding/adjudication of all defaults arising from the non-filing of statutory documents in the MCA 21 registry under the provisions of the Companies Act, 2013.

4. The Income Tax Department did not appear despite several notice and no reply was filed.
5. Heard the Ld. Counsel for the Appellant as well as Ld. Counsel for the RoC.
6. The Section 252 (3) of the Act provides as under:

“252. Appeal to Tribunal. –

(1)

(2)

(3) If a company, or any member or creditor or workmen 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 workmen before the expiry of twenty years from the publication in the Official Gazette of the notice under subsection (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.”

7. It is to be considered whether in the given facts and circumstances of the case, is it ‘just’ to order restoration of the Company’s name.
8. The facts of the case are that admittedly Company has not filed Financial Statements and Annual Returns for the F.Y. 2017-18, 2018-19, 2019- 20 & 2020-21 with the Registrar of Companies.

9. It is submitted by the Appellant that the Arbitral Award in which the other party i.e., The Estate Officer HUDA II Gurgaon have submitted a Demand Draft amounting to Rs.72,00,000/- (Rupees Seventy-Two Lakh Only) in the Applicant Company under the name of Sh. Mahavir Singh Additional District Judge cum Presiding judge exclusive commercial court is passed. Furthermore, an Arbitration Award in favour of Appellant Company, vide order dated 16.03.2026, directing a sum of Rs. Rs.1,17,17,260/- is to be awarded to the applicant company, the Judgement Debtor, i.e., The Estate officer, HUDA II Gurugram have submitted a demand draft amounting to Rs.1,17,17,260/- to the applicant Company under the name of Shri Mahavir Singh, Additional District Judge cum Presiding Judge exclusive Commercial Court. In order to transfer the amounts to the company the name of the company has to be restored.

10. Hon'ble National Company Law Appellate Tribunal in **Company Appeal (AT) No. 56 of 2025** titled ***Tahir Vasanali Isani vs Registrar of Companies, Goa, Daman and Diu*** decided on **11.08.2025** has observed as under:

9.Thus from the above facts, we find the appellant company owns a substantial valued property as is stated in para 7 above and in case the company's name is not restored, it would then result in an irreparable loss and injury to the appellant as the fixed asset of the company worth Rs.6 crores in the year 2008 itself, would become a deadlock and be a complete waste, which shall, of course, would be contrary to the public policy, especially when such property is free from all encumbrances."

11. In the light of the aforesaid judgment and keeping in view the fact that the Company has subsisting investment in the form arbitral award, we are of the view that it would be 'just' to restore the name of the Company to the Register of Companies.

12. Accordingly, this Appeal is allowed. The restoration of the Company's name to the Register of Companies maintained by the ROC, is hereby ordered, subject to the following directions, namely-

a) In view of the facts of the case as discussed hereinabove, the restoration of the Company's name, i.e. M/s Woods Advertiser Private Limited is subject to the payment of cost of Rs. 25,000/- (Twenty-Five Thousand Only) for the default committed by the Company for each financial year since 2017-18 totalling to Rs.1,00,000/- to be paid to the Registrar of Companies. The name of the Company shall then, as a consequence, stand restored to the Register of the Registrar of Companies, as if the name of the Company had not been struck off in accordance with Section 248(1) of the Companies Act, 2013.

b) The Registrar of Companies, NCT of Delhi & Haryana (Respondent No. 1) is directed to restore the original status of the Company as if the name of the Company had not been struck off from the Register of Companies with resultant and consequential actions like changing the status of the Company from 'Struck Off' to "Active".

c) The Company is directed to file all pending statutory document(s) including Financial Statement and Annual Returns in default along with prescribed fee/additional fee/fine as prescribed under the Companies Act, 2013 within 45 days from the date on which its name is restored on the Register of Companies by the Registrar of Companies. Consequently, thereupon the bank account/s if any, subject to freeze, shall get de-freezed and be operated by the Company.

d) The Company is directed to submit a certified copy of this order to the Registrar of Companies within thirty days (30) from the date of receipt of this order.

13. Resultantly, the present appeal, i.e. **Company Appeal No. 105/252/ND/2025 stands allowed.**

Let the copy of the order be served to the parties.

Sd/-

(ANU JAGMOHAN SINGH)

MEMBER (TECHNICAL)

Sd/-

(JUSTICE JYOTSNA SHARMA)

MEMBER (JUDICIAL)