

IN THE HIGH COURT AT CALCUTTA
CIVIL APPELLATE JURISDICTION
ORIGINAL SIDE

APOT/90/2025
IA NO: GA/1/2025
ASCU ARCH TIMBER PROTECTION LTD & ORS.
VS
OFFICE OF THE REGISTRAR OF COMPANIES, WEST BENGAL & ANR.

BEFORE :
THE HON'BLE JUSTICE DEBANGSU BASAK
-A N D-
THE HON'BLE JUSTICE MD. SHABBAR RASHIDI
DATED : 2ND SEPTEMBER, 2025.

Appearance :-
Mr. Jishnu Saha, Sr. Adv.
Mr. Anirban Ray, Sr. Adv.
Mr. Shubham Raj, AOR
Ms. Sabarni Mukherjee, Adv.
Ms. Urmila Chakraborty, Adv.(VC)
...for appellants
Mr. Dhiraj Trivedi, Ld. D.S.G.
Mr. Avinash Kankani, Adv.
Ms. Urmila Chakraborty, Adv.(VC)
...for respondents

The Court: - The appeal is directed against a judgement and order dated February 24, 2025 passed in WPO/814/2024.

By the impugned order the learned Single Judge noted a decision rendered in WPO/848/2024 (*Kusum Industrial Gases Limited & Ors. Vs. Office of the Registrar of Companies & Anr.*). The learned Single Judge proceeded to dispose of the writ petition on the basis of the decision rendered in *Kusum Industrial Gases Limited (Supra)*.

Adjudication order imposing penalty under Section 454(3) of the Companies Act, 2013 read with Rule 3 of the Companies (Adjudication of Penalties) Rules, 2014 as amended by the Companies (Adjudication of Penalties) Rules, 2019 for non compliance of provision of Section 203(4) of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 imposing a penalty of Rs.20 lakhs was assailed by the appellant in the writ petition.

Learned Single Judge dismissed the writ petition.

In IA No. GA/1/2025, the appellant seeks stay of the impugned judgement and order.

Since granting stay will tantamount to preventing the respondents from realizing the penalty imposed it would be appropriate to direct the appellants to deposit the penalty imposed by the adjudicating order, with the Registrar, Original Side within three weeks from date. In the event, the Registrar, Original Side receives the amount of penalty imposed by the adjudication order, Registrar, Original Side will keep such amount so received in a fixed deposit bearing interest with any Nationalized Bank of his choice. Registrar, Original Side will renew the fixed deposit from time to time until further order of the Court.

There will be an unconditional stay of the order of adjudication for a period of three weeks from date, in order to allow the appellants to deposit the amount as security as directed by this order. In the event of

the appellants failing to deposit the sum of penalty decided by the adjudication order the respondents will be at liberty to realize the same from the appellants.

The appellants will prepare an informal paper book including all papers used before learned Single Judge, within three weeks from date. The paper book should contain the copy of judgement and order dated February 4, 2025 passed in WPO/848/2024 (*Kusum Industrial Gases Limited & Ors. Vs. Office of the Registrar of Companies & Anr.*).

List the appeal on October 28, 2025.

(DEBANGSU BASAK, J.)

(MD. SHABBAR RASHIDI, J.)

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