



**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

ROC Chennai

Registrar Of Companies, Block No.6,B Wing 2nd Floor, Shastri Bhawan 26, Haddows Road, Chennai, Tamil Nadu, India, 600034

Phone: 044-28276652/28276654

E-mail: roc.chennai@mca.gov.in

Order ID: PO/ADJ/05-2025/CN/00360

Dated: 15/07/2025

ORDER FOR ADJUDICATION OF PENALTY UNDER SECTION 454 OF THE COMPANIES ACT, 2013 ('THE ACT') FOR VIOLATION OF SECTION 203(5) OF THE COMPANIES ACT, 2013.

A. Appointment of Adjudicating Officer:

Ministry of Corporate Affairs vide its Gazette notification number S.O. 831(E) dated 24/03/2015 appointed undersigned as Adjudicating Officer in exercise of the powers conferred by section 454 of the Companies Act, 2013 [herein after known as Act] read with Companies (Adjudication of Penalties) Rules, 2014 for adjudging penalties under the provisions of this Act..

B. Company details:

In the matter relating to TATA ELECTRONICS PRODUCTS AND SOLUTIONS PRIVATE LIMITED [herein after known as Company] bearing CIN U74999TN2020FTC136376, is a company registered with this office under the Provisions of the Companies Act, 2013/1956 having its registered office situated at Plot No. 8 Phase V, Mahindra World City Plot No. 8 Phase V, Mahindra World City NA Chengalpattu Kancheepuram Tamil Nadu India 603002

Individual details:

In the matter relating to CHIU TAN LIN [herein after known as individual] having DIN 08793219 and having its address at 18F-5, No.383, Sec 1, Wenxin Road 18F-5, No.383, Sec 1, Wenxin Road Taichung Taichung Taiwan 0

In the matter relating to MINGCHUN TSAI [herein after known as individual] having DIN 09412507 and having its address at 3F, No.31,Lane 251, Zuxian st, 6, Neighborhood, Lixian VII 3F, No.31,Lane 251, Zuxian st, 6, Neighborhood, Lixian VII Taipei Cit Taipei Taiwan 0

In the matter relating to JIAN JONG CHENG [herein after known as individual] having DIN 08864480 and having its address at 13F, No. 12, Alley 15, Lane 192, Xingyi Road, 17th Neighborhood, Yongho Village 13F, No. 12, Alley 15, Lane 192, Xingyi Road, 17th Neighborhood, Yongho Village Taipei City Beitou District Taipei Taiwan 0

C. Provisions of the Act:

If any company makes any default in complying with the provisions of this section, such company shall be liable to a penalty of five lakh rupees and every director and key managerial personnel of the company who is in default shall be liable to a penalty of fifty thousand rupees and where the default is a continuing one, with a further penalty of one thousand rupees for each day after the first during which such default continues but not exceeding five lakh rupees.

D. Facts about the case:

1. Default committed by the officers in default/noticee - The company Pegatron Technology India Private Limited (CIN: U74999TN2020FTC136376) and its directors/ KMPs have filed adjudication application in e-form GNL-1 vide SRN: N26844225 for violation of Section 203 of the Companies Act, 2013 and also submitted physical application on 22.01.2025. The applicants submitted that Section 203(1) read with Rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 provides that every private company which has a paid up share capital of ten crore or more shall have a whole-time company secretary, during the Financial year 2021-22, the paid up share capital of the company was increased to Rs.55 Crores. The company issued 5,40,00,000 equity shares of Rs.10 each on 07.12.2020. Further, the company appointed Ms. Neha Sharma (Membership No. A58382) as the Whole-time Company Secretary on 23 July 2021. During the Financial Year 2021-22 Ms. Neha Sharma, the Whole-time company secretary had tendered her resignation on 12 November 2021, which resulted into casual vacancy in the post of Whole time Company Secretary and caused serious concerns for the management and the board to again look for a suitable candidate to handle the corporate compliances. Further, appointed Mr. Siddharth Dwivedi (Membership No. A52460) with delay of 29 Days. The delay in appointing a Whole-time Company Secretary during FY 2021-22 was an inadvertent consequence of the pandemic outbreak and ensuring restrictions, which were beyond the Company's control. Hence, the applicants acknowledge an inadvertent contravention of the provisions of Section 203 of the Companies Act, 2013 and have already made the default good.

It is noticed that the company has filed e-form DIR-12 for cessation of Ms. Neha Sharma (w.e.f 12.11.2021) vide SRN: T60046919 dt 24.11.2021. Further, appointed Mr. Siddharth Dwivedi as Whole time Company Secretary w.e.f 08.06.2022 by filing e-form DIR 12 vide SRN: F14122279 dt 06.07.2022.

Section 203(4) of the Companies Act, 2013 provides- If the office of any whole-time key managerial personnel is vacated, the resulting vacancy shall be filled-up by the Board at a meeting of the Board within a period of six months from the date of such vacancy?.

In the present case, the post of Company secretary was vacant w.e.f 13.11.2021, and the due date for appointing a Whole-time Company Secretary was on 12.05.2022 (6 months from the date of vacancy) and the company appointed Mr. Siddharth Dwivedi (Membership No. A52460) as Whole-time Company Secretary on 08.06.2022, with a delay of 27 days. Hence, the company, directors and KMPs are liable under Section 203(5) of the Companies Act, 2013.

2. The Adjudicating Authority had issued notice for e-Adjudication on 06.03.2025. The company vide letter dated 20.03.2025 submitted that during the Financial Year 2021-22 Ms. Neha Sharma, the whole time company secretary had tendered her resignation on 12 November 2021, which resulted into casual vacancy in the office of Whole-time Company Secretary and caused serious concerns for the management and the board to again look for a suitable candidate to handle the corporate compliances. Further the Board was looking for a suitable candidate and after interviewing multiple candidates the board was able to appoint a Whole-time Company Secretary on 08 June 2022 (with delay of 29 days) by appointment of Mr. Siddharth Dwivedi (Membership No - A52460) to fill the casual vacancy in the office of the whole-time company Secretary. Further, submitted that there was no willful or deliberate default of the provisions of Section 203 of the Act 2013.

E. Order:

1. Further, the Adjudicating Authority had issued notice on 09.04.2025 for e-hearing on 15.04.2025. Mr. Tarun Pandey, PCS, Price Waterhouse & Co LLP attended the e-hearing fixed on 15.04.2025 on behalf of the company, KMPs and directors. The authorized representative submitted that the default was made good by appointment of Ms. Siddharth Dwivedi as mentioned in the application and requested impose a less penalty for the default under Section 203 of the Companies Act, 2013.
2. The details of penalty imposed on the company, officers in default and others are shown in the table below:



(A)	Name of person on whom penalty imposed (B)	Rectification of Default required (C)	Penalty Amount (D)	Additional Penalty (E) (*Per day of continuing default i.e. date of rectification of default less order issue date)	Maximum limit for Penalty (F)
1	PEGATRON TECHNOLOGY INDIA PRIVATE LIMITED having CIN as U74999TN2020F TC136376	No	500000	0	500000
2	CHIU TAN LIN having DIN as 08793219	No	77000	0	500000
3	MINGCHUN TSAI having DIN as 09412507	No	77000	0	500000
4	JIAN JONG CHENG having DIN as 08864480	No	77000	0	500000

3. The notified officers in default/noticee shall rectify the default mentioned above and pay the penalty, so applicable within 90 days of receipt of the order.

4. The notified officers in default/noticee shall pay the penalty amount via 'e-Adjudication' facility which can be accessed through the respective login IDs on the website of Ministry of Corporate Affairs and upload the copy of paid challan / SRN of e-filing (if applicable) on the 'e-Adjudication' portal itself. It is also directed that the penalty so imposed upon the officers in default shall be paid from their personal sources/income.

5. Appeal against this order may be filed in writing with the Regional Director, RD Chennai within a period of sixty days from the date of receipt of this order, in Form ADJ setting for the grounds of appeal and shall be accompanied by a certified copy of this order [Section 454 (5) & 454 (6) of the Act, read with Companies (Adjudication of Penalties) Rules, 2014].

6. For penal consequences of non-payment of penalty within the prescribed time limit, please refer Section 454(8) of the Companies Act, 2013.

B SRIKUMAR,
Registrar of Companies
ROC Chennai

To,

1. PEGATRON TECHNOLOGY INDIA PRIVATE LIMITED, Plot No. 8 Phase V, Mahindra World City Plot No. 8 Phase V, Mahindra World City Chengalpattu Kancheepuram Tamil Nadu India 603002, PTI_Info@pegatroncorp.com
2. CHIU TAN LIN, 18F-5, No.383, Sec 1, Wenxin Road 18F-5, No.383, Sec 1, Wenxin Road Taichung Taichung Taiwan 0, charlesct_lin@pegatroncorp.com
3. MINGCHUN TSAI, 3F, No.31, Lane 251, Zuxian st, 6, Neighborhood, Lixian VII 3F, No.31, Lane 251, Zuxian st, 6, Neighborhood, Lixian VII Taipei Cit Taipei Taiwan 0, Ming_tsai@pegatroncorp.com
4. JIAN JONG CHENG, 13F, No. 12, Alley 15, Lane 192, Xingyi Road, 17th Neighborhood, Yongho Village 13F, No. 12, Alley 15, Lane 192, Xingyi Road, 17th Neighborhood, Yongho Village Taipei City Beitou District Taipei Taiwan 0, jason_cheng@pegatroncorp.com