



In the

Reserve Bank of India
Foreign Exchange Department
Fort Glacis, No.16, Rajaji Salai
Chennai 600 001

Present

K.Ravi
Deputy General Manager

Date: March 20, 2020
C.A.975/2019

In the matter of

M/s. Calypso Fertilizers Pvt Ltd.
1st floor, Saranya, A-14, C Colony
Jothi Nagar, Suleeswaranpatti village
Pollachi Taluk
Coimbatore – 642 001

(Applicant)

In exercise of the powers under section 15 (1) of the Foreign Exchange Management Act, 1999 and the Regulations/Rules/Notifications/orders made there under, I pass the following

Order

The applicant has filed a compounding application dated December 02, 2019(received at Reserve Bank on December 17,2019) for compounding of contraventions of the provisions of the Foreign Exchange Management Act, 1999 (the FEMA) and the regulations issued there under. The contraventions sought to be compounded are (i) delay in reporting of inflow of funds received from a person resident outside India for allotment of shares and (ii) delay in submission of Form FC-GPR to Reserve Bank on allotment of shares in terms of Paragraph 9(1)A and Paragraph 9(1)B respectively of



Schedule I to Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 notified vide Notification No.FEMA 20/2000-RB dated May 3, 2000 as then applicable (hereinafter referred to as Notification No. FEMA 20/2000-RB).

2. The relevant facts of the case are as follows: The applicant company was incorporated on March 30, 2016 under the provisions of the Companies Act, 2013 (Registration No. U74999TZ2017PTC028726) and is engaged in the business of manufacture of urea and other organic fertilizers. The applicant received foreign inward remittances from (i) Thierry Sam Lucas, France and (ii) Luis Javier Gracia Palacin, Spain towards subscription to capital instruments and reported the same to Reserve Bank as detailed below:

Sl. No.	Amount of Inward Remittance (₹)	Date of receipt	Reported to RBI on
1	9,75,000.00	24.05.2017	31.08.2018
2	2,29,043.00	01.08.2017	24.05.2018
3	6,50,000.00	27.11.2017	31.08.2018
4	1,49,251.00	05.12.2017	27.04.2018
5	7,50,000.00	28.03.2018	31.08.2018

The applicant reported receipt of remittances to the Reserve Bank on dates indicated above with delay ranging from eight months 24 days to one year two months 8 days approximately beyond the stipulated time of 30 days in respect of remittances at Sl.Nos.1 & 2. Whereas, in terms of paragraph 9(1)A of Schedule I to Notification No. FEMA 20/2000-RB, an Indian company issuing shares or convertible debentures in accordance with these Regulations should report to the Reserve Bank of India as per the prescribed procedure not later than 30 days from the date of receipt of the amount of consideration. With respect to remittances at Sl.Nos.3 to 5, there is a delay in reporting of inward remittances in contravention of Regulation 13.1(1) of Notification No.FEMA 20(R)/2017-RB, for which Late Submission Fee (LSF) is applicable.



3. The company allotted shares and filed Form FC-GPR as indicated below.

Sl. No.	No.of shares allotted	Face Value ₹	Amount	Date of Allotment of shares	Reported to RBI on
1	97339	10.00	9,73,390.00	13.10.2017	26.08.2019
2	22904	10.00	2,29,040.00	05.01.2018	03.05.2018
3	14925	10.00	1,49,250.00	08.01.2018	13.06.2018
4	64834	10.00	6,48,340.00	08.01.2018	18.09.2019
5	75000	10.00	7,50,000.00	30.04.2018	11.09.2019

The applicant filed the forms FC-GPR as indicated above with a delay of one year nine months 14 days approximately beyond the stipulated time of 30 days in respect of allotment at Sl.No.1. Whereas in terms of paragraph 9 (1) B of Schedule I to Notification No. FEMA 20/2000-RB, an Indian company issuing shares in accordance with these Regulations has to submit to Reserve Bank a report in Form FC-GPR along with documents prescribed therein within 30 days from the date of issue of shares to person resident outside India. With respect to allotments at Sl.Nos.2 to 5, there is a delay in reporting of FC-GPR in contravention of Regulation 13.1(2) of Notification No.FEMA 20(R)/2017-RB, for which Late Submission Fee (LSF) is applicable.

4. The applicant was advised about the contraventions vide memorandum dated September 27, 2019. The applicant has filed compounding application dated December 02, 2019 wherein it has been declared that the particulars given by the applicant in the application are true and correct to the best of their knowledge and belief. It has been declared in the declaration furnished with the compounding application that the applicant was not under any enquiry/investigation/adjudication by any agency as on the date of the application and has, in this regard, not informed of initiation of any such enquiry/investigation/ adjudication proceedings against it/him/her thereafter. Accordingly, the above contraventions which are being compounded in this Order are subject to the veracity of the above declarations made by the applicant and this order is without prejudice to any other action which may be taken by any authority under the



extant laws if the said declarations are subsequently discovered to be false and/or incorrect.

5.The applicant was given an opportunity for personal hearing vide Reserve Bank's mail dated March 13, 2020 for further submission in person and/or producing documents, if any, in support of the application. The applicant appeared for the personal hearing on March 18, 2020 during which Shri. Ravichandran, Director of the company represented the applicant. The authorized representative of the applicant admitted the contraventions as stated in paragraphs 2 to 3 above committed by the applicant for which compounding has been sought. During the personal hearing, it was submitted that the delays were unintentional. In view of the above, they requested to take a lenient view in the matter. The application for compounding is, therefore, being considered based on the averments made in the application as well as other documents and submissions made in this context by the applicant during the personal hearing.

6. I have given my careful consideration to the documents on record and submission made by the applicant in the compounding application and during the personal hearing. Accordingly, I hold that the applicant has contravened the following FEMA provisions issued in terms of:

- (a)** Paragraph 9 (1) A of Schedule I to Notification No. FEMA 20/2000-RB due to delay in reporting of receipt of inward remittances towards subscription of shares as detailed in paragraph 2 above. The contravention relates to an amount of ₹12,04,043.00 with duration of contravention ranging from eight months 24 days to one year two months eight days approximately; and
- (b)** Paragraph 9(1)B of Schedule I to Notification No. FEMA 20/2000-RB due to delay in submission of Form FC-GPR to the Reserve Bank after issue of shares to persons resident outside India as detailed in paragraph 3 above. The contravention relates to an amount of ₹9,73,390.00 with the duration of contravention being one year nine months 14 days approximately;



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7.In terms of Section 13 of the FEMA, any person contravening any provision of the Act shall be liable to a penalty up to thrice the sum involved in such contravention upon adjudication. However, taking into account the relevant facts and circumstances of the case as stated in the foregoing paragraphs, I am persuaded to take a lenient view on the amount for which the contraventions are to be compounded and I consider that an amount of **₹23,830/-** (Rupees twenty three thousand eight hundred and thirty only) will meet the ends of justice.

8.Accordingly, I compound the admitted contraventions namely, the contraventions of paragraphs 9 (1) A and 9(1) B of Schedule I to Notification No. FEMA 20/2000-RB, by the applicant on the facts discussed above in terms of the Foreign Exchange (Compounding Proceedings) Rules, 2000 on payment of an amount of **₹23,830/-** (Rupees twenty three thousand eight hundred and thirty only) which shall be deposited by the applicant with the Reserve Bank of India, Foreign Exchange Department, Fort Glacis, No.16, Rajaji Salai, Chennai - 600 001 by a demand draft drawn in favour of the “Reserve Bank of India” and payable at Chennai within a period of **15 days** from the date of this order. In case of failure to deposit the compounded amount within the above mentioned period, Rule 10 of the Foreign Exchange (Compounding Proceedings) Rules, 2000 dated May 3, 2000 shall apply.

The application is disposed accordingly.

Dated this twentieth day of March,2020.

Sd/-

K.Ravi

Deputy General Manager