



In the

Reserve Bank of India
10/3/8, Nrupathunga Road
Bengaluru-560001

Present

Shri P J Thomas
Regional Director, Karnataka and
Chief General Manager, Bengaluru

Date: August 14, 2018
C.A. BGL 305/2018

In the matter of

M/s ET Marlabs Private Limited
No.2, 1st Floor, SR Complex
Tavarekere Main Road, SG Palya, DRC Post
Bengaluru - 560029

(Applicant)

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

ORDER

The applicant has filed a compounding application dated July 05, 2018, received at this office of Reserve Bank of India, Bengaluru on July 06, 2018, 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 receipt of foreign inward remittances towards subscription to equity, and (ii) delay in submission of Form FC-GPRs to the Reserve Bank, after issue of shares to a person resident outside India, in terms of paragraphs 9(1)(A) and 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 03, 2000, and as amended from time to time (hereinafter referred to as Notification No. FEMA 20/2000-RB).



2. The relevant facts of the case are as follows: The applicant, M/s ET Marlabs Private Limited, was originally incorporated as M/s Extentor Solutions Private Limited, on September 12, 2011, under the Companies Act, 1956, as per the Certificate of Incorporation issued by the Registrar of Companies, Karnataka. Subsequently, name of the company has changed to M/s Extentor Tquila Private Limited, with effect from November 21, 2013, and again the company name has been changed to ET Marlabs Private Limited, with effect from August 29, 2015, under the Companies Act, 2013, as per the Certificate of Incorporation issued by the Registrar of Companies, Karnataka. The company is engaged in the business of information technology and computer services activities. The applicant had received funds towards share application money from the foreign investors, namely, M/s Tquila International Pte Limited, Singapore, and Mr. Augustine Chandy, UK, as shown below:

Table – 1

Sl. No	Date of Receipt	Amount (INR)	Date of Reporting to RBI /AD
1	16-09-2013	93,07,500.00	08-10-2013
2	08-10-2013	30,40,000.00	06-11-2013
3	29-11-2013	30,64,000.00	20-12-2013
4	30-06-2015	49,31,020.25	01-10-2015
5	10-08-2015	49,95,747.50	01-10-2015
6	17-08-2015	10,02,996.00	01-10-2015
7	19-08-2015	20,14,488.00	01-10-2015
	Total	2,83,55,751.75	

The applicant reported receipt of remittances to the Reserve Bank / Authorized Dealer Bank with a delay ranging from thirteen days to two months and one day, beyond the stipulated period of 30 days, in respect of the remittances as indicated at serial numbers 4 to 7 in the Table-1 above. 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.

3. The applicant company had allotted equity shares and filed Form FC-GPRs with Reserve Bank/AD as indicated below:

Table – 2

Sl. No.	Date of Allotment	Amount (INR)	Date of reporting to RBI/AD
1	30-12-2013	1,54,11,499.83	24-01-2014
2	01-07-2015	49,30,933.70	17-11-2015
3	11-08-2015	49,95,625.25	17-11-2015
4	31-08-2015	30,17,296.04	17-11-2015
	Total	2,53,38,058.78	

The applicant filed the Form FC-GPRs, on allotment of shares, with the Bengaluru Regional Office of the Reserve Bank of India / Authorized Dealer Bank, with a delay ranging from one month and eighteen days to three months and seventeen days, beyond the prescribed period of 30 days, in respect of the allotments indicated at serial numbers 2 to 4 in the Table - 2 above. Whereas, in terms of Paragraph 9(1)(B) of Schedule I to Notification No.FEMA 20/2000-RB dated May 3, 2000, an Indian company issuing shares in accordance with these Regulations has to submit to Reserve Bank of India, a report in Form FC-GPR, along with documents prescribed therein, within 30 days from the date of issue of shares to persons resident outside India.

4. The applicant was given an opportunity for personal hearing, vide Reserve Bank's letter FE.BG.FID (CEFA) No.583/22.08.762/2018-19 dated August 10, 2018, for further submission in person, and/or producing documents, if any, in support of the application. The applicant's authorized representatives Mr. M N Sreedhara, Director, and Mr. Veerapandian, Group Company Secretary, who appeared for the personal hearing on August 14, 2018, admitted the contraventions as stated in paragraphs 2 and 3 above, committed by the applicant, for which compounding has been sought. During the personal hearing, it was submitted that the delay was not willful or with malafide intention



but was mainly due to inadvertence, and the same would not be repeated. In view of the above, they requested to take a lenient view in disposal of the application. The application for compounding is, therefore, being considered on the basis of the averments made in the application as well as other documents and submissions made in this context by the applicant during personal hearing and thereafter.

5. I have given my careful consideration to the documents on record and submission made by the applicant 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 foreign inward remittances received towards subscription to equity as detailed in paragraph 2 above. The contravention relates to an amount of **Rs.1,29,44,251.75**, and the period of delay ranges from thirteen days to two months and one day; and

(b) Paragraph 9 (1) (B) of Schedule I to Notification No. FEMA 20/2000-RB, due to delay in submission of Form FC-GPRs 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 **Rs.1,29,43,854.99**, and the period of delay ranges from one month and eighteen days to three months and seventeen days.

6. It has been declared in the compounding application dated July 05, 2018, 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 undertaking dated July 05, 2018, 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 thereafter. It has further been declared that the applicant has not filed any appeal under Section 17 or Section 19 of FEMA, 1999. 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.

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 **Rs.27,200.00 (Rupees Twenty Seven Thousand and Two Hundred only)**, will meet the ends of justice.

8. Accordingly, I compound the admitted contraventions namely, 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 **Rs.27,200.00 (Rupees Twenty Seven Thousand and Two Hundred only)**, which shall be deposited by the applicant with the Reserve Bank of India, Foreign Exchange Department, 2nd Floor, 10/3/8, Nrupathunga Road, Bengaluru – 560001, by a demand draft drawn in favour of the “Reserve Bank of India” and payable at Bengaluru 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 of accordingly.

Dated this, the Fourteenth day of August, 2018.

Sd/-
(P J Thomas)
Regional Director, Karnataka and
Chief General Manager, Bengaluru