



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: November 28, 2018
C.A. BGL 319/2018

In the matter of
M/s Wipro GE Healthcare Private Limited
No.4, Kadugodi Industrial Area
Bengaluru - 560067
(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 18, 2018, received at this Office of the Reserve Bank of India, Bengaluru, on July 30, 2018, for compounding of contraventions of the provisions of the Foreign Exchange Management Act, 1999, (the FEMA), and the Regulations issued there under. The contravention sought to be compounded is delay in submission of Form FC-GPR to the Reserve Bank, after issue of shares to a person resident outside India, in terms of Paragraph 9(1) (B) 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, 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 Wipro GE Healthcare Private Limited, was originally incorporated on March 14, 1990, by



the name of M/s Wipro GE Medical Systems Private Limited, under the Companies Act, 1956, as per the Certificate of Incorporation issued by the Registrar of Companies, Maharashtra. The registered office of the company was shifted from Maharashtra to Karnataka on August 12, 1994, and the name of the company changed to M/s Wipro GE Health Care Private Limited with effect from January 16, 2007. The company is engaged in the business of manufacturing and marketing of medical diagnostic equipment such as Imaging equipment, Ultra sounds, Patient monitoring and X-Ray systems. The applicant had allotted equity shares in the year 2009 pursuant to approval of the scheme of arrangement approved by the Honorable High Courts of Kolkata & Karnataka, whereby Datex Ohmeda Private Limited was merged with Wipro GE Healthcare Private Limited and the non-resident shareholders of Datex Ohmeda Private Limited namely M/s. GE Pacific Holdings Pte. Ltd., Singapore and GE Healthcare Finland OY, Finland, were allotted shares of Wipro GE Healthcare Private Limited. The applicant company allotted 511422 equity shares to GE Healthcare, Finland OY and 1 share to GE Pacific Holding Pte. Ltd., Singapore and filed Form FC-GPR with Reserve Bank/AD Bank as indicated below:

Table-1

Sl. No.	Date of Allotment	Number of shares allotted	Amount involved (INR)	Date of reporting to RBI/AD Bank
1	30-12-2009	511423	330000804.98	30-03-2010
	Total		33,00,00,804.98	

The applicant filed the Form FC-GPR, on allotment of shares, with the Bengaluru Regional Office of the Reserve Bank of India / Authorized Dealer Bank, with a delay of sixty days, beyond the prescribed period of 30 days, in respect of the allotment as indicated above in the Table - 1. 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.



3. The applicant was given an opportunity for personal hearing, vide Reserve Bank's letter No.FE.BG.FID (CEFA) No.1471/22.05.531/2018-19 dated November 23, 2018, for further submission, in person and/or producing documents, if any, in support of the application. The applicant's authorized representative, Amit G. Pandey, Legal Counsel & Company Secretary, who appeared for the personal hearing on November 27, 2018, admitted the contravention as stated in Paragraph 2 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.

4. 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 provision issued in terms of:

(a) Paragraph 9(1) (B) of Schedule I to Notification No. FEMA 20/2000-RB dated May 03, 2000, 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 2 above. The contravention relates to an amount of ₹ **33,00,00,804.98**, and the period of delay is sixty days.

5. It has been declared in the compounding application dated July 18, 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 16, 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.

6. 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 **₹ 27,000.00 (Rupees Twenty Seven Thousand only)**, will meet the ends of justice.

7. Accordingly, I compound the admitted contravention namely, contravention of Paragraph 9(1) (B) of Schedule I to Notification No. FEMA 20/2000-RB, by the applicant, based on the facts discussed above, in terms of the Foreign Exchange (Compounding Proceedings) Rules, 2000, on payment of an amount of **₹ 27,000.00 (Rupees Twenty Seven Thousand 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 Twenty Eighth day of November, 2018.

Sd/-

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