



In the

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

Present

**Dr. K Balu**  
**Chief General Manager**

Date: November 16, 2018  
**C.A.828/2018**

In the matter of

**M/s. GI Tech Gaming Co. India Pvt Ltd.**  
**(formerly GI Terminal Tech India Pvt Ltd. & GI Terminal I Tech Pvt Ltd.)**  
GV Complex, 32/20 Railway Colony,  
3rd Street, Aminjikarai,  
Chennai-600 020.

**(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 September 18, 2018 (received at Reserve Bank on September 19, 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 submission of Form FC-GPR on allotment of shares with Reserve Bank, (ii) allotment of shares prior to receipt of full consideration and iii) delay in refund of



M/s. GI Tech Gaming Co. India Pvt Ltd. -C.A.828/2018

excess inward remittance received, in terms of Paragraphs 9 (1) B and 8 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 23, 2006 under the provisions of the Companies Act, 1956 (Registration No: U72900TN2006PTC059277) and is engaged in the business of other information technology and computer service activities n.e.c.. The applicant received 13 foreign inward remittances between 04.08.2006 and 25.02.2016 amounting to ₹76,03,50,336.50 from i) M/s Baring India Private Equity Fund II Ltd., Mauritius and ii) M/s.Resource Management System Pte Ltd., Singapore towards subscription to equity shares and reported the same to Reserve Bank. Against 11 of the above inward remittances, the company allotted shares on six occasions between 29.08.2006 and 12.08.2008 amounting to ₹24,87,45,057.49 and the same were taken on record by Reserve Bank.

3. The company allotted equity shares against the remaining two remittances and filed FC-GPR as indicated below:

Sl. No.	No. of shares	Face Value (in Rs.)	Amount (INR)	Date of allotment	Reported to RBI on
1	26446	10	50,74,98,740.00	20.04.2016	03.07.2018

The applicant filed form FC-GPR as indicated above with delay of two years one month 13 days approximately beyond the prescribed limit in respect of allotment. 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.



M/s. GI Tech Gaming Co. India Pvt Ltd. -C.A.828/2018

4. The company allotted 66654 shares of ₹10/- each at a premium of ₹2540.48 on 29.08.2006. Two remittances towards the above allotment was received as detailed below:

Sl. No.	Date of receipt	Amount (INR)	Date of allotment of shares
1	06.09.2006	92,42,000.00	29.08.2006
2	25.09.2006	3,97,84,693.92	29.08.2006

The company received the full consideration towards the allotment with delay ranging from eight days to 27 days approximately. Whereas in terms of paragraph 8 of Schedule I to Notification No. FEMA 20/2000-RB, read with AP (Dir Series) Circular No.20 dated December 14, 2007 the shares have to be issued/amount refunded within 180 days from the date of receipt of the inward remittance.

4a. The company refunded the balance amount of inward remittance received on 25.02.2016 after allotment of shares on 20.04.2016 as detailed below:

Sl. No.	Date of receipt	Amount (INR)	Date of refund
1	25.02.2016	37,51,712.00	04.10.2018

The company refunded the excess inward remittance with delay of two years one month nine days approximately beyond the prescribed period of 180 days with prior approval of Reserve Bank. Whereas in terms of paragraph 8 of Schedule I to Notification No. FEMA 20/2000-RB, read with AP (Dir Series) Circular No.20 dated December 14, 2007 the shares have to be issued/amount refunded within 180 days from the date of receipt of the inward remittance.

5. The applicant was advised about the contraventions vide memorandum dated September 05, 2018. The applicant has filed a compounding application dated September 18, 2018. It has been declared in the compounding application 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 dated September 18, 2018 furnished with the compounding application that the applicant was not under any



M/s. GI Tech Gaming Co. India Pvt Ltd. -C.A.828/2018

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.

6. The applicant was given an opportunity for personal hearing vide Reserve Bank's mail dated November 13, 2018 for further submission in person and/or producing documents, if any, in support of the application. The applicant vide letter dated November 16, 2018 has informed that they would not be able to attend the personal hearing. The applicant, in the compounding application, had admitted the contraventions as stated in para 3 to 4a above for which compounding has been sought. It had been submitted that the delay was unintentional. 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.

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

- (a) Paragraph 9 (1) B of Schedule 1 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 and the contravention relates to an amount of ₹50,74,98,740.00 with duration of contravention being two years one month 13 days approximately;
- (b) Paragraph 8 of Schedule I to Notification No. FEMA 20/2000-RB due to allotment of shares prior to receipt of full consideration. The contravention relates



M/s. GI Tech Gaming Co. India Pvt Ltd. -C.A.828/2018

to an amount of ₹4,90,26,693.92 with the duration of contravention ranging from eight days to 27 days approximately; and

(c) Paragraph 8 of Schedule I to Notification No. FEMA 20/2000-RB read with para 5 of AP (DIR Series) Circular No.20 dated December 14, 2007 due to delay in refund of excess inward remittance with prior approval of Reserve Bank. The contravention relates to an amount of ₹37,51,712.00 with the duration of contravention being two years one month nine days approximately.

8. 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 **₹4,71,591/-** (Rupees four lakh seventy one thousand five hundred and ninety one only) will meet the ends of justice.

9. Accordingly, I compound the admitted contraventions namely, the contraventions of paragraphs 9 (1) B and 8 of Schedule 1 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 **₹ 4,71,591/-** (Rupees four lakh seventy one thousand five hundred and ninety one 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 of accordingly.

Dated this Sixteenth day of November, 2018.



M/s. GI Tech Gaming Co. India Pvt Ltd. -C.A.828/2018

**Sd/-**  
**Dr. K Balu**  
**Chief General Manager**