



In the

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

Present

**Arundhati Mech**  
**Regional Director**

Date : February 27, 2017  
**C.A.614/2016**

In the matter of

**M/s. TCW Renewable Energy (India) Pvt Ltd.,**  
**(Formerly CW Renewable Energy (India) Pvt Ltd.)**  
3 C, "Casablanca", South Mada Street,  
Srinagar Colony,  
Chennai-600015

**(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 01, 2016 (received at Reserve Bank on December 08, 2016) 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



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(i) delay in reporting of inflow of funds received from a person resident outside India for allotment of shares (ii) delay in submission of Form FC-GPR on allotment of shares with Reserve Bank (iii) delay in allotment of shares and (iv) allotment of shares prior to receipt of full consideration, in terms of Paragraph 9 (1) A, Paragraph 9 (1) B and Paragraph 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 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 company was incorporated on July 05, 2007 under the provisions of the Companies Act, 1956 (Registration No. U40108TN2007PTC064184) and is engaged in Business of electric power generation using other non- conventional sources. The applicant received foreign inward remittances from M/s.CW Renewable Energy Ltd.,UK towards subscription to equity shares and reported the same to the Reserve Bank as below:

Sl. No.	Amount of Foreign Inward Remittance (in Rs.)	Date of receipt	Reported to RBI on
1	1,49,969.00	17.01.2008	04.02.2008
2	5,06,473.14	27.02.2008	11.11.2009
3	9,65,85,000.00	20.05.2008	18.08.2008
4	96,38,400.00	08.08.2008	11.11.2009
5	3,61,600.00	23.03.2009	11.11.2009
6	1,02,30,347.00	11.12.2009	20.07.2010
7	8,22,295.00	27.01.2012	11.04.2012
8	92,75,000.00	30.01.2012	11.04.2012
9	38,64,227.00	15.02.2012	11.04.2012
10	1,71,14,205.00	19.05.2012	11.06.2012
11	63,94,288.88	22.05.2012	11.06.2012
12	51,10,976.42	15.06.2012	13.07.2012
13	13,48,740.00	20.06.2012	13.07.2012

The applicant reported receipt of remittances to the Reserve Bank on dates indicated above and with delay ranging from 27 days to one year seven months 15 days approximately beyond the stipulated time of 30 days in respect of the remittances at Sr. Nos. 2 to 9. 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



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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 company allotted equity shares and filed FC-GPR as indicated below:

Sl. No.	No. of shares/CCPs allotted	Face Value (in Rs.)	Amount (INR)	Date of allotment of shares	Reported to RBI on
1	10724147	10	10,72,41,470	10.12.2008	11.11.2009
2	1023034	10	1,02,30,340	04.06.2010	13.07.2010
3	439280	100	4,39,28,000	20.07.2012	05.04.2013

The applicant filed the form FC-GPR as indicated above with delay ranging from nine days to 10 months one day approximately beyond the prescribed limit of 30 days in respect of the allotments. 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.

4. The company has allotted 10724147 shares of ₹ 10 each on 10.12.2008 against five remittances. Three of the remittances amounting to ₹ 9,72,41,442.14 was received between 17.01.2008 and 20.05.2008 for which shares were allotted with delay ranging from 20 days to four months 23 days without prior approval of Reserve Bank. Further, one of the remittances amounting to ₹ **3,61,600/-** for the above allotment was received on 23.03.2009 with delay of three months 13 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.

5. The applicant was given an opportunity for personal hearing vide Reserve Bank's mail dated February 22, 2017 for further submission in person and/or producing documents, if any, in support of the application. The applicant appeared for the personal hearing on February 27, 2017 during which Shri Chandan Anchalia A, Chartered



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Accountant, A & C International Advisors, represented the applicant. The authorized representative of the applicant admitted the contraventions as stated in para 2 to 4 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 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.

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 1 to Notification No. FEMA 20/2000-RB due to delay in reporting of receipt of inward remittances towards subscription of equity shares as detailed in paragraph 2 above. The contravention relates to an amount of ₹ 13,12,83,342.14 and the duration ranging from 27 days to one year seven months 15 days approximately;
- (b) 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. The contravention relates to an amount of ₹ 16,13,99,810.00 and the duration of contravention ranging from nine days to 10 months one day approximately;
- (c) Paragraph 8 of Schedule I to Notification No. FEMA 20/2000-RB due to delay in allotment of shares without prior approval of Reserve Bank. The contravention relates to an amount of ₹ 9,72,41,442.14 and the duration of contravention ranging from 20 days to four months 23 days approximately; and
- (d) 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 to an



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amount of ₹ 3,61,600.00 and the duration of contravention being three months 13 days approximately.

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 ₹ **6,32,800/-** (Rupees six lakh thirty two thousand eight hundred only) will meet the ends of justice.

8. Accordingly, I compound the admitted contraventions namely, the contraventions of paragraphs 9 (1) A, 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 ₹ **6,32,800/-** (Rupees six lakh thirty two thousand eight hundred 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 Twenty seventh day of February, 2017.

**Sd/-**

**Arundhati Mech**  
**Regional Director**