

**IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH**

C.P. (CAA) 2000/MB/2018

Under the Companies Act, 2013 (18 of 2013)

Under Sections 230 to 232 of the Companies Act, 2013

In the matter of Scheme of Arrangement between Auditime Information Systems (India) Limited and Auditime Quality Management Private Limited and AQM Technologies Private Limited

Auditime Information Systems (India))
Limited, a company incorporated under the)
Companies Act, 1956 having its registered)
office at A-504, Kailash Esplande, L. B. S.)
Marg, Ghatkopar (West), Mumbai-400086.)

... **First Petitioner Company (Transferor Company)**

Auditime Quality Management Private)
Limited, a company incorporated under)
the Companies Act, 1956 having its)
registered office at A-504, Kailash)
Esplande, L. B. S. Marg, Ghatkopar)
(West), Mumbai-400086.)

)... **Second Petitioner
Company (Transferee
Company/
Demerged
Company)**

AQM Technologies Private Limited, a)
company incorporated under the)
Companies Act, 2013 having its)
registered office at A-503, 5th Floor,)
Kailash Esplande, L. B. S. Marg,)
Ghatkopar (West), Mumbai-400086.)

)... **Third Petitioner Company
(Resulting Company)**

Order delivered on: 1st August, 2018

CORAM:

Hon'ble Bhaskar Pantula Mohan, Member (Judicial)
Hon'ble V. Nallasenapathy, Member (Technical)

Advocate for the Petitioners: 1. Advocate Shruti Kelji-Pednekar

2. Advocate Ameya Lambhate
3. Advocate Sunila Chavan

Per: Bhaskara Pantula Mohan , Member (Judicial)

ORDER

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 23rd August, 2018.
3. Learned Advocate for the Petitioner Companies states that in pursuance of the directions contained in Order dated 16th March, 2018 passed by the Tribunal in Company Scheme Application No. 68 of 2018, the meeting of Equity Shareholders was held on Friday, 4th May, 2018 and requisite quorum was present and the Scheme was approved unanimously by all the Equity Shareholders of respective Applicant Companies without any modifications. The Chairpersons appointed for the respective meeting has filed their report dated 10th May, 2018 which are annexed as Annexure K-1, K-2 and K-3 to the Petition.
4. The Learned Counsel for the Petitioner Companies further submit that the Company Scheme Petition is filed in consonance with Section 230 to 232 of the Companies Act, 2013 alongwith the order passed in Company Scheme Application No.68 of 2018.
5. The Counsel for the Petitioner Companies further submit that as directed by this Tribunal, notices have been served upon all the Regulatory Authorities, namely, Central Government through Regional Director and Registrar of Companies, Mumbai, Official Liquidator and concerned Income Tax Authority.
6. At least 10 clear days before the date fixed for hearing, Petitioner Companies to publish the Notice of hearing of Petition in two local newspapers, viz. "Free Press Journal" in English language and translation thereof, in "Navshakti", in Marathi language, both having circulation in Mumbai as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. The Petitioners to file an Affidavit of Service regarding the directions given by the Tribunal 3 (Three) days before the date fixed for final hearing and do report this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

V. Nallasenapathy
Member (T)

Sd/-

Bhaskara Pantula Mohan
Member (J)