

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH

C.P.(CAA)2443/MB/2018  
In  
CSA No. 118 of 2018

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement between Cross-Tab Marketing Services Private Limited ("The Transferee Company" / "The Demerged Company") and Blueocean Market Intelligence Services Private Limited ("The First Transferor Company") and Borderless Access Panels Private Limited ("The Second Transferor Company") and Protune Trade & Commerce Private Limited ("The Resulting Company") and their respective Shareholders

Cross-Tab Marketing Services Private Limited .....First Petitioner Company  
(The Transferee Company / TheDemerged Company)

AND

Blueocean Market Intelligence Services Private Limited ...Second Petitioner Company  
(The First Transferor Company)

AND

Borderless Access Panels Private Limited.....Third Petitioner Company  
(The Second Transferor Company)

AND

Protune Trade & Commerce Private Limited.....Fourth Petitioner Company  
(The Resulting Company)

Order delivered on 01<sup>st</sup> August 2018

Coram:

Hon'ble **Bhaskara Pantula Mohan, Member (J)**

**V. Nallasenapathy, Member (T)**

For the Petitioner (s): Mr. Hemant Sethi i/b Hemant Sethi & Co

**Per: Bhaskara Pantula Mohan, Member (J)**

Order

1. Petition admitted.

2. Petition fixed for hearing and final disposal on 23<sup>rd</sup> August, 2018.
3. Learned Counsel for the Petitioners submit that meetings of First, Second, Third and Fourth Petitioner Companies were held in pursuance of Order dated 11<sup>th</sup> May, 2018 passed by this Tribunal in Company Scheme Application No 118 of 2018 at Unit No. 201/B, 2nd Floor, Silver Metropolis, Off Western Express Highway, Goregaon (East), Mumbai-400063 on Thursday, 14th June, 2018, at 11.00 a.m., 12.30 p.m., 2.00 p.m. and 3.30 p.m. respectively for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed Scheme of Arrangement between Cross-Tab Marketing Services Private Limited ("The Transferee Company" / "The Demerging Company") and Blueocean Market Intelligence Services Private Limited ("The First Transferor Company") and Borderless Access Panels Private Limited ("The Second Transferor Company") and Protune Trade & Commerce Private Limited ("The Resulting Company") and their respective Shareholders and the Scheme was approved by requisite majority of the shareholders present at the respective meetings. The Chairpersons of the said meetings have submitted their report stating the outcome of the meeting.
4. The Counsel for the Petitioners further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, (i) concerned Income Tax Authorities with in whose jurisdiction the Petitioner Companies' assessments are made, (ii) Central Government through Regional Director, Western Region, Mumbai, and (iii) Registrar of Companies, Mumbai and Income Tax Department.
5. At least 10 clear days before the date fixed for hearing, Petitioner Companies to publish notice of hearing of the Petition in two local newspapers viz. "Free Press Journal" in English and "Navshakti" in Marathi, both Mumbai editions.
6. The Petitioners to file an affidavit regarding the directions given by the Tribunal pertaining to advertisement of notice of hearing and do report to this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

Sd/-

**V. Nallasenapathy, Member (T) Bhaskara Pantula Mohan, Member (J)**  
**Dated: - 1<sup>st</sup> August, 2018**