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**NATIONAL COMPANY LAW TRIBUNAL  
KOLKATA BENCH  
KOLKATA**

**BENCH-II**

**Misc. A. No. 862/KB/2018  
CA(CAA) No.296/KB/2018**

**Present: Hon'ble Member, Shri M.B. Gosavi (J)**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING ON 17<sup>TH</sup> SEPTEMBER, 2018, 10:30 A.M**

Name of the Company		Frontier Warehousing Pvt Ltd & Anr	
Under Section		230-232	
Sl. No.	Name & Designation of Authorized Representative (IN CAPITAL LETTERS)	Appearing on behalf of	Signature with date

1. Mrs. Manju Bhuteria, Advocate
2. Mr. N. Gurumurthy, FCA

} Applicants

*Gurumurthy*  
17/09/2018

1. 17-09-2018 – Misc. A. No. 862/KB/2018 – CA(CAA) No. 296/KB/2018 – Frontier Warehousing Pvt. Ltd. & Anr.

## O R D E R

The Ld. Counsel for the Applicant appeared.

1. The object of this application is to seek enlargement of time to convene and hold separate meetings of the Equity Shareholders of TRANSFEREE COMPANY and TRANSFEROR COMPANY , UNSECURED CREDITORS of TRANSFEREE COMPANY and TRANSFEROR COMPANY and Secured Creditors of TRANSFEREE COMPANY which was scheduled to be convened and held on Friday 21<sup>st</sup> September, 2018 to be rescheduled to Friday 30<sup>TH</sup> November, 2018 .
2. That the applicants have stated that the meeting which was scheduled to be convened and held under the supervision of the Chairperson appointed by this Tribunal on Friday 21<sup>st</sup> September, 2018 pursuant to order of this Tribunal in MISC.A.(CAA) NO.618/KB/2018,happens to be a public holiday hence they seek enlargement of time to convene and hold meeting on Friday 30<sup>TH</sup> November, 2018 .

Heard the counsels for the applicants , perused the records , documents annexed to the application and affidavits filed in the instant proceedings and after hearing the submissions made on behalf of the applicants the following orders are passed :

- a) That the date of meeting of Equity Shareholders of the TRANSFEREE COMPANY stands rescheduled and shall now be convened and held

on Friday 30<sup>th</sup> November, 2018 at HOTEL GREEN INN , 17 RAFI AHMED KIDWAI ROAD , KOLKATA - 700013 at 10.00 A.M for the purpose of considering and if thought, approving with or without modification the proposed Scheme of Amalgamation.

- b) That the date of meeting of Equity Shareholders of the TRANSFEROR COMPANY stands rescheduled and shall now be convened and held on Friday 30<sup>th</sup> November, 2018 at HOTEL GREEN INN , 17 RAFI AHMED KIDWAI ROAD , KOLKATA - 700013 at 10.45 A.M for the purpose of considering and if thought, approving with or without modification the proposed Scheme of Amalgamation.
- c) That the date of meeting of Secured Creditors of the TRANSFEREE COMPANY stands rescheduled and shall now be convened and held on Friday 30<sup>th</sup> November, 2018 at HOTEL GREEN INN , 17 RAFI AHMED KIDWAI ROAD , KOLKATA - 700013 at 12.30P.M for the purpose of considering and if thought, approving with or without modification the proposed Scheme of Amalgamation.
- d) That the date of meeting of Unsecured Creditors of the TRANSFEREE COMPANY stands rescheduled and shall now be convened and held on Friday 30<sup>th</sup> November, 2018 at HOTEL GREEN INN , 17 RAFI AHMED KIDWAI ROAD , KOLKATA - 700013 at 2.00 P.M for the purpose of considering and if thought, approving with or without modification the proposed Scheme of Amalgamation.
- e) That the date of meeting of Unsecured Creditors of the TRANSFEROR COMPANY stands rescheduled and shall now be convened and held on Friday 30<sup>th</sup> November, 2018 at HOTEL GREEN INN , 17 RAFI AHMED KIDWAI ROAD , KOLKATA - 700013 at 3.00P.M for the purpose of considering and if thought, approving with or without modification the proposed Scheme of Amalgamation.
- f) That appropriate orders be passed that in view of the fact that the TRANSFEROR COMPANY have NIL Secured Creditors verified by Auditors Certificate , the question of holding separate meeting of secured creditors of the Transferor Company does not arise .
- g) That in view of Section 230(4)of the Companies Act , 2013 read with Rule 5 and 6 of the Companies ( Compromises , Arrangements and Amalgamation ) Rules ,2016 and read with Rule 20 of the Company

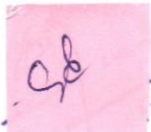
( Management and Administration ) Rules , 2014 the Applicant No 2 is required to provide the facility of e - voting to its equity shareholders. Accordingly, voting by the equity shareholders of the Applicant No 2 to the Scheme shall be carried out through (i) e-voting and ( ii ) electronic voting system or ballot or polling paper at the venue of the meeting of the Equity Shareholders of the Applicant No 2 to be held on Tuesday 12<sup>th</sup> July,2018 . IN the case of meeting of equity shareholders of Applicant Company No 1 and the meeting of Unsecured Creditors of Applicant Company NO 1 and Applicant Company No 2 the voting shall be carried out by Ballot / Polling paper.

- h) That at least 40( Forty ) clear days before the date of the said meetings , an advertisement convening the same and stating that copies of the said Scheme of Amalgamation and the statement required to be furnished pursuant to Section 230 of the Companies Act , 2013 read with the Companies ( Compromises , Arrangements and Amalgamation) Rules ,2016 and prescribed form of Proxy can be obtained free of charge at the Registered Office of the Applicant Companies to be published once in English newspaper " The Business Standard" and once in Bengali newspaper " AajKal" in Kolkata as per the requirements of Section 230 of the Companies Act , 2013 and the Companies ( Compromises , Arrangements and Amalgamation) Rules ,2016.
- i) That in addition , at least 40( Forty ) clear days before the meetings to be held as aforesaid , a notice convening the said meetings at the Place and time as aforesaid together with a copy of the said Scheme , the statement disclosing necessary details required to be sent under the Companies Act , 2013 read with the Companies ( Compromises , Arrangements and Amalgamation) Rules ,2016 and the prescribed form of proxy be sent by Registered Post or speed post or by email or by hand through special messenger or by courier addressed to each of the equity shareholders and creditors of the concerned applicant companies at their respective last known addresses . In addition , instructions for e voting will also be sent to the equity shareholders of the Applicant No 2.

- j) That 30<sup>th</sup> June , 2018 be taken as the Cut off date for the purpose of issuance of notice to all shareholders , Secured and Unsecured creditors of the TRANSFEREE COMPANY and TRANSFEROR COMPANY

The prayer stands allowed and the Application being MISC.A. 862/KB/2018 arising out of COMPANY APPLICATION No.C.A.(CAA) No.296/KB/2018 is disposed of accordingly .

Urgent certified copies of this order, if applied for, be supplied to the parties upon compliances of all requisite formalities.

  
7/9/2018  
**Madan B. Gosavi**  
Member( Judicial )