

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
SINGLE BENCH, CHENNAI**

CA/173/CAA/2018

Under Sections 230 to 232 of the Companies Act, 2013

In the matter of Scheme of Arrangement

Between

M/s Solar Winds India Private Limited
(Applicant Company)

And

Its Shareholders

Order delivered on 26th of September, 2018

CORAM

CH. MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)

For Applicant(s) : Mr. Pawan Jhabakh, *Counsel*

ORDER

Per: CH. MOHD SHARIEF TARIQ, MEMBER (JUDICIAL)

1. Under consideration is a Company Application No. 173/CAA/2018 filed under Sections 230 to 232 of the Companies Act, 2013. The prayer made is to dispense with convening, holding and conducting of the meeting of equity shareholders, in relation to the Applicant Company.


2. M/s. Solar Winds India Private Limited

i. The Applicant Company viz., M/s. Solar Winds India Private Limited has 2 equity shareholders. The list of equity shareholders is placed at page 108 of the typed set filed with the Application. The consent affidavits given by 2 equity shareholders are placed at pages 111 to 118 of the typed set filed with the Application, wherein it has been deposed that they do support the Scheme and consent to dispense with convening, holding and conducting the meeting of equity shareholders. Therefore, the meeting of the equity shareholders of the Applicant Company is allowed to be dispensed with.

ii. There is neither secured nor unsecured creditor in relation to the Applicant Company. The certificate issued by the Chartered Accountant to this effect is placed at page 122 of the typed set filed with the Application.

3. The Registry is directed to issue notice to the concerned Regional Director, Ministry of Corporate Affairs, RoC,

Income Tax Department including A.O. of the I.T. Circle and Reserve Bank of India in relation to the Applicant Company. Since the Applicant is private limited company, there is no requirement to issue notice to SEBI or other stock exchanges and CCI or other sectoral regulators. In case, the statutory authorities are desirous of making any objection/representation, they may do so within 30 days from the date of receipt of the notice. In case no objection/representation is made, it shall be presumed that they/any of them have/has no objection/representation to make.

4. The Applicant is directed to issue private notice to the concerned authorities/regulators by way of speed post/hand delivery separately. The proof of sending and effecting the service of notice upon them along with the newspaper publication shall be submitted with the supporting affidavit to this Bench along with Company Petition(s).

5. The Applicant Company is directed to effect publication in the newspapers one in English Daily (Business Standard- Chennai Edition) and another in Vernacular Daily (Malai Chudar- Chennai Edition) provided the said newspapers have wide circulation in the State of Tamilnadu, having not less than 30 days before filing the Company Petition(s). The Applicant is directed to upload the notice on their websites and display the notice on the notice board at the Registered Office of the Applicant Company. The Registry is also directed to display the notice on the notice board of this Bench.

6. Accordingly, the Application is allowed. The Applicant Company is directed to present the Petition(s) on or before 16.11.2018.


[CH. MOHD. SHARIEF TARIQ]
MEMBER (JUDICIAL)

SHREYA MISHRA