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**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

**IA 186/2017 with CP(CAA) No. 27/NCLT/AHM/2017
With Gujarat High Court CA no. 542/2016**

Coram:


**Present: Hon'ble Mr. BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD
BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 26.07.2017**

Name of the Company: Heena Electronics Pvt. Ltd.

Section of the Companies Act: Sections 230-232 of the Companies Act, 2013

S.NO. NAME (CAPITAL LETTERS) DESIGNATION REPRESENTATION SIGNATURE


1. Vaibhavi K. Parikh Advocate Applicant 

2.

ORDER

Learned Advocate Ms. Vaibhavi Parikh present for Applicant.

Common order pronounced in open Court. Vide separate sheet.


**BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

Dated this the 26th day of July, 2017.

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

IA No. 184 of 2017

In

CP(CAA) No.25 of 2017

With

IA No. 185 of 2017

In

CP(CAA) No.26 of 2017

With

IA No. 186 of 2017

In

CP(CAA) No.27 of 2017

In the matter of :-

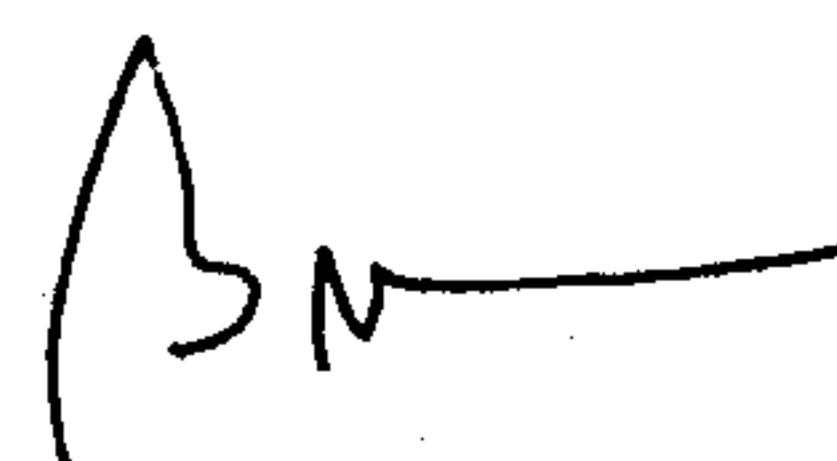
1. Heena Electrovision Private Limited
A Company registered under the
Companies Act, 2013 and having its
Registered Office at Shop No. 2,
Ground Floor, Ram Niwas Building,
Mohan Ni Chawl, Varacha Road,
Surat – 395 006,
in the State of Gujarat. ... Petitioner of C.P. (CAA) 25/2017
(Transferor Company No. 1)

AND

2. Heena Electrozone Private Limited
A Company registered under the
Companies Act, 2013 and having its
Registered Office at Shop No. 2,
Ground Floor, Ram Niwas Building,
Mohan Ni Chawl, Varacha Road,
Surat – 395 006,
in the State of Gujarat. ... Petitioner of C.P. (CAA) 26/2017
(Transferor Company No. 2)

WITH

3. Heena Electronics Private Limited
A Company registered under the
Companies Act, 1956 and having
its Registered Office at Plot No. 38,
Ground Floor, Ambika Industrial Estate,
Saroli, Dist. – Surat – 395 002
in the State of Gujarat. ... Petitioner of C.P. (CAA) No. 27/2017
(Transferee Company)



Order delivered on 26th July, 2017

Coram: Hon'ble Sri Bikki Raveendra Babu, Member (J)

Appearance:

Ms. Vaibhavi Parikh, Advocate for the Applicants.

ORDER

1. The applicants, by way of these Interlocutory Applications, are seeking permission to amend Clauses No.8.2 and 10.1 of the Scheme of Arrangement in the nature of amalgamation of Heena Electrovision Private Limited and Heena Electrozone Private Limited with Heena Electronics Private Limited and reorganization of capital of Heena Electronics Private Limited.
2. The Applicants herein have moved Company Petitions, being CP(CAA) Nos.25, 26 and 27 of 2017 seeking sanction of the aforementioned Scheme of Arrangement. This Tribunal vide order dated 13.04.2017 directed the Applicants to publish notice of the petitions in newspapers and also directed the applicants to serve notice on the statutory authorities, viz. Central Government through the Regional Director, North West Region, Registrar of Companies, Gujarat, Income Tax Authorities and Official Liquidator, and to serve individual notices on the equity shareholders and unsecured creditors. The applicants, accordingly, complied with the said directions of this Tribunal.



3. The Official Liquidator, upon receipt of the notice, filed a representation dated 24.05.2017. In paragraphs 12 and 15 of the representation, the Official Liquidator observed that in Clauses 8.2 and 10.1 of the Scheme, there are typographical mistakes to the effect that instead of 9,000 equity shares of Rs.10/- each, it is typed as 90,000 equity shares of Rs.10/- each. The Official Liquidator, therefore, requested this Tribunal to direct the applicants to amend Clauses 8.2 and 10.1 of the Scheme by inserting 9,000 equity shares of Rs.10/- each instead of 90,000 equity shares of Rs.10/- each. The applicants have, therefore, moved these Interlocutory Applications seeking amendment of Clauses 8.2 and 10.1 of the Scheme in respect of number of shares.

4. The applicants have stated that as per Clause 27 of the Scheme, the Board of Directors of the applicant companies are empowered to give effect any modifications or amendments to the Scheme. Applicant filed Additional Affidavit along with resolution of board of directors approving the removal of inadvertent typographical error in mentioning the number of shares in clause 8.2 and 10.1 of scheme of arrangement along with copy of Board of Directors resolution dated 14.07.2017. It is submitted by the learned Advocate for the applicants that an inadvertent typographical mistake had crept in while mentioning the number of equity shares in Clauses 8.2 and 10.1 of the Scheme, and, therefore, the applicants may be permitted to amend the said Clauses of the Scheme.

5. Considering the submissions made by the learned Advocate for the Applicants and resolution of board of directors dated 14.07.2017 and the representation of the Official Liquidator, the proposed amendment in the scheme is allowed since it appears as typographical mistake.

6. In the result, these Interlocutory Applications are allowed. The applicants are permitted to amend Clauses No.8.2 and 10.1 in respect of mentioning number of equity shares in the Scheme of Arrangement.

Signature..........26.7.17
[Bikki Raveendra Babu, Member (J)]

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