

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

**CSA NO. 977 OF 2017**

Under Section 391 to 394 of  
Companies Act, 1956 read with  
Section 230 to 232 of the Companies  
Act, 2013.

**In the matter of**

Windermere Properties Private Limited	)	
And	)	
Haddock Properties Private Limited	)	
And	)	
Grandeur Properties Private Limited	)	
And	)	
Winchester Properties Private Limited	)	
And	)	
Pentagram Properties Private Limited	)	...Transferor Company

**With**

Housing Development Finance Corporation Limited)	
A Company incorporated under the	)
Companies Act, 1956 and having its	)
Registered Office at Ramon House,	)
H. T. Parekh Marg, 169, Backbay Reclamation,	)
Churchgate, Mumbai – 400 020	)
CIN: L70100MH1977PLCO19916	)
	...Applicant / Transferee Company

Judgment delivered on November 15, 2017

**Coram:**

Hon'ble B.S.V. Prakash Kumar, Member (J)  
Hon'ble V. Nallasenapathy, Member (T)

**For the Applicant:** Mr. Swapnil Gupte i/b Argus Partners.

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

**ORDER**

UPON application filed by the Applicant Company above named by a Company Application **AND UPON HEARING** Mr. Swapnil Gupte i/b Argus Partners, Advocates for the Applicant Company, **AND UPON READING** the Affidavit dated October 11, 2017 of Mr. Samir Naik of the Applicant Company in support of

the Company Scheme Application and exhibit referred therein, **IT IS ORDERED THAT:**

1. The Applicant to serve the notice upon the Regional Director, Western Region, Ministry of Corporate Affairs, Mumbai Maharashtra, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from the Regional Director within thirty (30) days of the date of receipt of the notice it will be presumed that Regional Director and/ or Central Government has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
2. The Applicant to serve the notice upon the concerned Registrar of Companies, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from the Registrar of Companies within thirty (30) days of the date of receipt of the notice it will be presumed that Registrar of Companies has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
3. The Applicant to serve the notice on the concerned Income Tax Authority within whose jurisdiction the Applicant Company's assessment are made, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from concerned Income Tax Authority within thirty (30) days of the date of receipt of the notice it will be presumed that Registrar of Companies has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
4. The Applicant to serve the notice on the Securities and Exchange Board of India, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of

the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from the Securities and Exchange Board of India within thirty (30) days of the date of receipt of the notice it will be presumed that Registrar of Companies has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

5. The Applicant to serve the notice on National Housing Bank, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from the National Housing Bank within thirty (30) days of the date of receipt of the notice it will be presumed that Registrar of Companies has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
6. The Applicant to serve the notice on Insurance Development and Regulatory Authority of India, pursuant to Section 230(5) of the Companies Act, 2013 as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016. If no response is received by the Tribunal from the Insurance Development and Regulatory Authority of India within thirty (30) days of the date of receipt of the notice it will be presumed that Registrar of Companies has no objection to the proposed Scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. The Applicant Company to file an affidavit of service in the registry that the direction regarding the issue of notices to all the regulatory authorities has been duly complied as per Rule 12 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

**Sd/-**

V. Nallasenapathy, Member (T)

**Sd/-**

B.S.V. Prakash Kumar, Member (J)