

NATIONAL COMPANY LAW TRIBUNAL
GUWAHATI BENCH: GUWAHATI

T.P. No.34/391(1)/394/GB/2016
IN
[C.P. No.14/2016]

Under Section: 391(1)/394 of the Companies Act of 1956.

In the matter of:

Netgen Power (P) Ltd.
Kauntia Consultants & Investments Pvt. Ltd.
N. E. Thermion Pvt. Ltd.

... Petitioners

Coram:

Hon'ble Mr. Justice P. K. Saikia, Member (J)

O R D E R

Date: 23-08-2017

Heard Mr. A. Nath, learned counsel appearing for the petitioners, namely, Netgen Power (P) Ltd., (2) Kauntia Consultants & Investments (P) Ltd. and N. E. Thermion (P) Ltd. None appears before this Tribunal today from the side of the Regional Director and ROC, NE Region, Shillong. This Tribunal passed the following order on 11-08-2017:

"O R D E R

Date: 11.08.2017

Heard Mr. A. Nath, learned counsel appearing for the petitioners, namely, Netgen Power (P) Ltd and Kauntia Consultants and Investments (P) Ltd and N.E. Thermion (P) Ltd. None appears today from the side of the respondent.

This Tribunal vide order dated 10.07.2017 was pleased to pass the following order. For ready reference, the order is reproduced below: -

"Mr. N. J. Medhi, appearing for the Petitioners submits that the Regional Director, (N.E. Region), O/O. Registrar of Companies, Ministry of Company Affairs, Shillong has raised the following objections regarding amalgamation of the Transferring Company with the Transferor Company:

- (i) *Clause under the Heading "the Incidental Objects" in the Memorandum of Association of (in short "MOA") is required to be suitably amended to accommodate amalgamation of the Transferor Company with the Transferee Company.*

(ii) *Special Resolutions passed in that connection by both the Companies are required to be filed with the Registrar of Companies in Form NJT-14 of the Companies General Rules and Forms.*

(iii) *The special resolutions, passed by the Companies approving amalgamation of these Companies, are required to be filed with the Registrar of Companies.*

The learned Counsel for the petitioners has submitted that the Petitioners are already on the job in order to meet the queries made by the RD and, therefore, the Petitioners have prayed for some time to do the needful in regard to the matter aforesaid.

In this connection, I have also heard Mr. Kanchan Sanyal, Assistant Director O/O RD (NE Region)), M.C.A. Shillong.

On hearing both the sides, the prayer of the Petitioners seeking adjournment is accepted and the matter is adjourned to 11-08-2017".

But Mr. A.Nath, learned counsel for the petitioner submits that all the queries raised by the Regional Director, N.E.Region, Shillong have been complied with, in the meantime. But petitioners have not yet been received any further correspondence in regard to acceptance and/or non-acceptance of the reply made by the petitioner in respect of queries in the order dated 10.07.2017.

In view of above, the matter be posted again on 23.08.2017 for orders.

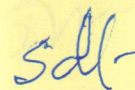
A copy of this order be sent to the Regional Director, N.E.Region, Shillong for its information and necessary action".

However, despite notice being served on the Regional Director, NE Region, Shillong, none represents from their side indicating that they may not have any objection, if the prayer made in this proceeding, is accepted.

In the meantime, Registry is again directed to send a copy of the order to the Regional Director as well as to the ROC, NE Region Shillong for their information and necessary action.

A copy of this order be served on Mr. S. C. Keyal, the learned counsel engaged by the Central Government for his necessary action.

List this matter on 06-09-2017.



Member (Judicial)
National Company Law Tribunal
Guwahati Bench: Guwahati.

Dated, Guwahati, the 23rd August, 2017

Deka/23-08-2017