

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

CSP NO 1073 OF 2017

IN

CSANO 907 OF 2017

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Composite Scheme of Amalgamation and Arrangement of Grainger India Private Limited ("Transferor Company") and Grainger Industrial Supply India Private Limited ("Transferee Company") and their respective Shareholders

Grainger India Private Limited First Petitioner Company
(The Transferor Company)

AND

Grainger Industrial Supply India Private Limited,
.....Second Petitioner Company
(The Transferee Company)

Order delivered on 6th December, 2017

Coram:

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

For the Petitioner(s): Mr. Hemant Sethi i/b Hemant Sethi & Co

Per: V. Nallasenapathy, Member (T)

ORDER

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 17th January 2018.
3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 27th September 2017 passed by this Tribunal in the Company Scheme Application No. 907 of 2017, the meeting of Equity Shareholders of the Transferor and Transferee Companies and of 860166, 10% Compulsory Convertible Cumulative Preference Shares ("CCCPS") of the Second Transferee Company were held on was held on 10th November, 2017. In the said meetings of the equity and Preference shareholders, the requisite quorum was present. The Chairman appointed for the said meetings has filed his report which are annexed to the petition.

4. The Learned Advocate for the Petitioner Company further submits that the Company Petition is filed in consonance with section 230 to 232 of the Companies Act, 2013 along with the Order passed in Company Scheme Application No. 907 of 2017 by the Tribunal.
5. At least 10 days before the date fixed for hearing, Petitioner to publish the notice of hearing of Petition in two local newspapers viz. "Free Press Journal", in English language and translation thereof in "Navashakti", in Marathi language, both having circulation in Mumbai as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
6. The Petitioner to file an affidavit of service regarding the directions given by the Tribunal and do report to this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

V. Nallasenapathy, Member (T)

Sd/-

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