

IN THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH
KOLKATA

CORAM : Shri Vijai Pratap Singh
Hon'ble Member (J)
&
Shri Jinan K.R.
Hon'ble Member(J)

T.P. No.69/KB/2017 connected with C.P. No. 1041/2016

In the matter of :

The Companies Act, 1956.
-And-

In the matter of :

An application under Sections 391(2) and 393 of the said Act.
-And-

In the matter of :

Shiv Towers Private Limited, a company incorporated under the provisions of the Companies Act, 1956, having its Registered Office at 22, Strand Road, Kolkata – 700 001;
-And-

In the Matter of:

Ballygunge Promoters Private Limited, a company incorporated under the provisions of the Companies Act, 1956, having its Registered Office at 22, Strand Road, Kolkata – 700 001;
-And-

In the Matter of:

Merrill Developers Private Limited, a company incorporated under the provisions of the Companies Act, 1956, having its Registered Office at 22, Strand Road, Kolkata – 700 001;
-And-

In the Matter of:

1. Shiv Towers Private Limited

2. Ballygunge Promoters Private Limited

-And-

3. Merrill Developers Private Limited.

.....Applicants

Counsel on Record :

1. Sri Tapas Kumar Das, A.D.] For R.D. (ER), MCA

2. Mr. Anuj Singh, Advocate]

3. Ms. Urmilla Chakraborty, Advocate] For the Applicants

4. Mr. Ashok Kumar Singh, Advocate]

Date of Pronouncing the Order :21/9/17

ORDER

Per Shri Vijai Pratap Singh, Member(J):

This Company Petition, which has been transferred from the Hon'ble High Court, has been filed jointly by the Applicant Companies, Shiv Towers Private Limited (hereinafter referred to as the "Transferee Company") and Ballygunge Promoters Private Limited and Merrill Developers Private Limited (hereinafter referred to as the "Transferor Companies") for obtaining sanction of this Tribunal regarding Scheme of Amalgamation of the transferor companies with the transferee company.

2. The object of the petition is to obtain sanction of this Tribunal to the proposed Scheme of Amalgamation between Ballygunge Promoters Private Limited and Merrill Developers Private Limited, the Transferor Companies with Shiv Towers Private Limited, the Transferee Company and their respective shareholders whereby and where under the entire undertakings of the Transferor Company as a going concern together with all the assets and liabilities relating thereto is proposed to be transferred to and be vested in the Transferee Company on the terms and conditions and in the manner fully stated therein. A copy of the said Scheme of Amalgamation has been

annexed and marked as Annexure "A" to the petition.

3. By an order dated 26th September, 2016 in CA No.676 of 2016, the Hon'ble High Court at Calcutta dispensed with the meetings of the shareholders of the petitioner companies, in view of the written consent given by all the shareholders of the applicants.

4. On scrutiny, now it appears that no latest Financial Statement has been submitted by the applicant companies. The applicant companies have also not filed the list of creditors.

5. Accordingly, the applicant companies are directed to file (i) the latest Financial Statement and (ii) the list of Creditors through supplementary affidavit in order to proceed further in the matter.

List on dated 21st November, 2017.

Urgent certified copies of this order, if applied for, be supplied to the parties upon compliance of all requisite formalities.

Sd/-
(Jinan K.R.)
Member (J)

Sd/-
(Vijai Pratap Singh)
Member(J)

Signed on this, the 21st day of September, 2017