

I
CSP NO. 854 OF 2017

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

MUMBAI BENCH, MUMBAI

COMPANY SCHEME PETITION NO. 854 OF 2017

IN

COMPANY SCHEME APPLICATION NO. 240 OF 2017

In the matter of the Companies Act
2013

AND

In the matter of 230 to 232 of the
Companies Act;

AND

In the matter of Scheme of
Amalgamation of Master Zippel
Cleaning Systems Private Limited
(Transferor Company)

With

Master Handlers Private Limited
(Transferee Company)

AND

Their respective Shareholders

Master Zippel Cleaning Systems)
Private Limited, a Company)
incorporated under the Companies)
Act, 1956 having its registered office)
at Gat No. 307, Pune Nagar Road,)
Village Kondhapuri, Tal. Shirur,)
Pune 412209. Maharashtra, India).... Petitioner Company

Advocate for Petitioner

Ms. Prachi Wazalwar, Advocates for the Petitioner.

Coram: B.S.V. Prakash Kumar, Member (Judicial) and

V. Nallasenapathy, Member (Technical)

Date: 14th December, 2017

Per: V. Nallasenapathy. Member (T)

MINUTES OF THE ORDER

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 24th January, 2018.
3. Ld. Advocate for the Petitioner Company states that in pursuance of the Order dated 23th June, 2017 ("said order") passed in the Company Scheme Application No. 240 of 2017, the meeting of the Equity shareholders of the Petitioner Company was held at the Registered Office of the Company at Gat No. 307 Pune Nagar Road, Village Kondhapuri, Tal. Shirur, Dist. Pune 412209 on Friday, 4th day of August, 2017 at 4.00 p.m. for the purpose of considering and if though fit, approving, with or without modification, the scheme of Merger and Arrangement between the Petitioners and their respective shareholders and creditors. In the said meeting, the scheme was unanimously approved by the members. The Chairperson of the meeting has submitted his report recording the voting results vide his report dated 4th day of August, 2017.
4. The Ld. Advocate for the Petitioner states that in pursuance of the said Orders the notices were issued to all its Creditor i.e. Secured Creditor, Unsecured Loan Creditor and unsecured Creditor as per the direction given in the Order.
5. The Ld. Advocate for the Petitioner further submit that, as directed by this Hon'ble Tribunal, notices of the meeting of Petitioner Company have been served on the (i) Central Government through the Regional Director, (ii) the Registrar

of Companies, (iii) Official Liquidator and (iv) the Concerned Income-tax Authority as per Rule 8 of the Companies (Compromises, Arrangement and Amalgamation) Rules, 2016.

The Chairperson of Petitioner Company has filed his Affidavit of Service in this regards on 22nd August, 2017. No Representation is received by Petitioner Company from any of these authorities except the Regional Director report.

6. The Ld. Advocate for the Petitioner further submit that the captioned Company Petition is filed in consonance with section 230 to 232 of the Companies Act, 2013 along with the said Order passed in Company Scheme Application No. 240 of 2017 by this Hon'ble Tribunal.
7. Atleast 10 (ten) clear days before the date fixed for hearing of the petition, the Petitioners shall publish a notice of the date of hearing in the local newspapers viz. "Financial Express" in the English language and translation thereof in Marathi language in "Loksatta", both having circulation in Pune as per Rule 16 of the Companies (Compromises, Arrangement and Amalgamation) Rules, 2016
8. The Petitioner to file an affidavit of service regarding the directions given by this Tribunal three days before the date fixed for final hearing and do report to this Hon'ble Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

V. Nallasenapathy
Member (Technical)

Sd/-

B.S.V. Prakash Kumar
Member (Judicial)