

IN THE NATIONAL COMPANY LAW TRIBUNAL  
“MUMBAI BENCH”

CSP No. 1085 OF 2017  
IN  
CSA NO. 883 OF 2017

Under Sections 230 to 232 of the Companies Act, 2013  
And

In the matter of Scheme of Amalgamation between Saldhar Investments and Trading Company Private Limited having CIN U67120MH1979PTC021881 ('Transferor Company' or 'Saldhar') and Apcotex Industries Limited having CIN L99999MH1986PLC039199 ('Transferee Company' or 'Apcotex') and their respective Shareholders

**APCOTEX INDUSTRIES LIMITED**, a company incorporated under the provisions of Companies Act, 1956 having its registered address at Plot No.3/1, MIDC Industrial Area, Taloja- 410208, Dist. Raigad, Maharashtra

.....Petitioner Company

Order delivered on 6<sup>th</sup> December, 2017

Coram:

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

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

*Per: B.S.V. Prakash Kumar, Member (J)*

**ORDER**

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 17<sup>th</sup> January, 2018.
3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 22<sup>nd</sup> September, 2017 passed by this Tribunal in the Company Scheme Application No. 883 of 2017, the meeting of Equity Shareholders was held on Monday, 20<sup>th</sup> November, 2017. In the said meeting of the equity shareholders, the requisite quorum

was present and the Scheme was approved without modifications by the requisite majority representing three fourth in value and majority in number of the Equity Shareholders who had cast valid votes on the Resolution by way of Postal Ballot and Remote E-voting before the meeting and voting conducted through poll at the venue of the meeting. The Chairman appointed for the meeting has filed his report dated 21<sup>st</sup> November, 2017 which is annexed as Annexure 'F' 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. 883 of 2017 by the Tribunal.
5. The Counsel for the Petitioner further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, concerned Income Tax Authorities, Central Government through Regional Director, Registrar of Companies, Mumbai, BSE Limited, National Stock Exchange of India Limited and Securities and Exchange Board of India. No representation is received by the Petitioner Company from any Regulatory Authority.
6. At least 10 days before the date fixed for hearing, Petitioner to publish the notice of hearing of Petition in two local newspapers viz. "Business Standard", 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.
7. 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)