

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH
KOLKATA

CORAM

Shri Vijai Pratap Singh
Hon'ble Member (J)

Shri S. Vijayaraghavan
Hon'ble Member (T)

T.A.No. 79 of 2017

In the matter of:

The Companies Act, 1956;

~ And ~

In the matter of:

An application under sections 391(2) to 394 of the said Act;

~ And ~

In the matter of:

Arihant Timbers Private Limited, a Company incorporated under the provisions of the Companies Act, 1956 having its Registered office at 27, Brabourne Road, 5th Floor, Kolkata-700001 in the State of West Bengal, within the aforesaid jurisdiction;

~ And ~

In the matter of:

Sarvayoni Vincom Private Limited, a Company incorporated under the provisions of the Companies Act, 1956 having its Registered office at 7B, Kiran Shankar Roy Road, Kolkata-700001, in the State of West Bengal, within the aforesaid jurisdiction;

~ And ~



In the matter of:

1. Arihant Timbers Private Limited;
 2. Sarvayoni Vincom Private Limited;
- And-

In the matter of:

Arihant Timbers Private Limited

... .. **Applicant**

Counsel on Record:

Mr. Shashi Agarwal, CA

] For the Applicant

ORDER

Per Shri Vijai Pratap Singh, Member(J)

This is an application under Section 391(2) and Section 394 of the Companies Act, 1956 and under section 232(3)(d) of the Companies Act, 2013 praying for dissolution without winding up of the transferor Company namely Sarvayoni Vincom Private Limited.

It is seen from the records that on the 9th day of April, 2015, the Hon'ble High Court has passed an order approving the scheme of amalgamation of Sarvayoni Vincom Private Limited with Arihant Timbers Private Limited. By the said order the Official Liquidator attached to the Hon'ble High Court, Calcutta was directed to file a report under the second proviso to sub-section (1) of section 394 of Companies Act, 1956 about the affairs of the transferor Company.

Pursuant to the said direction dated 9th day of April, 2015 of the Hon'ble High Court, the Official Liquidator appointed M/s J. Gupta & Co, Chartered Accountant for the purpose of thoroughly scrutinizing the books records and other papers in accordance with Section 209 of the Companies Act, 1956 relating to transferor Company. The said Chartered Accountant submitted his report and on the basis of the same the official liquidator has duly filed his report before the Hon'ble Court and has come to the conclusion that the affairs of the transferor Company namely, Sarvayoni Vincom Private Limited have not been conducted in a manner prejudicial to the interest of their members or to public.


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We have perused the documents annexed to the application and have heard the submissions made on behalf of the petitioner and pass the following orders:

- a. The Transferor Company Sarvayoni Vincom Private Limited be dissolved without winding up from the date of filing of the certified copy of this order with the Registrar of Companies, West Bengal by the petitioner.
- b. Arihant Timbers Private Limited and Sarvayoni Vincom Private Limited, are directed to file a certified copy of this order with the Registrar of Companies, West Bengal within 30 days from this date.
- c. Registrar of Companies, West Bengal upon receiving such certified copies of this order be directed to place all documents relating to Company Sarvayoni Vincom Private Limited and register them with the file kept by him in relation to the Arihant Timbers Private Limited and files relating to Arihant Timbers Private Limited and Sarvayoni Vincom Private Limited shall be consolidated accordingly.

There shall be no orders as to costs.

T.A.No. 79 of 2017 is hereby disposed of.


(S. Vijayaraghavan)
Member (Technical)


(Vijai Pratap Singh)
Member (Judicial)

Dated, the 14th day of March, 2017