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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)

Company Petition No.38/2017

In the matter of :

The Companies Act, 1956 – Sections 391(2) and 394(1)
The Companies Act, 2013 – Sections 230(6) and 232(3)

And

In the matter of:

Orient Engineering & Commercial Company Ltd., a company incorporated under the provisions of the Companies Act, 1913 and being a Company within the meaning of the Companies Act, 2013 and having its registered office at 6B, Pretoria Street, Kolkata – 700 071 in the State of West Bengal;

And

In the matter of:

Krebs & CIE (India) Limited, a company incorporated under the provisions of the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013 and having its registered office at 6B, Pretoria Street, Kolkata – 700 071 in the State of West Bengal;

1. Orient Engineering & Commercial Company Ltd.
2. Krebs & CIE (India) Limited

... **Petitioners**

Counsels on Record:

- | | |
|-------------------------------|-----------------------|
| 1. Mr. D. N. Sharma, Advocate |] For the Petitioners |
| 2. Ms. Rusha Saha, Advocate |] |

Date of Pronouncing the order : 27.2.17

ORDER

Per Shri Vijay Pratap Singh, Member (J)

Heard the Learned Counsel for the Petitioners.

This petition has been filed for confirmation of the Scheme of Amalgamation of Orient Engineering & Commercial Company Ltd. (the Transferor Company) with Krebs & CIE (India) Limited (the Transferee company).

Leave is also given to file a Supplementary affidavit affirmed on behalf of the petitioners placing on record the certificates issued by the statutory auditors of the Transferor company and the Transferee company. The same shall be kept on record.

Let notice of this petition for sanctioning of the Scheme of Amalgamation be served on the Central Government (through the Regional Director, Eastern Region, Ministry of Corporate Affairs, Kolkata), Income-Tax department, having jurisdiction over the petitioners and Registrar of Companies, West Bengal, by sending the same by hand delivery through Special Messenger or by registered post or speed post with acknowledgement due within 5 days from the date of this order for filing their representation, if any, on the petition within 30 days from the date of notice. A copy of the petition along with all annexures to the petition as also a copy of the supplementary affidavit filed by the petitioners shall be sent along with the notice. The notice shall specify the date fixed for hearing of the petition and shall state that representations, if any, should be filed before this Tribunal within 30 days of the date of receipt of notice with a copy of such representation being sent simultaneously to the petitioners and/or their Advocates. If no such representation is received within the said period by the Tribunal, it shall


be presumed that the said authorities have no objection and/or comments to make against the Scheme of Amalgamation.

The above notices shall be sent pursuant to Form no.CAA-3 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 with necessary variations incorporating the directions herein. Notice of the petition be also sent to the Official Liquidator, as aforesaid, for his report on the affairs of the Transferor Company, the petitioner no.1 herein. The petitioners will take necessary steps regarding issue and service of notice of petition.

Let advertisement of the hearing of this petition be published once in two leading newspapers in English and Bengali in Kolkata 10 days before the date fixed for hearing pursuant to Form No. NCLT 3A of the National Company Law Tribunal Rules, 2016 with necessary variations.

The petition is fixed for hearing on 10th April, 2017.

Certified copy of the order may be issued upon compliance of all requisite formalities.


(S. Vijayaraghavan)
Member (T)


(Vijay Pratap Singh)
Member(J)

Signed on this 27th day of February, 2017