

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH  
COMPANY SCHEME PETITION NO. 282 OF 2017  
IN  
COMPANY SCHEME APPLICATION NO. 86 OF 2017**

In the matter of the Companies Act, 2013 (18 of 2013)

AND

In the matter of Sections 230 to 232 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013 along with the Companies Act, 1956;

AND

In the matter of Sections 391 to 394 of the Companies Act, 1956 and other relevant provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Amalgamation between Denise Realities Private Limited ("Denise" or "the Transferor Company") with Thaler Developers Private Limited ("Thaler" or "the Transferee Company")

AND

Their Respective Shareholders and Creditors

**THALER DEVELOPERS PRIVATE )**  
**LIMITED,** a company incorporated under the )  
Act and having its registered address at )  
Piramal Tower, 8th Floor, Ganpatrao Kadam )  
Marg, Lower Parel, Mumbai – 400013. ) ...Petitioner/Transferee Company

Called for Admission of Petition:

Rajesh Shah, Advocate along with Ahmed M. Chunawala, Advocate i/b Rajesh Shah & Co.,  
Advocates for the Petitioner

Coram: SH. M. K. Shrawat Hon'ble Member (J)

Date: 20<sup>th</sup> April, 2017.

**MINUTES OF THE ORDER**

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 8<sup>th</sup> June, 2017.
3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 16<sup>th</sup> February, 2017 passed by the National Company Law Tribunal, Mumbai Bench

(‘Tribunal’) in the Company Scheme Application No. 86 of 2017, the meeting of Equity Shareholders was held on Thursday, 27<sup>th</sup> March, 2017 and the requisite quorum was present and the Scheme was approved unanimously by the Equity Shareholders without modifications. The Chairman appointed for the meeting has filed his affidavit verifying his report dated 27<sup>th</sup> March, 2017 which is annexed as Exhibit ‘G’ to the petition. As per the directions of the Hon’ble Tribunal, a notice to its Unsecured Creditors were given on 23<sup>rd</sup> February, 2017.

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. 86 of 2017 by the Tribunal.

5. At least 10 days before the date fixed for hearing, Petitioner to publish the notice of hearing of Petition in two local newspapers viz. “Free Press Journal”, 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.

6. The Petitioner to file an affidavit of service regarding the directions given by the Tribunal three days before the date fixed for final hearing and do report to this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/- 27/4/17  
M. K. Shrawat (Judicial)