

NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH
NEW DELHI

C. P. NO.
CA. NO. 17/14/2017

PRESENT: SMT. INA MALHOTRA
Hon'ble Member (J)

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF NEW DELHI BENCH OF
THE NATIONAL COMPANY LAW TRIBUNAL ON 01.03.2017**

NAME OF THE COMPANY: M/s. VCS Enterprises Ltd.

SECTION OF THE COMPANIES ACT: 14(1)

<u>S.NO.</u>	<u>NAME</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
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Present: Mr. Anki Singal, Advocate.

ORDER

Vide this Petition under section 14(1) of the Companies Act 2013, M/s. VCS Enterprises Limited (hereinafter called the Company) CIN No. U51909DL1983PLC015353 prays for conversion of its status from a Public Company to a Private one.

2. The petitioner Company is stated to be a closely held with a seven shareholders. Its fund requirements are primarily met by its shareholders and it does not intend to raise any funds from the public. Under such circumstances, with a view to do away with the onerous compliances required from a public limited company, a decision was taken by the Board of Directors on 16.12.2016 for converting its status to a Private Company. Notice was issued for circulating the Agenda alongwith the explanatory note for holding the EGM on 23.01.2017.

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3. Necessary steps for altering the Company's Articles of Association and Memorandum of Association were also initiated. Subsequently, the Company in its Extra Ordinary General Meeting held on 23.01.2017, unanimously resolved to convert the Company into a Private Limited Company and the name of the Company was proposed to be changed from "M/s. VCS Enterprises Limited" to "M/s. VCS Enterprises Private Limited" subject to approval of this Tribunal.

4. The petition is accompanied with an affidavit of the Company's Director Sh. Himanshu Vashist stating that due compliances have been carried out. Publication has been effected in English and Hindi in the daily newspapers, The Statesman dated 04.02.2017 and Veer Arjun dated 05.02.2017, which have been filed on record. The petition is duly annexed with the audited Financial Statements for the year ending 31.03.2016, a certified copy of the Resolution passed in the EGM dated 23.01.2017, compliance of filing MGT-14 with the office of the RoC, affidavits in respect of its list of Creditors and notices issued to them. Pursuant to the notices sent individually as well as vide publication, no objections have been received. It is also certified that the company was never listed on any stock exchange and that the said conversion shall not prejudicially affect its shareholders or the creditors. There is no legal proceeding pending against the company in any Court of Law.

5. As the company has complied with statutory requirements, due approval is accorded to it for conversion to a Pvt. Ltd. Company. Its name shall be changed from "M/s. VCS Enterprises Limited" to "M/s. VCS Enterprises Private Limited" in terms of its Articles of Association, with the status of all concerned to be in the same position as prior to conversion.

6. The Company petition stands allowed. Fresh Certificate of Incorporation be issued.

SD/-

(Ina Malhotra)
Member Judicial