

**National Company Law Tribunal**

**Allahabad Bench**

**C.P No. 32/ALD/2016**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF ALLAHABAD BENCH  
OF THE NATIONAL COMPANY LAW TRIBUNAL ON 27.10.2017**

NAME OF THE COMPANY: M/s Carpo Electronic Ltd & Bakers Agrifood  
Pvt Ltd  
SECTION OF THE COMPANIES ACT: 391/394 of the Companies Act of 1956

<u>Sl. NO.</u>	<u>Name</u>	<u>Designation</u>	<u>Representation</u>
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1.

2.

**CP No.32/ALD/2016**

Sh. Adesh Tandon PCS for the petitioner. Sh. M.k. Bagri OL for the Regional Director, Ministry of Corporate Affairs. In the present matter this Tribunal received a copy of the Communication dated 23<sup>rd</sup> October, 2017 issued by the Income Tax Department Kanpur (I.T.O) 6 (1), which is addressed to the Principal Officer of Bakers Agrifood Pvt -- Limited seeking for pre-requisite information with regard to Amalgamation of Carpo Electronics Limited with Bakers Agrifood Pvt Ltd. with a view to enable them to Offer their comments on confirmation of the proposed Amalgamation Scheme, however, such information is still awaited. The OL drew our attention to a Communication dated 26<sup>th</sup> October 2017, issued by the Joint Director Ministry of Corporate Affairs, which is addressed to the OL Allahabad clarifying the stand of the Departments on the subject of the notices to the Income Tax Authorities, R.B.I., S.E.B.I etc. by enclosing a copy of another Communication dated 26<sup>th</sup> October, 2017. Wherein, the office of the R.D. took such stand that its office is now not required to issue a notice to Income Tax Authority and to other Sectorial Regulator.

However, as a precaution, its office issued a letter to the Income Tax Authority intimating about the existing company petition which has been filed before the Tribunal and Departments and specific comments/observation, if any, to be sent directly to the NCLT. It is further informed that in the present matter the R.D. Office



has issued a letter to the Chief Commissioner Income Tax inviting their comments but did not receive comments so far, therefrom.

Keeping in view of these circumstances the issue arises for our consideration as to whether, the office of the R.D. while preparing its representation/affidavit on behalf of the Central Govt. is legally required and expected to take into consideration the comments received, if any, from the Income Tax Authorities and other Sectoral Regulatory Bodies and if is not mandatory then what would be proper procedure in the light of the provision of the Companies Act 2013 read with the erstwhile provisions of companies Act 1956, and considering practise prevailing earlier.

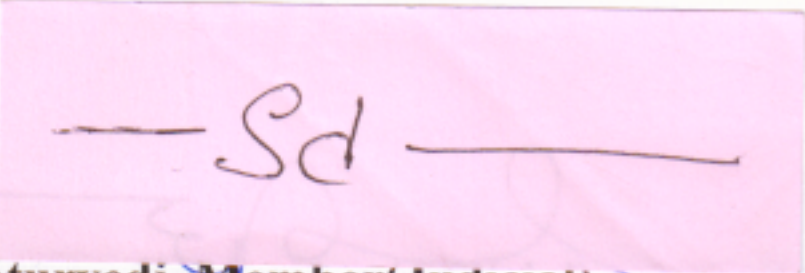
Hence, we feel that a notice be issued to the Union of India through the office of the learned Addl. Solicitor General Allahabad High Court to assists the Court by nominating appropriate counsel on such legal issue. The petitioner is directed to serve a copy of the present petition to the office of the learned A.S.G. Allahabad on behalf of the Union of India.

Meanwhile, a copy of this communication received from the Income Tax Department dated 23<sup>rd</sup> October, 2017 be provided to the petitioner representative Sh. Adesh Tandon as well as the representative of the Central Govt. M.K. Bagri the OL, so as to enable them to offer their comments.

The matter be listed on 20<sup>th</sup> November, 2017.

Date: 27/10/2017

Typed by  
Md. Zaid

  
H.P. Chaturvedi, Member(Judicial)