

**In the National Company Law Tribunal
Single Bench, Chennai**

**I.A. 126&126A of 2017
[TP(HC)/54 &55/CAA/2017]**

In the matter of Scheme of Arrangement of
M/s. Congruent Solutions Private Limited
(Demerged Company)
With
M/s. Congruent IT Services Private Limited
(Resulting Company)
And
Their Respective Shareholders and creditors

Order delivered on: 27.07.2017

For the Applicants: Ms Preeti Mohan, Advocate

Per: K. ANANTHA PADMANABHA SWAMY, MEMBER (J)

ORDER

1. Under consideration are two Interlocutory Application Nos. 126 and 126A of 2016 filed in TP (HC)/54&55/CAA/2017 which relate to the Scheme of Arrangement of Demerger between M/s. Congruent Solutions Pvt. Ltd. (Demerged Company) and M/s. Congruent IT Services Pvt. Ltd. (Resulting Company).
2. Ms. Preeti Mohan, learned counsel for Applicant Companies submitted that Hon'ble Division Bench vide its order dated 25.04.2017 dispensed with the convening and holding the meeting of equity shareholders and secured creditors. However, while passing the said order, there was no direction for issuing

notices to the statutory authorities and therefore the counsel prayed to issue notices to the relevant statutory authorities as per the provisions of Section 230(5) of the Companies Act, 2013 r/w Rule 8 of the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016.

3. After perusal of the applications and the scheme under consideration, the Registry is directed to issue notices to Regional Director, Ministry of Corporate Affairs, Registrar of Companies and Income Tax authorities. The authorities, if desirous of making any representation, may do so within 30 days from the date of receipt of the notice. In case, no representation is received, it shall be deemed that they do not have any representation to make. Since Applicants are Private Companies, there is no requirement for issuance of notices to RBI, CCI and SEBI including other stock exchanges.
4. Accordingly, the instant Interlocutory Applications are allowed with above direction.
5. The Company Petitions shall be presented on **01.09.2017**.


K. ANANTHA PADMANABHA SWAMY
MEMBER (J)