

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,

MUMBAI BENCH

COMPANY SCHEME PETITION NO 570 OF 2017

IN CONNECTION WITH

COMPANY SCHEME APPLICATION NO 365 OF 2017

In the matter of the Companies Act, 2013

And

In the matter of Section 230 to Section 232 of Companies Act,  
2013

And

In the Scheme of Amalgamation between Value Edge Research  
Services Private Limited ('the Transferor Company') and WNS  
Global Services Private Limited ('the Transferee Company')

Value Edge Research Services Private Limited, a Company}

incorporated under the provisions of Companies Act, 1956 }

having its registered office at Godrej and Boyce Complex, }

Plant No 10/11, of Gate No. 4, Pirojshanagar,}

LBS Marg, Vikhroli (West), Mumbai – 400079

}...First Petitioner Company

[CIN - 74900MH2009PTC289585]

WNS Global Services Private Limited, a Company }

incorporated under the provisions of Companies Act, 1956 }

having its registered office at "Pl-10, Godrej and Boyce }

Complex, Pirojshanagar, L.B.S Marg, Vikhroli West, }

Mumbai – 400079

}..... Second Petitioner Company

[CIN U72200MH1996PTC100196]

**Called for admission**

Mr. Hemant Sethi i/b. Hemant Sethi & Co., Advocates for the Petitioner Company

**Coram: B.S.V. Prakash Kumar, Member (Judicial)**

**V. Nallasenapathy, Member (Technical)**

**DATE: 5<sup>th</sup> July, 2017**

1. Petition admitted.
2. Petition fixed for hearing on 19<sup>th</sup> July, 2017.
3. Learned Counsel for the Petitioner Companies submit that in pursuance of Order dated 13<sup>th</sup> April, 2017 passed by this Tribunal in Company Scheme Application No 365 of 2017, meeting of the Equity Shareholders of the First Petitioner Company was convened and held at Auditorium, WNS Global Services Private Limited, Gate No. 4, Plant 10/11, Godrej & Boyce Complex, Pirojshanagar, LBS Marg, Vikhroli (West), Mumbai, Maharashtra – 400079 on 5th June, 2017 at 4 P.M. and of Second Petitioner Company at Brando Meeting room, WNS Global Services Private Limited, Gate No. 4, Plant 10/11, Godrej & Boyce Complex, Pirojshanagar, LBS Marg, Vikhroli (West), Mumbai, Maharashtra – 400079 on 5th June, 2017 at 3 P.M. for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed arrangement embodied in the Scheme of Amalgamation between Value Edge Research Services Private Limited and WNS Global Services Private Limited and their respective shareholders. In the said meeting, the Scheme was approved by all Equity Shareholders of the Petitioner Companies. The report of Chairman has been duly filed.
4. The Counsel for the Petitioner Companies submit that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, concerned Income Tax Authorities, Central Government through Regional Director, Registrar of Companies and Official Liquidator (only in case of Transferor Company). No representation is received by the Petitioner Companies from any Regulatory Authority

except query letters from the Regional Director and Official Liquidator. The requisite information called for by the office of Regional Director and Official Liquidator has already been submitted by the Petitioner Companies and no further information has been sought for.

5. At least 10 clear days before the date fixed for hearing, Petitioner Companies to publish the notice of hearing of the Petition in two local newspapers viz. "Free Press Journal" in English and "Navshakti" in Marathi, both circulated in Mumbai.
6. The Petitioner Companies to file an affidavit of service regarding the directions given by the Tribunal and do report to this Tribunal that the directions regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

**V. Nallasenapathy, Member (T)**

Sd/-

**B. S. V. Prakash Kumar, Member (J)**