

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH  
COMPANY SCHEME PETITION NO. 541 OF 2017

IN

COMPANY SCHEME APPLICATION NO. 558 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 Scheme of Amalgamation and Arrangement of OLIVE CAFES SOUTH PRIVATE LIMITED, the First Transferor Company and OLIVE MANAGEMENT SERVICES PRIVATE LIMITED, the Second Transferor Company and MOVING KITCHEN PRIVATE LIMITED, the Third Transferor Company and SUSSEGADO BAR & KITCHEN PRIVATE LIMITED, the Demerged Company with OLIVE BAR AND KITCHEN PRIVATE LIMITED, the Transferee or the resulting Company.

SUSSEGADO BAR & KITCHEN )  
PRIVATE LIMITED, a company )  
incorporated under the Companies Act, )  
1956 having its registered office at C/o, )  
Olive Bar & Kitchen Private Limited, Pali )  
Hill Tourist Hotel, 14 Union Park, Khar )  
West, Mumbai - 400052.

).....Petitioner Company/ the  
Demerged 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. B.S.V. Prakash Kumar (J) and SH. V. Nallasenapathy Hon'ble Member (T)

Date: 5<sup>th</sup> July, 2017.

### **MINUTES OF THE ORDER**

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 26<sup>th</sup> July, 2017.
3. Learned Counsel for the Petitioner states that in pursuance of the directions contained in Order dated 03<sup>rd</sup> May, 2017 passed by the National Company Law Tribunal, Mumbai Bench in the Company Scheme Application No. 558 of 2017, the meeting of Equity Shareholders was held on Saturday, 10<sup>th</sup> June, 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 12<sup>th</sup> June, 2017 which is annexed as Exhibit 'H' to the petition.
4. Learned Counsel for the Petitioner states that in pursuance of the directions contained in Order dated 03<sup>rd</sup> May, 2017 passed by the National Company Law Tribunal, Mumbai Bench in the Company Scheme Application No. 558 of 2017, the meeting of Unsecured Creditors was held on Saturday, 10<sup>th</sup> June, 2017 and the requisite quorum was present and the Scheme was approved unanimously by the Unsecured Creditors without modifications. The Chairman appointed for the meeting has filed his affidavit verifying his report dated 12<sup>th</sup> June, 2017 which is annexed as Exhibit 'H-1' to the petition.

5. The Learned Counsel 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. 558 of 2017 by the National Company Law Tribunal, Mumbai Bench.
6. 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 15 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. 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/-  
V. Nallasenapathy, Member (T)

Sd/-  
B.S.V. Prakash Kumar, Member (J)