

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH

COMPANY SCHEME PETITION NO 601 OF 2017

IN

COMPANY SCHEME APPLICATION NO 128 OF 2017

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 of the Companies Act, 2013;

AND

In the matter of Western Outdoor Interactive Private Limited ('the Transferor Company' or 'WOI') and Fairdeal Multimedia Private Limited ('the Transferee Company' or 'FDM') and their respective shareholders ('the Scheme')

**WESTERN OUTDOOR INTERACTIVE PRIVATE )**  
**LIMITED,** a company incorporated under the provisions )  
of Companies Act, 1956 having its registered address at )  
201-202, Tower II, SEEPZ++, SEZ-SEEPZ, MIDC, )  
Andheri (East), Mumbai – 400096. )  
CIN:- U72200MH1996PTC099074 )  
...Petitioner Company

**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: 05<sup>th</sup> July, 2017**

1. Petition admitted.
2. Petition fixed for hearing on 26<sup>th</sup> July 2017.
3. Learned Advocate for the Petitioner Company states that in pursuance of the directions contained in Order dated 03<sup>rd</sup> May, 2017 passed by this Tribunal in the Company Scheme Application No. 128 of 2017, the meeting of Equity Shareholders of the Petitioner Company was convened and held at 201-202, Tower II, SEEPZ++, SEZ-SEEPZ, MIDC, Andheri (East), Mumbai – 400096 on Friday, 9<sup>th</sup> June, 2017 at 11:00 A.M. and the requisite quorum was present and the Scheme was approved with the requisite majority by the Equity Shareholders without modifications. The Chairman appointed for the meeting has filed his

affidavit verifying his report dated 09<sup>th</sup> June, 2017 which is annexed as Exhibit 'I' to the petition.

4. The 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. 128 of 2017 by this Tribunal.
5. The Counsel for the Petitioner further submits that as directed by this Tribunal, notices have been served upon all the Regulatory Authorities namely, concerned Income Tax Authorities, Official Liquidator, Central Government through Regional Director and Registrar of Companies Mumbai. No representation is received by the Petitioner Company from any Regulatory Authority. The requisite information called for by the office of Regional Director and Registrar of Companies has already been submitted by the Petitioner Company and no further information has been sought for.
6. At least 10 days before the date fixed for hearing, Petitioner Company 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 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. The Petitioner to file an affidavit of service 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**

**(Technical)**

Sd/-

**B.S.V. Prakash Kumar, Member**

**(Judicial)**