

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,

BENCH, AT MUMBAI

COMPANY SCHEME PETITION NO. 462 OF 2017

(under Sections 230-232 of the Companies Act 2013)

CONNECTED WITH

C.S.A. NO. 278 OF 2017

In the matter of the Companies Act, 2013

AND

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

AND

Other applicable provisions of the
Companies Act, 2013

AND

Scheme of Arrangement amongst
Videocon D2h Limited having CIN
U92100MH2002PLC137947 (Transferor
Company) and Dish TV India Limited
having CIN L51909MH1988PLC287553
(Transferee Company) and their respective
Shareholders and Creditors

Videocon d2h Limited)
[CIN NO. U92100MH2002PLC137947], A)
Company incorporated under the Companies)
Act, 1956, having its Registered Office at Auto)
Cars Compound, Adalat Road, Aurangabad,)
Maharashtra-431005.) ... Petitioner Company

APPEARANCE: Ashish Kamat, Meghna Rajadhyaksha and Pulkitesh Dutt
Tiwari i/b Shardul Amarchand Mangaldas & Co advocates
for the Petitioner Company

Coram: B.S.V. Prakash Kumar (Member) (J)

V. Nallasenapathy (Member) (T)

Date: 6th July, 2017

MINUTES OF ORDER

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 26th July 2017.
3. Learned advocate for the Petitioner Company states that in pursuance of the order dated 22nd March, 2017 passed in C.S.A. No. 278 of 2017 ("**Order**"), the meeting of the Equity Shareholders of the Petitioner Company have been duly held on 8th May, 2017 for the purpose of considering and if thought fit, approving, with or without modification(s), the proposed Scheme of

Arrangement between Videocon D2h Limited (Transferor Company) and Dish TV India Limited (Transferee Company) and their respective Shareholders and Creditors (“Scheme”). In the said meeting, the Scheme was approved by the requisite majority of the Shareholders present and voting at the meeting.

4. The Counsel for the Petitioner Company further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, (i) concerned Income Tax Authority within whose jurisdiction the Petitioner Company’s assessments are made, (ii) to Official Liquidator, High Court, Bombay (iii) the Central Government through the office of Regional Director, Western Region, Mumbai (iv) to the Registrar of Companies, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. At least 10 clear days before the date fixed for hearing, Petitioner Company to publish the notice of hearing of the Petition in two newspapers, viz ‘Free Press Journal’ in English language and ‘Navshakti’ in Marathi language, both circulated in Mumbai.
6. The Petitioner Company to file an affidavit regarding the directions given by the Tribunal pertaining to advertisement of notice of hearing and 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)