

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,

MUMBAI BENCH

CSP NO 742 OF 2017

In the matter of the Companies Act, 2013

AND

In the matter of Scheme of Arrangement between The Dukes Retreat Private Limited ('First Demerged Company' or 'Dukes'), Sonmil Industries Private Limited ('First Resulting Company' or 'Second Demerged Company' or 'Sonmil') and Sonmil Engineering Private Limited ('Second Resulting Company' or 'SEPL') and their respective Shareholders

AND

In the matter of Sections 230 read with Section 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013

**The Dukes Retreat Private Limited, a )**

Company incorporated under the )

provisions of Companies Act, 1956 )

having its registered office at )

Sadhana Rayon House, D.N.Road, )

Mumbai - 400001 )

CIN: U55200MH1968PTC013933 .....Petitioner Company

Order delivered on 7<sup>th</sup> September, 2017

Coram:

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

Hon'ble **V.Nallasenapathy**, Member (T)

For the Petitioner(s): Mr. Hemant Sethi i/b Hemant Sethi & Co

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

**ORDER**

1. Petition Admitted.

2. Petition fixed for hearing and final disposal on 4<sup>th</sup> October, 2017.

3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 19<sup>th</sup> June, 2017 passed by the National Company Law Tribunal, Mumbai

Bench ('Tribunal') in the Company Scheme Application No. 644 of 2017, the meeting of Equity Shareholders was held on Wednesday, 26<sup>th</sup> July, 2017 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 report dated 27<sup>th</sup> July, 2017 which is annexed as Annexure 'F' to the petition.

4. The Learned Advocate 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. 644 of 2017 by the 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, Central Government through Regional Director and Registrar of Companies Mumbai.
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 16 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)**