

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

MUMBAI BENCH, AT MUMBAI

COMPANY SCHEME PETITION NO. 904 OF 2017

IN

COMPANY SCHEME APPLICATION NO. 679 OF 2017

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 52, 66, 230 to 232 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder;

AND

In the matter of Mister Homecare Services Private Limited, a company incorporated under the provisions of the Companies Act, 2013 bearing corporate identification number (CIN) - U74110MH2015PTC262614 and having its registered office at 2nd Floor, Gordhan Bldg No. 1, behind Girgaum Court Dr. Parekh St., Prathana Samaj, Mumbai – 400004, Maharashtra, India.

AND

In the matter of Sila Solutions Private Limited, a company incorporated under the provisions of the Companies Act, 1956 bearing corporate identification number (CIN) – U74900MH2009PTC195321 and having its registered office at Gordhan Bldg. No. II, 12/14, Parekh Street, Prathana Samaj, Mumbai - 400004, Maharashtra, India.

AND

In the matter of Scheme of Arrangement between Mister Homecare Services Private Limited and Sila Solutions Private Limited and their respective Shareholders and Creditors.

Mister Homecare Services Private Limited

**... Applicant No. 1/
Demerged Company**

Sila Solutions Private Limited

**... Applicant No. 2/
Resulting Company**

Order delivered on: 11th October, 2017

CORAM: Hon'ble M. K. Shrawat, Member (J)
Hon'ble V. Nallasenapathy, Member (T)

For the Petitioner: Adv. Harsh Buch, A/w. Ankit J. Parekh i/b. ALMT
Legal, Advocates for the Applicants.

Per: V. Nallasenapathy, Member (T)

MINUTES OF THE ORDER

This Company Petition filed jointly by the Demerged Company and the Resulting Company (herein after referred as "**the Applicant Companies**") is coming before us for admission and for fixing a date of hearing of the main Company Petition as well as for a direction in relation to publication in press to be effected and notices to be issued to the authorities concerned in relation to date of hearing of the Company Petition and calling for objections, if any, to the Scheme of Arrangement ("**Scheme**") contemplated between the Applicant Companies. From records, it is seen that on 28 June 2017, the first motion seeking directions for convening a meeting of equity shareholders, secured creditors and unsecured creditors was filed before this Tribunal vide Company Scheme Application No. 679 of 2017 ("**Application**") moved under Sections 52, 66, 230 to 232, of the Companies Act, 2013, and based on such Application, directions were issued by this Tribunal. The meetings of the equity shareholders, the secured creditors and the unsecured creditors of the respective Applicant Companies were duly conveyed by the respective chairpersons appointed by this Tribunal.

This Company Petition on second motion filed on 12 September 2017 has come up before us for fixing a date of hearing as well as other consequential directions in terms of provisions of Section 230 to 232 of Companies Act,

2013 read with Rule 16 of the Companies (Compromise, Arrangements and Amalgamation) Rules, 2016, and it is now hereby ordered as follows:

- (i) Company Petition Admitted.
- (ii) Company Petition fixed for hearing and final disposal on 16th November 2017.
- (iii) Notice of the hearing shall be advertised in the newspapers namely, “Free Press Journal” (English Language) and “Navshakti” (Vernacular Language) not less than 10 days before the aforesaid date fixed for hearing.
- (iv) In addition to the above public notice, the Applicant Companies shall jointly serve the notice of the Company Petition on the following authorities namely, (i) concerned Income Tax Authority within whose jurisdiction the respective Applicant Company’s assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai; (iii) Registrar of Companies, Mumbai; and (iv) the Reserve Bank of India, Regional Office, Mumbai not less than 30 days before the aforesaid date fixed for hearing.
- (v) If no representation/response is received from the concerned authorities within the stated period of 30 days by the Tribunal, it will be presumed that the concerned authorities have no representation/objections to the proposed Scheme as per the Rule 8 of the Companies (Compromise, Arrangements and Amalgamation) Rules, 2016.
- (vi) Both the Applicant Companies shall at least 7 days before the date of hearing of the Company Petition file an affidavit of service in relation to paper publication effected as well as service of notices on the authorities specified above.

(vii) The final date of hearing of the Petition shall be on 16 November 2017 for the consideration of the approval of the Schemes as contemplated between the Applicant Companies.

Sd/-

V. Nallasenapathy, Member (T)

Sd/-

M. K. Shrawat, Member (J)