

CSP NO 591 OF 2017

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH

CSP NO 591 OF 2017

IN

CSA No. 405 of 2017

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Amalgamation of Dimexon (India) Holding Private Limited ('the Transferor Company') and Dimexon Diamonds Limited ('the Transferee Company') and their respective Shareholders

Dimexon (India) Holding Private LimitedFirst Petitioner Company
(Transferor Company)

AND

Dimexon Diamonds LimitedSecond Petitioner Company
(Transferee Company)Order delivered on 12th October, 2017

Coram:

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

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

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

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 15th November, 2017.
3. Learned Advocate for the Petitioners states that in pursuance of the directions contained in Order dated 12th April, 2017 passed by this Tribunal in the Company Scheme Application No. 405 of 2017, the meeting of Equity Shareholders of the First Applicant Company were convened and held at 803 / 804, Raheja Chambers, Nariman Point, Mumbai-400 021 on 24th May 2017 at 10:00 A.M and meeting of Equity Shareholders of the Second Applicant Company were convened and held at 716, Raheja Chambers,

Nariman Point, Mumbai-400 021 on 24th May 2017 at 11:00 A.M for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed Scheme of Amalgamation of Dimexon (India) Holding Private Limited ('the Transferor Company') and Dimexon Diamonds Limited ('the Transferee Company') and their respective shareholder and the Scheme was approved by requisite majority of the shareholders present and voted in favour of Scheme. The Chairman appointed for the meeting has filed his report.

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. 405 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 and to the Official Liquidator in so far as the First Transferor Company.
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 "Navshakti", 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/-

M.K. Shrawat, Member (J)

Date:12.10.2017