

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH

CSP NO 976 OF 2017

IN

CSA NO. 815 OF 2017

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement between Atlas Copco (India) Limited ("Transferor Company") and Epiroc Mining India Limited ("Transferee Company") and their respective Shareholders.

Atlas Copco (India) Limited, a company incorporated }  
under the provisions of Companies Act, 1956 and }  
having its registered office at Sveanagar, Mumbai-Pune Road, }  
Dapodi, Pune – 411 012, Maharashtra, India. }

.....First Applicant Company

AND

Epiroc Mining India Limited, a company incorporated }  
under the provisions of Companies Act, 2013 and }  
having its registered office at Sveanagar, Mumbai-Pune Road, }  
Dapodi, Pune – 411012, Maharashtra, India. }

.....Second Applicant Company

Order delivered on 18<sup>th</sup> August, 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. Advocates for Applicants

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

**ORDER**

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 23<sup>rd</sup> November 2017.

3. Learned Counsel for the Petitioners states that in pursuance of the directions contained in Order dated 9<sup>th</sup> August 2017 passed by this Tribunal in the Company Scheme Application No.815 of 2017 the meeting of Equity Shareholders of the First and Second Petitioners was held on 11<sup>th</sup> September, 2017 and the requisite quorum was present and the Scheme was approved unanimously by all the Equity Shareholders of the First and Second Petitioner Company without modifications. The chairman appointed for the meeting has filed his report which is annexed to the Petition.
4. The Counsel for the Petitioners further submits as per the directions contained in Order dated 9<sup>th</sup> August, 2017 passed by this Tribunal in the Company Scheme Application No.815 of 2017 and in compliance with the relevant provisions of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Petitioners submit that 30 days' notices were duly served upon (i) concerned Income Tax Authority within whose jurisdiction the Petitioner Company's assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai (iii) Reserve Bank of India and (iv) to the Registrar of Companies.
5. The Learned Counsel for the Petitioner Company further submits that the 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. 815 of 2017 by this Tribunal.
6. At least 10 days before the date fixed for hearing Petitioner Companies shall jointly publish the notice of hearing of Petition in two local newspapers viz. viz. "Financial Express" in English language and "Loksatta" in Marathi language, both having circulation in Pune as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. The Petitioner Company 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)**

18.10.2017

Sd/-

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