

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH AT MUMBAI
COMPANY SCHEME PETITION NO. 549 OF 2017
CONNECTED WITH
COMPANY SCHEME APPLICATION NO. 445 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 the Scheme of
Amalgamation of
Reliance Commercial Trading Private
Limited

AND

Reliance Jio Asiainfo Innovation Centre
Limited
(collectively, the "Transferor
Companies")

WITH

Reliance Corporate IT Park Limited
(the "Transferee Company")

Reliance Commercial Trading Private Limited,)
a private company incorporated under the)
Companies Act, 1956 and a public company)
within the meaning of the Companies Act, 2013)
having its registered office at 4th Floor,)
Court House, Lokmanya Tilak Marg,)
Dhobi Talao, Mumbai-400 002)...Petitioner Company

CALLED FOR ADMISSION OF PETITION:

Counsel Mr. Sidharth Samantaray a/w Advocate Sonali Aggarwal i/b
M/s. Junnarkar & Associates, Advocates for the Petitioner Company.

Coram: Shri B.S.V. Prakash Kumar, Hon'ble Member (Judicial)

Shri V. Nallasenapathy Hon'ble Member (Technical)

Date : 21st June 2017

MINUTES OF THE ORDER

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 19th day of July, 2017.
3. Learned Advocate for the Petitioner Company states that in pursuance of Order dated 28th April 2017 passed by this Tribunal, in Company Scheme Application No. 445 of 2017, the meeting of Equity Shareholders was directed to be convened and held on 5th June 2017 for the purpose of considering and if thought fit, approving the Scheme of Amalgamation of Reliance Commercial Trading Private Limited and Reliance Jio Asiainfo Innovation Centre Limited with Reliance Corporate IT Park Limited. The convening and holding of meeting of Preference Shareholders did not arise in view of the Petitioner Company having no Preference Shareholders.
4. The Learned Advocate for the Petitioner Company states that as per the directions in the said Order dated 28th April 2017, the meeting of Equity Shareholders of the Petitioner Company was held at Reliance Corporate Park, 5 TTC Industrial Area, Thane-Belapur Road, Ghansoli, Navi Mumbai-400 701 on Monday, 5th June 2017 at 11.00 a.m. and the Scheme of Amalgamation was unanimously approved at the said meeting by the Equity Shareholders, without modifications. The Petitioner Company has filed Chairperson's Report dated 5th June 2017 on the result of the meeting of the Equity Shareholders, which is annexed as Exhibit "G" to the Petition. The Chairperson has also filed his Affidavit verifying the said Report dated 8th June 2017, which is annexed as Exhibit "H" to the Petition.

5. The Learned Advocate for the Petitioner Company submits that in pursuance of the Order dated 28th April 2017, the Petitioner Company was directed to issue individual notice to all its Secured Creditors and Unsecured Creditors as required under Section 230(3) of the Companies Act, 2013. The Petitioner Company has served Notice dated 15th May 2017 alongwith a copy of the Scheme of Amalgamation and the Statement under Section 230 of the Companies Act, 2013 on all its Secured Creditors and Unsecured Creditors and has filed before this Tribunal an Affidavit dated 30th May 2017 proving service of Notice on Secured Creditors and Unsecured Creditors.
6. The Learned Advocate for the Petitioner Company submits that the Petition is filed in time in compliance with Sections 230 to 232 of the Companies Act, 2013 read with Rule 15 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. In view of the aforesaid, this Tribunal directs as under:
 - (a) The Petitioner Company shall give notice of the date of final hearing to the Regional Director and the Official Liquidator, at least ten days before the date fixed for hearing;
 - (b) At least ten clear days before the date fixed for hearing, the Petitioner Company to publish notice of hearing of the Petition in two newspapers, viz. "Free Press Journal" in English language and translation thereof in "Navshakti" in Marathi language, both circulating in Mumbai, Maharashtra. The notice of hearing of the Petition in the Maharashtra Government Gazette is dispensed with; and

- (c) The Petitioner Company to file necessary Affidavits of Service and publication in proof of compliance with the directions contained in this Order at least three days before the date fixed for final hearing of the Petition.

Sd/-

B.S.V. Prakash Kumar, Member (Judicial)

Sd/-

V. Nallasenapathy, Member (Technical)

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Reliance Commercial Trading Private Limited
...Petitioner Company

MINUTES OF ORDER

Dated this 21st day of June 2017

M/s. Junnarkar & Associates,
Advocates for the Petitioner Company,
311/312, Embassy Centre,
Nariman Point, Mumbai - 400 021