

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,

MUMBAI BENCH

CSP NO 873 (MAH) OF 2017

IN

CSA NO 534 (MAH) 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 Arrangement between DSR Infotech Limited and M.J. Pharmaceuticals Private Limited and Suraksha Realty Limited and Katalyst Software Services Private Limited and their respective shareholders

DSR Infotech Limited, a company incorporated }
under the provisions of Companies Act, 1956 }
having its registered office at Sun Lounge, }
Ground Floor (Right Wing), One Earth, }
opposite Magarpatta City, Hadapsar, Pune - 411028. }....First Petitioner Company

M.J. Pharmaceuticals Private Limited a company }
incorporated under the provisions of Companies Act, }
1956 having its registered office at F.P. 145 Ram }
Mandir Road, Vile Parle (East), Mumbai – 400057 }....Second Petitioner Company

Suraksha Realty Limited, a company incorporated }
under the provisions of Companies Act, 1956 having }
its registered office at 3, Narayan Building, 23 L.N. }
Road, Dadar (East), Mumbai – 400014 }....Third Petitioner Company

Katalyst Software Services Private Limited, a company }
incorporated under the provisions of Companies Act, }
2013 having its registered office at Sun Lounge, }
Ground Floor (Right Wing), One Earth, opposite }
Magarpatta City, Hadapsar, Pune – 411028 }....Fourth Petitioner Company

Order delivered on 21st 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 12th October, 2017.
3. Learned Counsel for the Petitioner Companies submits that in pursuance of the Order dated 22nd June, 2017 passed by this Tribunal in Company Scheme Application No. 534 of 2017, meeting of the Shareholders of the Petitioner Companies were convened and held as for the purpose of considering and if thought fit, approving, with or without modification(s), the Scheme of Arrangement between DSR Infotech Limited and M.J. Pharmaceuticals Private Limited and Suraksha Realty Limited and Katalyst Software Services Private Limited and their respective shareholders. In the said meetings, the Scheme was approved by the requisite majority of the Shareholders present and voting at their respective meetings.
4. The Counsel for the Petitioner Companies further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely to the (i) concerned Income Tax Authorities with in whose jurisdiction the Petitioner Companies assessments are made respectively; (ii) the Central Government through the office of Regional Director, Western Region, Mumbai; (iii) Registrar of Companies, Mumbai; and (iv) Ministry of Corporate Affairs, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. At least 10 (ten) clear days before the date fixed for hearing, First and Fourth Petitioner Company to publish a notice of hearing of the Petition in 2 (two) local newspapers viz. "Indian Express" in English language and translation thereof in "Loksatta" in Marathi, both circulated in Pune.
6. At least 10 (ten) clear days before the date fixed for hearing, Second and Third Petitioner Company to publish a notice of hearing of the Petition in 2 (two) local newspapers viz. "Free Press Journal" in English language and translation thereof in "Navshakti" in Marathi, both circulated in Mumbai.
7. The Petitioner Companies to file an affidavit regarding the directions given by the Tribunal pertaining to advertisement of notice of hearing and 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)