

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH  
COMPANY SCHEME PETITION NO. 563 OF 2017  
IN  
COMPANY SCHEME APPLICATION NO. 282 OF 2017

In the matter of the Companies Act, 2013

And

In the matter of Scheme of Amalgamation  
(‘Scheme’) of Defence Land Systems India  
Limited (‘the Transferor Company’) with  
Mahindra Defence Systems Limited (‘the  
Transferee Company’)

And

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

And

In the matter of Sections 391 to Section 394  
of the Companies Act, 1956 and other  
applicable provisions of the Companies  
Act, 1956

**Mahindra Defence Systems Limited, a )**  
company incorporated under the Companies )  
Act, 1956 having its registered office at )  
Mahindra Towers, P.K. Kurne Chowk, Dr. G. )  
M. Bhosale Marg, Worli, Mumbai - 400018 ) .....Petitioner Company

**Called for Admission**

Mr. Hemant Sethi i/b. Hemant Sethi & Co., Advocates for the Petitioner

**CORAM: B.S.V. Prakash Kumar, Member (Judicial)**

**V. Nallasenapathy, Member (Technical )**

**DATE: 22<sup>nd</sup> June 2017**

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 19<sup>th</sup> July 2017.
3. Learned Counsel for the Petitioner Company submits that in pursuance of the Order

dated 29<sup>th</sup> March, 2017 passed by this Tribunal in Company Scheme Application No. 282 of 2017, meeting of the Equity Shareholders of the Petitioner Company was convened and held on 24<sup>th</sup> day of May, 2017 for the purpose of considering and if thought fit, approving, with or without modification(s), the Scheme of Amalgamation proposed to be made between Defence Land Systems India Limited (Transferor Company) and the Petitioner Company and their respective shareholders and creditors. In the said meeting, the Scheme was approved by the requisite majority of the Shareholders present and voting at the meeting.

4. The Counsel for the Petitioner Company further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, (i) concerned Income Tax Authorities with in whose jurisdiction the Petitioner Company's assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai, and (iii) Registrar of Companies, 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, Petitioner Company to publish a notice of hearing of the Petition in 2 (two) local newspapers viz "Free Press Journal" in English and "Navshakti" in Marathi, both circulated in Mumbai.
6. The Petitioner Company 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 (Technical )**

Sd/-

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