

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH**

**COMPANY SCHEME PETITION NO. 561 OF 2017
CONNECTED WITH
COMPANY SCHEME APPLICATION NO. 437 OF 2017**

In the matter of the Companies Act, 2013 (18 of 2013);

And

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

And

In the matter of Scheme of Amalgamation between
Godrej Investments Private Limited ('GIPL' or 'the
Transferor Company') with Godrej & Boyce
Manufacturing Company Limited ('G&B' or 'the
Transferee Company')

And

Their Respective Shareholders

GODREJ & BOYCE MANUFACTURING)
COMPANY LIMITED, a company incorporated)
under the provisions of Indian Companies Act, 1913)
having its Registered Office at Pirojshanagar, Vikhroli,)
Mumbai – 400079.) ... Petitioner Company

Called for Admission of Petition

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

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

V. Nallasenapathy, Member (Technical)

Date: 22nd June, 2017

MINUTES OF THE ORDER

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 12th July, 2017.

3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 28th April, 2017 passed by the National Company Law Tribunal, Mumbai Bench ('Tribunal') in the Company Scheme Application No. 437 of 2017, the Meeting of Equity Shareholders was held on Thursday, 15th June, 2017 and the requisite Quorum was present and the Scheme was approved with the requisite majority by the Equity Shareholders without modifications. The Chairman appointed for the meeting has filed his affidavit verifying his report with the NCLT on 16th June, 2017 which is annexed as Annexure 'J' to the Petition.
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. 437 of 2017 by the Tribunal.
5. 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 "Navashakti", in Marathi language, both having circulation in Mumbai as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
6. The Petitioner to file an affidavit of service regarding the directions given by the Tribunal 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/-

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