

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

COMPANY SCHEME PETITION NO. 512 OF 2017

AND

COMPANY SCHEME APPLICATION NO. 499 OF 2017

In the matter of the Companies Act, 2013

And

In the matter of Section 230 to Section 232 and other
applicable provisions of Companies Act, 2013

And

In the matter of Scheme of Arrangement between
Edelweiss Business Services Limited ("Demerged
Company" or "EBSL") and Edelcap Securities
Limited ("Resulting Company" or "ESL") and their
respective Shareholders ("Scheme")

EDELWEISS BUSINESS SERVICES)

LIMITED, a company incorporated)

under the provisions of the Companies)

Act, 1956 with its Corporate Identity)

Number- U65990MH2005PLC154276)

and having its registered office at)

Edelweiss House, Off. C.S.T Road,)

Kalina, Mumbai – 400098, Maharashtra).....Petitioner Company

Called for admission

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

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

V. Nallasenapthy, Member (Technical)

DATE: 22nd June, 2017

1. Petition admitted.
2. Petition fixed for hearing on 12th July, 2017.
3. Learned Counsel for the Petitioner Company submits that in pursuance of Order dated April 20, 2017 passed by this Tribunal in Company Scheme Application No 499 of 2017, the meeting of the Equity Shareholders and the Preference

Shareholders of the Petitioner Company was convened and held at Edelweiss House, Off. C.S.T Road, Kalina, Mumbai-400098 on Tuesday, May 30, 2017 at 11:00 A.M and 12:00 noon respectively for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed Scheme of Arrangement between Edelweiss Business Services Limited ("Demerged Company" or "EBSL" or "Petitioner Company") and Edelcap Securities Limited ("Resulting Company" or "ESL") and their respective Shareholders ("Scheme"). In the said meetings, the Scheme was approved by all the Equity shareholders and Sole Preference shareholder who had cast valid votes on the Resolution on poll at the meeting. The Chairperson of the aforesaid meetings of Equity and Preference shareholders has submitted his separate reports on 5th June 2017 stating the outcome of the aforesaid meetings of Equity and Preference shareholders.

4. The Counsel for the Petitioner further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, concerned Income Tax Authorities, Central Government through Regional Director and Registrar of Companies. No representation is received by the Petitioner Company from any Regulatory Authority. The requisite information called for by the office of Regional Director has already been submitted by the Petitioner Company and no further information has been sought for.
5. At least 10 clear days before the date fixed for hearing, Petitioner Company to publish the notice of hearing of the Petition in 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 (T)

Sd/-

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