

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH  
COMPANY SCHEME PETITION NO. 546 OF 2017  
IN  
COMPANY SCHEME APPLICATION NO. 352 OF 2017

In the matter of the Companies Act, 2013

And

In the matter of Sections 230 to 232 of the  
Companies Act 2013;

And

In the matter of Scheme of Arrangement  
between Bellissimo Properties  
Development Private Limited (Formerly  
known as Lodha Properties Development  
Private Limited) having CIN  
U45201MH2006PTC163751 (Demerged  
Company) and Lodha Developers Private  
Limited having CIN  
U45200MH1995PTC093041 (Resulting  
Company) and their respective  
shareholders

**Bellissimo Properties Development Private Limited,}**

a Company incorporated under the provisions }

of Companies Act, 1956 }

having its registered office at 412, Floor 4, }

17G Vardhaman Chamber, Cawasji Patel Road, }

Horniman Circle, Fort, Mumbai 400001. }

CIN U45201MH2006PTC163751 }.....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 12<sup>th</sup> April, 2017 passed by this Tribunal in Company Scheme Application No.

352 of 2017, meetings of the Equity Shareholders and Preference Shareholders of the Petitioner Company were convened and held on 23<sup>rd</sup> day of May, 2017 for the purpose of considering and if thought fit, approving, with or without modification(s), the Scheme of Arrangement between Bellissimo Properties Development Private Limited (the Demerged Company) and Lodha Developers Private Limited (the Resulting Company) and their respective shareholders. In the said meetings, the Scheme was approved by the requisite majority of the Shareholders present and voting at the meetings.

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)**