

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
BENCH, AT MUMBAI
COMPANY SCHEME PETITION NO. 566 OF 2017**

In the matter of the Companies Act, 2013

AND

In the matter of Section 230 to 232 of the
Companies Act, 2013

AND

Other applicable provisions of the Companies
Act, 2013

AND

In the matter of Scheme of Arrangement and
Amalgamation ("Composite Scheme") between
Balaji Motion Pictures Limited having CIN
U22300MH2007PLC168515 ("Demerged
Company"), and Bolt Media Limited having CIN
U74900MH2012PLC237999 ("Transferor
Company"), and Balaji Telefilms Limited having
CIN L99999MH1994PLC082802 ("Transferee
Company") and their respective Shareholders.

BALAJI TELEFILMS LIMITED, a company)
incorporated under the provisions of Companies Act,)
1956 having its registered office at C-13, Balaji House,)
Dalia Industrial Estate, Opposite Laxmi Industrial)
Estate, New Link Road, Andheri (W), Mumbai –)
400053; CIN U22300MH2007PLC168515) ... Petitioner Company

Called for Admission:

Mr. Hemant Sethi i/b Hemant Sethi & Co; Ameya Gokhale a/w Meghna Rajadhyaksha and
Pulkitesh Dutt Tiwari i/b Shardul Amarchand Mangaldas, Advocates for the Petitioner
Company

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

V. Nallasenapathy, Member (Technical)

DATE: 22nd June, 2017

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 19th July, 2017.

3. Learned Counsel for the Petitioner Company submits that in pursuance of the Order dated 12th April, 2017 passed by this Tribunal in Company Scheme Application No. 433 of 2017, meeting of the Equity Shareholders of the Petitioner Company was convened and held at The Club, 197, D N Nagar, Andheri West, Mumbai 400053, on 24th May 2017 at 1.00 p.m. for the purpose of considering and, if thought fit, approving, with or without modification(s), the proposed arrangement embodied in the Scheme between Balaji Motion Pictures Limited, Bolt Media Limited, and Balaji Telefilms Limited and their respective Shareholders. 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, (iii) Registrar of Companies, (iv) the Securities and Exchange Board of India, (v) BSE Limited and (vi) National Stock Exchange of India Limited, 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. "Business Standard" in English and "Mumbai Lakshadeep" 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)