

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH  
TRANSFER COMPANY SCHEME PETITION NO. 194 OF 2017

In the matter of the Companies Act, 1956

AND

In the matter of Sections 391 to 394 of the  
Companies Act, 1956.

AND

In the matter of the Scheme of  
Amalgamation of CCL Projects Private  
Limited, Transferor Company with CCL  
Optoelectronics Private Limited,  
Transferee Company and their respective  
members and creditors.

CCL Projects Private Limited	)
Incorporated and registered	)
under the Companies Act, 1956	)
having its Registered Office at	)
EL-38, Electronics Zone, MIDC,	)
Mahape, Navi Mumbai,	)
Maharashtra 400710	)
	)..Petitioner Company / Transferor
	Company

Mr. Darshan Ashar i/b M/s. Sanjay Udeshi & Co., Advocates for Petitioner.

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

V. Nallasenapathy, Member (Technical)

Date : 23<sup>rd</sup> March, 2017

**MINUTES OF ORDER**

1. Petition admitted.

2. Petition fixed for hearing and final disposal on the 3<sup>rd</sup> day of May, 2017.
3. Learned Counsel for the Petitioner states that pursuant to order dated 8<sup>th</sup> July, 2016 passed in the CSD No. 604 of 2016, by the Hon'ble High Court, at Bombay the convening and holding the meeting of the Equity Shareholders was dispensed with in view of consents given by all the three equity shareholders of the Petitioner Company. There were no secured creditors, preference shareholders hence the question of convening and holding the meeting of secured creditors and preference shareholders did not arise. The convening and holding the meeting of the unsecured creditors was also dispensed with in view of consents given by all the unsecured creditors of the Petitioner Company.
4. At least 10 clear days before to the date of hearing, the Petitioner Company to publish the composite notice of hearing of petition in two local news papers, viz., 'Free Press Journal' in English language and translation thereof in 'Navshakti' in Marathi language, both having circulation in Navi Mumbai, Maharashtra.
5. The Petitioner Company is directed to serve notices alongwith copy of Scheme of Amalgamation upon : (i) Concerned Income Tax Authority within whose jurisdiction the Applicant Company's assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai, (iii) Registrar of Companies, with a direction that they may submit their representations, if any, within a period of thirty days from the date of receipt of such notice to the Tribunal with copy of such representations shall simultaneously be served upon the Petitioner Company.

6. The Petitioner Company is also directed to serve notice along with copy of scheme upon the Official Liquidator. S.V. Godbole, Chartered Accountant are appointed to assist the Official Liquidator to scrutinize books of accounts of the Petitioner Company. The Petitioner Company to pay fees of Rs. 20,000/- within a period of two weeks from today.
7. Petitioner Company to file affidavit of service in the Registry proving dispatch of notices upon the Regulatory Authorities as stated in clause 5 above and publication of notice in newspaper.

Sd/-

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

Sd/-

V. Nallasenapathy, Member (Technical)