

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

CSP NO. 771 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 along with the Companies Act, 1956.

And

In the matter of Scheme of Amalgamation of TRANSWARRANTY ADVISORS PRIVATE LIMITED ("Transferor Company 1") and TRANSWARRANTY PRIVATE LIMITED ("Transferor Company 2") and DUNHILL SHARESHOPPE PRIVATE LIMITED ("Transferor Company 3") with TRANSWARRANTY CONSULTANTS PRIVATE LIMITED ("Transferee Company")

And

Their Respective Shareholders

TRANSWARRANTY PRIVATE LIMITED

.....Petitioner/ Transferor Company 2

Order delivered on 23rd August, 2017.

Coram:

SH. B.S.V. Prakash Kumar Hon'ble Member (J)

SH. V. Nallasenapathy, Hon'ble Member (T)

For the Petitioner Mr.Rajesh Shah, Advocate i/b Rajesh Shah & Co., Advocates for the Petitioner.

Per: SH. B.S.V. Prakash Kumar, Hon'ble Member (J)

ORDER :

MINUTES OF THE ORDER

1. Petition Admitted.

2. Petition fixed for hearing and final disposal on 20th September, 2017.
3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 28th June, 2017 passed by the National Company Law Tribunal, Mumbai Bench ('Tribunal') in the Company Scheme Application No. 624 of 2017, the meeting of Equity and Preference Shareholders were held on Monday, 7th August, 2017 and the requisite quorum was present and the Scheme was approved unanimously by the Equity and Preference Shareholders without modifications. The Chairman appointed for the meeting has filed his affidavit verifying his reports dated 25th July, 2017 which were annexed as Annexure 'K' and 'L' respectively, to the petition. There are no secured creditors in the Petitioner Company as stated in paragraph 31 of the Company Scheme Petition. As per the directions of the Hon'ble Tribunal, notice to all its unsecured creditors were given on 4th July, 2017.
4. The Learned Advocate for the Petitioner Company further submits that the Company Petition is filed in consonance with sections 230 to 232 along with the Order passed in Company Scheme Application No. 624 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 Company to file an affidavit of service regarding the directions given by the Tribunal three days before the date fixed for final hearing 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)

Date : 23-08-2017

Sd/-

B.S.V. Prakash Kumar (J)