

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH

CSP NO. 763 OF 2017

IN

CSA NO. 650 OF 2017

In the matter of the Companies Act, 2013 (18 of 2013);

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder as in force from time to time;

AND

In the matter of Scheme of Amalgamation of Pratirup Advisory Services Private Limited ('the Transferor Company 1') and Unity Advisory Services Private Limited ('the Transferor Company 2') with JSW Projects Limited ('the Transferee Company') and their respective Shareholders

Pratirup Advisory Services Private Limited, }

a Company incorporated under the Companies }

Act, 2013 and having its registered office at }

Jindal Mansion, 5A, Dr. G. Deshmukh Marg, }

Mumbai – 400 026, Maharashtra. }

CIN: U74999MH2016PTC287598 } First Petitioner Company

Unity Advisory Services Private Limited , a }

Company incorporated under the Companies }

Act, 2013 and having its registered office at }

Jindal Mansion, 5A, Dr. G. Deshmukh Marg, }

Mumbai – 400 026, Maharashtra. }

JSW Projects Limited, a Company }

incorporated under the Companies Act, 1956 }

and having its registered office at JSW Centre, }

Bandra Kurla Complex, Bandra (East), }

Mumbai – 400 051, Maharashtra. }

CIN: U74999MH2006PLC163924 } Third Petitioner Company

Order delivered on 23rd August 2017

Coram:

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

V. Nallasenapathy, Member (Technical)

For the Petitioner(s): Mr. Hemant Sethi i/b Hemant Sethi & Co

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

Order

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 12th October, 2017.
3. Learned Advocate for the Petitioner states that in pursuance of the directions contained in Order dated 19th June, 2017 passed by the National Company Law Tribunal, Mumbai Bench ('Tribunal') in the Company Scheme Application No. 650 of 2017, the meeting of Equity Shareholders of the First Petitioner Company and Second Petitioner Company was held on Friday, 28th July, 2017 and the meeting of Equity Shareholders of the Third Petitioner Company was held on Saturday, 29th July, 2017 and the requisite quorum was present and the Scheme was approved unanimously by the respective Equity Shareholders of the Petitioner Companies without modifications. The Chairman appointed for the meeting of the equity shareholders of the First Petitioner Company, Second Petitioner Company and Third Petitioner Company have filed affidavit verifying the report on 2nd August, 2017 which are annexed as Exhibit 'H3', Exhibit 'I3 and I5' and Exhibit 'J3' to the petition. There are no Secured Creditors in the First Petitioner Company and Second Petitioner Company. As per the directions of the Hon'ble Tribunal, a notice to the Secured Creditors of the Third Petitioner Company was given on 24th June, 2017. Further, as per the directions of the Hon'ble Tribunal, a notice to the

Unsecured Creditors of the First Petitioner Company, Second Petitioner Company and Third Petitioner Company were given on 24th June, 2017.

4. The Learned Advocate for the Petitioner Companies 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. 650 of 2017 by the Hon'ble Tribunal.
5. At least 10 days before the date fixed for hearing, Petitioner Companies 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 Companies 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)

Sd/-

B.S.V. Prakash Kumar (J)