

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH

COMPANY SCHEME PETITION NO 521 OF 2017

In the matter of the Companies Act 2013;

AND

In the matter of Sections 230 to 232 of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016;

AND

In the matter of Composite Scheme of Amalgamation and Arrangement between Micronet Real Estate Private Limited having CIN U73100MH2011PTC221908 (Transferor Company) and Trans Fleet Limited having CIN U60231DD1994PLC001687 (First Transferee Company or Demerged Company) and Abbie Infraventures Private Limited having CIN U70109MH2013PTC247622 (Second Transferee Company or Resulting Company) and their respective Shareholders.

Micronet Real Estate Private Limited, a Company }
Incorporate Under the provisions of }
Companies Act, 1956 having its registered office }
at Fairlink Center, 601/2/3, 'B' Wing, }
Near Monginis Factory, Andheri (w), Mumbai – 400053 }

.....Petitioner

Called for Admission:

Mr. Hemant Sethi i/b Hemant Sethi & Co; Advocates for the Petitioner Company

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

V. Nallasenapathy, Member (Technical)

DATE: 28th June, 2017

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 20th July, 2017.
3. Learned Counsel for the Petitioner Company submits that in pursuance of the Order dated 29th March, 2017 passed by this Tribunal in Company Scheme Application No. 303 of 2017, meeting of the Equity Shareholders of the Petitioner Company was convened and held at C - 102, 1st Floor, Waterford Building, CD Barfiwala Road, Juhu Lane, Andheri West, Mumbai, Maharashtra 400056 on 4th day of May, 2017 at 1 p.m. for the purpose of considering and if thought fit,

approving, with or without modification(s), the proposed Composite Scheme of Amalgamation and Arrangement between Micronet Real Estate Private Limited, the Transferor Company and Trans Fleet Limited (First Transferee Company or Demerged Company) and Abbie Infraventures Private Limited, (Second Transferee Company or Resulting Company) 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, and (iii) Registrar of Companies, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and (iv) Ministry of Corporate Affairs, Official Liquidator.
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 of service 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 Kumār, Member (J)