



IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH

COURT – IV

14.

C.P.(CAA)/306(MB)2023
IN
C.A.(CAA)/200(MB)2023

CORAM:

MS. ANU JAGMOHAN SINGH
MEMBER (Technical)

SHRI KISHORE VEMULAPALLI
MEMBER (Judicial)

ORDER SHEET OF THE HEARING HELD ON **19.12.2023**

NAME OF THE PARTIES: Ksh Logistics Private Limited

SECTION: 230-232 OF THE COMPANIES ACT, 2013.

ORDER

1. CA Harsh Ruparellia i/b A R C H & Associates, Ld. Authorised Representative for the Petitioner Company present.
2. Petition Admitted.
3. Petition fixed for hearing and final disposal on **08.02.2024**.
4. The Ld. Authorised Representative for the Petitioner Companies submit that in pursuance of the directions contained in the order dated 10th November 2023 ('Order') passed by this Bench in Company Scheme Application No.200 of 2023 and based on the Consent Affidavits from Equity Shareholders representing 100% shareholding in the respective Petitioner Companies, the meeting of the Equity Shareholders of the respective Petitioner Companies was dispensed with.
5. The Ld. Authorised Representative for the Petitioner Companies submit that there are no Secured Creditors in the Third Petitioner Company and therefore the question of convening and holding their meeting does not arise. Pursuant to the directions contained in the Order, the First Petitioner Company and the Second Petitioner Company have obtained consent affidavits from all the Secured Creditors, therefore the meeting




of the Secured Creditors of the First Petitioner Company and the Second Petitioner Company was dispensed with.

6. The Ld. Authorised Representative for the Petitioner Companies submit that there are no Unsecured Creditors in the Third Petitioner Company and therefore the question of convening and holding their meeting does not arise. Pursuant to the directions contained in the Order, the Petitioner Companies had served notices to all the respective Unsecured Creditors and therefore the meeting of the Unsecured Creditors of the First Petitioner Company and the Second Petitioner Company was dispensed with. The First Petitioner Company and the Second Petitioner Company have served notices to all the Unsecured Creditors by e-mail and the proof of the same is attached in the Affidavit of Service.
7. The Ld. Authorised Representative for Petitioner Companies further submit that the Joint Company Scheme Petition is filed in consonance with Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 along with the Order passed by this Tribunal dated 10th November 2023 in Company Scheme Application No. C.A.(CAA)/200/MB/2023.
8. The Petitioner Companies have served the notices pursuant to Section 230(5) of the Companies Act, 2013 read with Rule 8 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 in pursuance of the directions of this Tribunal upon Regulatory Authorities namely:
 - a) Central Government through the office of Regional Director, Western Region, Mumbai, Maharashtra;
 - b) The Registrar of Companies, Maharashtra, Mumbai;



- c) Concerned Income Tax Authority within whose jurisdiction the Petitioner Companies are assessed to tax and Nodal Authority in the Income tax Department having jurisdiction over such authority i.e. Pr. CCIT, Mumbai, Address: 3rd Floor, Aayakar Bhavan, Maharshi Karve Road, Churchgate, Mumbai – 400020;
- d) Jurisdictional Goods and Service Tax Authority (Proper Officer), with whom the Petitioner Companies are assessed to tax under GST law;
9. The Petitioner Companies have also served the notices pursuant to Section 230(5) of the Companies Act, 2013 read with Rule 8 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 in pursuance of the directions of this Tribunal upon The Official Liquidator, High Court, Bombay.
10. The Petitioner Companies are directed to serve fresh Notice of final hearing in the petition through Registered-Post AD / Speed Post indicating the date of final hearing upon:
- a) The Central Government through the office of Regional Director, Western Region, Mumbai, Maharashtra;
 - b) Registrar of Companies, Maharashtra, Mumbai;
 - c) Jurisdictional Income Tax Officer within whose jurisdiction the Petitioner Companies assessments are made and the Nodal Officer in the Income Tax Department i.e. Pr. Chief Commissioner of Income Tax, 3rd Floor, Aayakar Bhawan, Maharshi Karve Road, New Marine Lines, Mumbai – 400020, e-mail: Mumbai.pccit@incometax.gov.in;

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- d) Jurisdictional Goods and Service Tax Authority (Proper Officer), with whom the Petitioner Companies are assessed to tax under GST law;
 - e) The Ministry of Corporate Affairs, New Delhi; and
 - f) Any other Sectoral/Regulatory Authorities relevant to the Petitioner Companies or their business.

11. The Transferor Companies are directed to also serve fresh Notice of final hearing in the petition through Registered-Post AD / Speed Post indicating the date of final hearing upon The Official Liquidator, High Court, Bombay.

12. The above said notices shall contain the statement that *"If no response is received by the Tribunal from the Authorities within a period of 30 (Thirty) days from the date of receipt of such notice, it will be presumed that they have no representation/objections to the scheme"*.

13. At least not less than 10 days before the date fixed for hearing and as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Petitioner Companies shall publish the joint notice indicating the date of final hearing of the Petition in two local newspapers viz. 'Business Standard' in English and translation thereof in 'Navshakti' in Marathi, both having circulation in the State of Maharashtra, and their respective online editions.

14. The Petitioner Companies shall host the notice indicating the date of hearing along with the copy of the Scheme on their respective websites, if any.

15. The Petitioner Companies are directed to furnish a declaration that –

- a. There is no pending litigation against the Petitioner Companies;
- b. There is no proceedings pending under Insolvency & Bankruptcy Code



against and by the Petitioner Companies;

c. There is no pending Corporate Guarantee, Performance Guarantee, Bank Guarantee and Contingent Liabilities; if any, and

d. There is no foreign investments in the Petitioner Companies;

16. In case of shareholders, other than natural persons, the Petitioner Companies shall file necessary authorisation from such shareholder in favour of the person giving consent to the scheme on behalf of such shareholder.

17. The Petitioner Companies to file an Affidavit of Service and Compliance regarding the directions given by this Tribunal at least 3 (three) days before the date fixed for final hearing and report to this Tribunal that the directions regarding the service of notices upon Regulatory Authorities and publication of advertisement of the notice of hearing in the newspapers as well as on the websites of the company have been duly complied with.

18. Order accordingly.

Sd/-

ANU JAGMOHAN SINGH
Member (Technical)

Sd/-

KISHORE VEMULAPALLI
Member (Judicial)