

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
DIVISION BENCH, COURT-I  
KOLKATA**

M.A. No. 14/KB/2024  
Connected with  
C.A. (CAA) No. 47/(KB)/2024

*An application under Rule 11 , and other applicable Rule of NLCT Rules*

in the matter of:-

The section 230 to 232 of the companies act, 2013

And

In the Matter of :

**SUDERA PROPERTIES PRIVATE LIMITED**, a company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013, having Corporate Identification No. U70109WB2011PTC163102 and its registered office at 1 Shakespeare Sarani, Kolkata, 700071 in the State of West Bengal.

..... Applicant Company No. 1./ Transferee Company

And

In the Matter of :

**OM ARIHANT KRIPA COMMODITIES & MERCHANDISE PRIVATE LIMITED**, a company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013, having Corporate Identification No. U51103WB2010PTC152029 and its registered office at 57D, Ballygunje Circular Road, Kolkata, 700019 in the State of West Bengal.

..... Applicant Company No. 2./ Transferor Company

And

- 1). Sudera Properties Private Limited
- 2). Om Arihant Kripa Commodities & Merchandise Private Limited

.....Applicants

**Date of pronouncing the order: 15/07/2024**

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**Coram:**

Bidisha Banerjee : Member (Judicial)

Balraj Joshi : Member (Technical)

**Counsel / Authorised Representative on Record for the Applicant(s):**

Mr Shashi Agarwal, FCA

Ms. Meenakshi Manot, Advocate

**ORDER**

**Per: Balraj Joshi Member (Technical)**

1. This is a Miscellaneous application filed by Applicants in CA(CAA)/47(KB)/2024 for recalling a portion of order dated 25/06/2024 wherein meeting this Tribunal was directed for convening of meeting of unsecured creditors of Applicant Company No. 1 & 2 respectively.

2. Applicants submits the present Scheme is an arrangement between the Applicant Companies and their respective shareholders as contemplated under section 230(1)(b) of the Companies Act, 2013 as there is no compromise or arrangement with or diminution of liability of any of the Creditors.

3. Applicant Companies has also received NOC from the remaining unsecured creditors of the respective applicant companies. As on date, the unsecured creditor of respective applicant companies has given Consent/NOC in the form of affidavit which is 100% in value. The details of which are as follows: -

Sl No	Name of Applicant Company	Secured Creditors (Nos)	Unsecured Creditors (Nos)	NOC from Unsecured Creditors annexed with Company	<b>NOC from Unsecured Creditors annexed with Misc.</b>
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				Application	Application
	<b>a</b>	<b>b</b>	<b>c</b>	<b>d</b>	<b>e</b>
1	Sudera Properties Private Limited	Nil	5 Nos	4 Nos- NOC in Affidavit - 49.16% (Page No. 180-197 of Company Application)	1 Nos -NOC in Affidavit – 50.84 % (Page No. 53-56 of Misc. Application)
2	Om Arihant Kripa Commodities & Merchandise Pvt Ltd	Nil	7 Nos	5 Nos of NOC in Affidavit - 62.70% (Page No. 198- 218 of Company Application)	2 Nos - NOC in Affidavit – 37.30% (Page No. 57-64 of Misc. Application)

4. We have considered the submission advanced by the Ld. Authorised Representative appearing for the applicants and have perused the application. Section 230(9) of the Companies act provides as under:

*The Tribunal may dispense with the calling of meeting of creditor or class of creditors where such creditors or class of creditors, having at least ninety percent value, agree and confirm, by way of affidavit, to the scheme of compromise or arrangement.*

5. An order directing the petitioner to hold the meetings of the creditors was issued on 25.06.2024 by this Tribunal in view of the fact that only - 49.16% of the unsecured creditors

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in value had agreed to the scheme by way of 4 Nos- NOC in Affidavits (Page No.180-197 of Company Application) in respect of Applicant company no. 1 and 62.70% in value of the unsecured creditors had agreed to the scheme by way of 5 Nos of NOC in Affidavit - (Page No. 198- 218 of Company Application).

6. Now with this Miscellaneous Application, the petitioner companies have attached the consents of the remaining unsecured creditors as well, as brought out in the table above, we deem it fit to modify the impugned order dated 25.06.2024 to the extent that the meetings of the Unsecured Creditors of both the Applicant companies in CA(CAA) no. 47(KB)/2024 shall stand dispensed with.

7. With this direction MA No. 14/(KB)2024 shall stand disposed of.

8. Certified copy of this order, if applied for, be supplied to the parties, subject to compliance with all requisite formalities.

**Balraj Joshi**  
**Member (Technical)**

**Bidisha Banerjee**  
**Member (Judicial)**

Order signed on 15/07/2024.