

**NATIONAL COMPANY LAW TRIBUNAL**  
**MUMBAI BENCH, COURT-II**

**12. CA 108/2024 In C P (CAA) 50(MB)2024**  
**In C.A.(CAA)269(MB)2023**

**CORAM:**

**SHRI ANIL RAJ CHELLAN**  
**HON'BLE MEMBER (T)**

**SHRI KULDIP KUMAR KAREER**  
**HON'BLE MEMBER (J)**

**ORDER SHEET OF THE HEARING OF MUMBAI BENCH OF THE**  
**NATIONAL COMPANY LAW TRIBUNAL ON 06.05.2024**

**NAME OF THE PARTIES: - AMNS Khopoli Limited**  
**IN THE MATTER OF**  
**AMNS KHOPOLI LIMITED**

**Section: Rule 11 of NCLT Sec. 230-232 of Companies Act, 2013**

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**ORDER**

Adv. Shyam Kapadia a/w Adv. Samrudhi Chothani and Adv. Vatsala Kumar appeared for the Petitioner. Heard the submission of the counsel for the Petitioner. The detailed order is followed vide separate order sheet.

**Sd/-**  
**ANIL RAJ CHELLAN**  
**Member (Technical)**

*JAGDISH*

**Sd/-**  
**KULDIP KUMAR KAREER**  
**Member (Judicial)**

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**MUMBAI BENCH, COURT – II**  
**COMPANY SCHEME PETITION NO. CP (CAA) NO. 50 OF 2024**  
**IN**  
**COMPANY SCHEME APPLICATION CP (CAA) NO. 269 OF 2023**

In the matter of the Companies Act,  
2013;

AND

In the matter of Sections 230 to 232  
read with Section 66 and other  
applicable provisions of the  
Companies Act, 2013 read with Rule  
15 of the Companies (Compromises,  
Arrangements and Amalgamations)  
Rules, 2016, also read with Rules 11,  
23 and 34 of the National Company  
Law Tribunal Rules, 2016

AND

In the matter of the Scheme of  
Amalgamation and Arrangement  
between AMNS Khopoli Limited (“the  
Petitioner/Transferor Company”) and  
ArcelorMittal Nippon Steel India  
Limited (“the Transferee Company”) and  
their respective shareholders.

**AMNS Khopoli Limited** having its )  
registered office at Admin Block, Survey )  
No. 71-75, Village Donvat, Khopolo-Pen )  
)

Road, Khalapur, Raigarh, Maharashtra – )  
410203, India ) ... Petitioner/Transferor Company  
CIN: L27104M1985PLC035806

**Order delivered on:- 06.05.2024**

***Coram:***

**Anil Raj Chellan**  
**Member (Technical)**

**Kuldip Kumar Kareer**  
**Member (Judicial)**

***Appearances:***

**For the Petitioner:** Mr. Shyam Kapadia, Advocate, a/w Ms. Samrudhi Chothani and Ms. Vatsala Kumar, Advocates i/b Trilegal

**ORDER**

***Per : Coram***

1. The Company Scheme Petition is admitted and returnable by 3<sup>rd</sup> June 2024 for final hearing/disposal.
2. The Company Scheme Application No. C.A.(CAA). No. 269/MB-II/2023 was allowed vide order dared January 22<sup>nd</sup>, 2024 with the following directions:
  - (i) to convene the meeting of 7 Equity Shareholders and to issue notice to all the 7 equity shareholders.
  - (ii) to convene the meeting of 380 Unsecured creditors and to issue notice to all the 380 Unsecured Creditors.

3. Learned Counsel for the Petitioner Company submits that in pursuance of the order dated 22.01.2024, notices were issued upon 7 Equity Shareholders and 380 Unsecured Creditors. Further, the advertisement about convening the meeting was published by AMNS Khopoli Petitioner/Transferor Company in 'Financial Express' in English and translation thereof in 'Navshakti' Marathi.
4. The meetings of Equity Shareholders was convened on 11.03.2024 at 11:00 am and the meetings of the Unsecured Creditors was convened on 11.03.2024 at 12:15 pm.
5. The Chairperson has filed the report dated 16.03.2024 that has been annexed to the Company Scheme Petition. As per the Report of Chairperson, 100% votes through e-voting are in favour for the approval of the Scheme by Equity Shareholders and Unsecured Creditors.
6. This Tribunal vide order dated 22.01.2024 in C.A.(CAA). No. 269/MB-II/2023 also directed the Transferor Company to issue notice of the proposed Scheme to (i) Central Government through Regional Director, Western Region, Mumbai; (ii) Registrar of Companies, Mumbai; (iii) the relevant Income Tax authority viz. Principal Commissioner of Income Tax-(Central)-3, Mumbai; (iv) Official Liquidator, Mumbai.
7. Learned Counsel for the Petitioner Company states that the Transferor Company has filed respective Affidavits of Service showing service of all the above-mentioned notices to the aforesaid Regulatory Authorities, as applicable.

8. The Petitioner shall publish the notice at least 10 days before the next date of hearing in two local newspapers viz. '*Financial Express*' in English and translation thereof in '*Navshakti*' in Marathi, both having circulation in Maharashtra as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
9. The Petitioner Company to file an affidavit of service proving service of notices to the publication of advertisement in newspaper as stated above.
10. In the meanwhile, the ROC, RD and OL shall file their report, if not filed already, before the next date of hearing.

**Sd/-**  
**ANIL RAJ CHELLAN**  
**MEMBER (TECHNICAL)**

**Sd/-**  
**KULDIP KUMAR KAREER**  
**MEMBER (JUDICIAL)**