

**IN THE NATIONAL COMPANY LAW TRIBUNAL  
MUMBAI BENCH**

**COURT – IV**

1.

**C.P.(CAA)/123(MB)/2024  
c/w C.A.(CAA)/284(MB)/2023**

CORAM:

MS. ANU JAGMOHAN SINGH  
MEMBER (Technical)

SHRI KISHORE VEMULAPALLI  
MEMBER (Judicial)

ORDER SHEET OF THE HEARING HELD ON **04.07.2024**

NAME OF THE PARTIES:                      Ingram Micro India SSC Private Limited

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

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**ORDER**

1. CA Harsh C. Ruparelia i/b Arch & Associates, Ld. Authorised Representative of the Petitioner Companies present.
2. The Petitioners filed this Company Scheme Petition under Sections 230-232 of the Companies Act, 2013 seeking sanction for the Scheme of Amalgamation of Ingram Micro India SSC Private Limited (Transferor Company) with Brightpoint India Private Limited (Transferee Company) and with their respective shareholders.
3. The Petitioner Companies had preferred a joint Application vide CA(CAA)-284(MB)/2023 for necessary directions of this Bench, which was allowed on 22.03.2024.
4. The Petitioners submit that in pursuance of the directions contained in order dated 22.03.2024 passed in C.A.(CAA)/284/MB/2023, the meetings of Equity Shareholders of the Petitioner Companies were dispensed in view of

consent affidavits filed by all the Equity Shareholders of the Petitioner Companies. Further, the meeting of the Preference Shareholders of the Second Applicant Company was dispensed in view of consent affidavits filed by all the Preference Shareholders of the Second Applicant Company. There is no Preference Shareholder(s) in the First Applicant Company. There were no Secured Creditors in the Petitioner Companies. The meetings of the Unsecured Creditors of the Petitioner Companies were dispensed in view of consent affidavits filed by all the Unsecured Creditors of the Second Petitioner Company and by 99.7% in value of the Unsecured Creditors of the First Petitioner Company. The First Petitioner Company was directed to serve notice to the remaining Unsecured Creditors from whom consent affidavit(s) is not obtained, with a direction that they may submit their representations, if any, to the Tribunal and copies of such representation shall simultaneously be served upon the respective Petitioner Company. The Counsel submits that the said notices are duly served by the respective Petitioner Companies.

5. The Professional appearing for the Petitioner Companies further submits that, as directed by this Tribunal, notices have been served upon all the Regulatory Authorities by the Petitioner Companies and the Affidavits of service are filed with the Company Petition.
6. The Counsel for the Petitioners further submits that the Company Scheme Petition is filed in consonance with Sections 230 to 232 of the Companies Act, 2013 and the Order dated 22.03.2024 passed in CA(CAA)-284(MB)/2023 by this Tribunal.
7. The Petitioner Companies are further directed to serve fresh Notice of final hearing in the petition through registered post/speed post and email

indicating the date of final hearing upon:

- a) The Regional Director, Western Region, Ministry of Corporate Affairs.
  - b) Jurisdictional Registrar of Companies.
  - c) Concerned Income Tax Authority of the respective Applicant Companies.
  - d) The concerned Nodal Officer in the Income Tax Department i.e. Pr. CCIT, Mumbai, Address: 3rd Floor, Aayakar Bhawan, Mahrishi Karve Road, Mumbai – 400 020, Phone No. 022-22017654 [E-mail: Mumbai.pccit@incometax.gov.in];
  - d) Jurisdictional Goods and Service Tax Authority(s) (proper officer), within whose jurisdiction such Petitioner Companies are assessed to tax under GST law;
  - e) The Official Liquidator, High Court, Bombay (in case of the Transferor Company);
  - f) Reserve Bank of India; and
  - g) Any other sectoral/ regulatory authorities relevant to the Petitioner Companies or their business;
8. 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”*.
9. The Bench further directs that at least 10 days before the date fixed for hearing, Petitioner Company to publish the notice of hearing of Petition in

two local newspapers viz., “*Business Standard*” in English and “*Navshakti*” in Marathi, both having wide circulation in Mumbai / in the area where the registered office is situated, as per Rule 16 of the Companies (Compromises, Arrangements & Amalgamations) Rules, 2016.

10. The Petitioner Companies shall host notices along with the copy of the scheme on their respective websites, if any.
11. 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.
12. With the foregoing, Petition [CP(CAA)/123/MB/2024] is hereby **admitted** and fixed for final hearing on **05.09.2024**.

Sd/-  
**ANU JAGMOHAN SINGH**  
**Member (Technical)**

Sd/-  
**KISHORE VEMULAPALLI**  
**Member (Judicial)**

04.07.2024/pvs