

**THE NATIONAL COMPANY LAW TRIBUNAL
CHANDIGARH BENCH, CHANDIGARH**

**CA (CAA) No. 9/Chd/Pb/2024
(2nd Motion)**

**Under Sections 230 to 232 of
the Companies Act, 2013**

IN THE MATTER OF COMPOSITE SCHEME OF ARRANGEMENT:

Srajan Capital Limited

CIN: U65910PB2013PLC050993
Registered Office: Vill. Tangori,
Mohali, Punjab 140601
PAN: AATCS9821M

.....Petitioner Company No.1/ Transferor Company

Career Point Limited

CIN: L80100PB2000PLC054497
Registered Office: Vill. Tangori,
Mohali, Punjab 140601
PAN: AABCC4963A

.....Petitioner Company No. 2/ Transferee
Company/ Demerged Company

Career Point Edutech Limited

CIN: U80302PB2006PLC059674
Registered Office: Vill. Tangori, Banur, Mohali,
Karala, Rajpura, Patiala,
Punjab 140601
PAN: AADCC1956H

.....Petitioner Company No. 3/ Resulting Company

Present :- Mr. Dhritiman Bhattacharya, Advocate for the petitioner companies.

This is a joint second motion company petition filed by the
Petitioner-Companies, namely; **Srajan Capital Limited** (for short hereinafter
referred to as Petitioner Company No.1/ Transferor Company), **Career Point
Limited** (Petitioner Company No. 2/ Transferee Company/ Demerged Company)
and **Career Point Edutech Limited** (Petitioner Company No. 3/Resulting

Company) under Sections 230-232 of Companies Act, 2013 (the Act) in relation to the composite scheme of arrangement between the petitioner companies.

2. In its petition, the petitioner companies have prayed inter alia to issue directions in relation to publication in the press and notices to be issued to the authorities concerned in relation to the date of hearing of the petition and calling for objections.

3. The joint first motion application seeking directions for convening/dispensing with the requirement of the meetings of its Equity Shareholders of the Applicant Company No. 1 & 3, Preference Shareholders of Applicant Company No.1, Secured and Unsecured Creditors of Applicant Companies. It is further, prayed for convening the meeting of Equity Shareholders of Applicant Company No. 2 was filed before this Tribunal by CA(CAA) No. 57/Chd/Pb/2023 and based on such application necessary directions were issued on 04.01.2024. In the order dated 04.01.2024, the meetings of its Equity Shareholders of the Applicant Company No. 1 & 3, Preference Shareholders of Applicant Company No.1, Secured and Unsecured Creditors of Applicant Companies, were dispensed with for the reasons mentioned in the aforesaid order. It was further directed to convene the meeting of Equity Shareholders of Applicant Company No. 2.

4. In compliance of the directions issued by this Tribunal, the Chairperson, Alternate Chairperson and Scrutinizer were also appointed and they have filed their reports which are as under:

Sr. No.	Meeting of	Chairpersons /Alternate Chairperson/Scrutinizer	Chairperson's Report		Date of meeting
			Date of filing	Date of Report	
1.	Equity Shareholders of	Mr. Sunil K.S Panwar, Chairperson	Diary No. 03674/2	23.02.2024	17.02.2024

	the Applicant No.2/ Transferee company	Mr. Aditya Mehtani, Alternate Chairperson Ms. Shivani Goel, Scrutinizer	dated 29.02.2024 Diary No. 03674/2 dated 29.02.2024	17.02.2024	17.02.2024
--	---	--	--	------------	------------

As per Chairperson's Reports, the resolution approving the scheme has been approved and passed by 99.99% in case of the Equity Shareholders of Applicant Company No.2.

5. The notice of hearing will be advertised in "Business Standard" (English) and "Business Standard" (Hindi), both in Delhi-NCR edition not less than 10 days before the next date fixed for hearing.

6. In addition to the above public notice, the Petitioner Companies shall serve the notice of the petition on the following Authorities namely, (a) the Central Government through the office of the Regional Director, Northern Region, Ministry of Corporate Affairs, New Delhi; (b) the Registrar of Companies, N.C.T. of Delhi and Haryana; (c) the Income Tax Department through its nodal office and the jurisdictional assessment office of each of the Petitioner Companies by mentioning the PAN number of the Petitioner Companies; (d) the Official Liquidator, attached to the High Court of Punjab & Haryana; (e) National Stock exchange of India Limited Mumbai, Maharashtra; (f) BSE Limited Mumbai, Maharashtra; (g) Securities and Exchange Board of India Mumbai, Maharashtra; and (h) Reserve Bank of India, Delhi with copy of this petition by speed post or hand delivery immediately.

7. The petitioner-companies shall at least 7 days before the date of hearing of the petition file an affidavit of service regarding newspaper publication with newspaper clippings as well as service of notices on the authorities specified

above. Objections, if any, to the 'Scheme' contemplated by the authorities to whom notice has been given may be filed on or before the date of hearing fixed herein, failing which it will be considered that there is no objection to the approval of the 'Scheme' on the part of the authorities and this Tribunal will proceed in the matter, subject to other conditions being satisfied as may be applicable under the Companies Act, 2013 and relevant rules framed thereunder. The petitioner companies shall also file an affidavit stating the objections received from public pursuant to the publication of notice of hearing in the newspapers.

8. The next date of hearing of the petition shall be on 17.05.2024 for the consideration of the approval of the scheme as contemplated between the petitioner companies.

9. The Registry shall also report before the date fixed as to whether any objection has been received to the proposed 'Scheme'.

-sd-
(Subrata Kumar Dash)
Member (Technical)

-sd-
(Harnam Singh Thakur)
Member (Judicial)

March 21, 2024
SM