

**THE NATIONAL COMPANY LAW TRIBUNAL
CHANDIGARH BENCH, CHANDIGARH
(through web-based video conferencing platform)**

Item No. 4

**CP (CAA) No. 65/Chd/Chd/2022
(2nd Motion)**

**Under Sections 230-232 of the
Companies Act, 2013, read with
Companies (Compromises,
Arrangements and
Amalgamations) Rules, 2016**

IN THE MATTER OF SCHEME OF AMALGAMATION OF:

Trimex Foods Private Limited

PAN: AAHCT1052B

CIN: U15549DL2019PTC343963

...Transferee Company /Non-Petitioner Company

WITH

Paramount Restaurants Private Limited

PAN: AAFCP2633N

CIN: U55204DL2009PTC195378

...Transferor Company-I/ Non-Petitioner Company

AND

Premier Restaurants Private Limited

PAN: AAGCP4431M

CIN: U55101CH2011PTC042745

...Transferor Company-II/ Petitioner Company

AND

Mukund Hospitality Private Limited

PAN: AAGCM4225N

CIN: U55103WB2010PTC142574

...Transferor Company-III/ Non-Petitioner Company

AND

SNZ Concepts Private Limited

PAN: AARCS6636C

CIN: U55101DL2012PTC237445

...Transferor Company-IV/ Non-Petitioner Company

AND

Promex Brands Private Limited

PAN: AALCP6493J

CIN: U74999DL2020PTC374400

...Transferor Company-V/ Non-Petitioner Company

Present through Video Conferencing:

Mr. Raghav Kakkar, Advocate with Mr. Rishabh Sharma, Advocate for Applicants.

This is a second motion company petition filed by the Petitioner-Company, namely; **Premier Restaurants Private Limited** (Transferor Company-II/ Petitioner); under Sections 230-232 of Companies Act, 2013 with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (for Brevity "Rules") for Scheme of Amalgamation between **Premier Restaurants Private Limited** (Transferor Company-II/ Petitioner) with **Trimex Foods Private Limited** (Transferee Company /Non-Petitioner); **Paramount Restaurants Private Limited** (Transferor Company-II/ Non-Petitioner); **Mukund Hospitality Private Limited** (Transferor Company-III/ Non-Petitioner); **SNZ Concepts Private Limited** (Transferor Company-IV/ Non-Petitioner) and **Promex Brands Private Limited** (Transferor Company-V/ Non-Petitioner).

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

3. The first motion application seeking directions for dispensing with the requirement of the meetings of the Equity Shareholders, Secured and Unsecured Creditors of the Applicant Company No. 2 was filed before this Tribunal vide Company Application No. CA (CAA) No. 20/Chd/Chd/2022 and based on such application

necessary directions were issued on 05.08.2022. In the order dated 05.08.2022, the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of the Applicant Company was dispensed with for the reasons mentioned in the aforesaid order.

4. The notice of hearing will be advertised in “Financial Express” (English) and “The Tribune” (Punjabi), both in Punjab and Chandigarh Edition not less than 10 days before the next date fixed for hearing.

5. In addition to the above public notice, the Petitioner Company shall serve the notice of the petition on the following Authorities namely, a) Central Government through Regional Director (Northern Region), Ministry of Corporate Affairs; New Delhi; (b) Concerned Registrar of Companies, (c) the Official Liquidator; and (d) Jurisdictional Income Tax Authorities through the Nodal Officer-Principal Commissioner of Income Tax, NWR, Aayakar Bhawan, Sector 17-E, Chandigarh by mentioning the PAN of the Company along with a copy of this petition by speed post immediately.

6. The petitioner-company 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 publication of notice of hearing in the newspapers.

7. The next date of hearing of the petition shall be on 29.11.2022 for the consideration of the approval of the scheme as contemplated between the petitioner companies.

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

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(Subrata Kumar Dash)
Member (Technical)

September 23, 2022

SM

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(Harnam Singh Thakur)
Member (Judicial)