

IN THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH
COURT-IV

I.A. No. 141/ND/2024
IN
C.P.(CAA) No.-48/ND/2021
CONNECTED WITH
C.A.(CAA) No.-86/ND/2020

IN THE MATTER OF:

M/S. Wellington Transportation Private Limited
..Applicant Company/Transferee Company

AND

IN THE MATTER OF SCHEME OF AMALGAMATION OF:

M/s. Casper Consumer Electronics Private Limited
...Transferor Company No.1/Petitioner Company No.1
AND

M/s. Coalition Agency Private Limited
...Transferor Company No.2/Petitioner Company No.2
AND

M/s. Zip Minerals & Mining Private Limited
...Transferor Company No.3/Petitioner Company No.3
AND

M/s. Drastic Consultancy Services Private Limited
...Transferor Company No.4/Petitioner Company No.4
AND

M/s. Enthuse Power Private Limited
...Transferor Company No.6/Petitioner Company No.5
AND

M/s. Feeder Iron & Steel Private Limited
...Transferor Company No.7/Petitioner Company No.6
AND

M/s. Hamlet Power Private Limited
... Transferor Company No.9/Petitioner Company No.8
AND

M/ s. Hunch Security Placement Private Limited
... Transferor Company No.10/ Petitioner Company No.9
AND

M/ s. Luminous Cement Private Limited
... Transferor Company No.11/Petitioner Company No.10
AND

M/ s. Mutual Placement Services Private Limited
... Transferor Company No.12/Petitioner Company No.11
AND

M/s. Pride Placement Services Private Limited

.... Transferor Company No.13/Petitioner Company No.12
AND
M/ s. Torsion Digital Networks Private Limited
... Transferor Company No.14/Petitioner Company No.13
AND
M/ S. Triage Construction Private Limited
... Transferor Company No.15/Petitioner Company No.14
AND
M/S. Vertex Aluminium Private Limited
... Transferor Company No.16/Petitioner Company No.15
AND
M/S. Vital Tour & Travels Private Limited
... Transferor Company No.17/Petitioner Company No.16
AND
M/S. Wellington Transportation Private Limited
... Transferee Company /Petitioner Company No.17

Order Delivered on: 05.06.2024

CORAM:

**SHRI MANNI SANKARIAH SHANMUGA SUNDARAM, HON'BLE MEMBER
(JUDICIAL)**

DR. SANJEEV RANJAN, HON'BLE MEMBER (TECHNICAL)

ORDER

PER: DR. SANJEEV RANJAN, MEMBER (TECHNICAL)

1. The instant application has been filed by M/s Wellington Transportation Private Limited ('Applicant Company') under the provisions of Rule 154 of the National Company Law Tribunal Rules, 2016, and other applicable provisions, if any, for corrections of certain typographical errors in the Order dated 06.06.2022 passed by this Hon'ble Tribunal in C.P.(CAA)/48/2021. The relief(s) sought by the Applicant are as follows: -
 - a. Rectify the clerical error in para 15 of judgment dated 06.06.2022 passed in C.P.(CAA)48/ND/2021 CONNECTED WITH CA(CAA)NO. 86/ND/2020 by the Hon'ble NCLT Delhi to the extent that "Transferee Companies" be rectified and be read as "Transferor Companies".
 - b. Pass any such other or further order(s).
2. The submissions made in the application are as follows: -

- i. It is submitted that vide judgment dated 06.06.2022 this Hon'ble Tribunal has clearly expressed its opinion and has ordered that the scheme of amalgamation has considered on its merits without diluting the proposed legal action by the SFIO, Ministry of Corporate Affairs or any other competent authority. This Hon'ble Tribunal has also held that order of sanctioning the scheme of amalgamation will not give any immunity for past deeds of the transferor companies or their directors or officers either in their official or personal capacity as the case may be and hence the proceedings that are initiated or may be initiated under the provisions of this Act or any other law for the time being in force would not be effected by the present order of sanctioning the scheme of amalgamation.
- ii. It is stated that while issuing the aforementioned direction in the Judgment dated 06.06.2022 there has been a clerical error in the Para 15 of the Judgment dated 06.06.2022, wherein, instead of "transferor Companies" it has been inadvertently typed as "transferee companies". The relevant portion of judgment dated 06.06.2022 is reproduced as under,

"15. While approving the Scheme as above, we further clarify that the scheme of amalgamation is considered by this bench on its merits without diluting the proposed legal action by the SFIO, Ministry of Corporate Affairs or any other competent authority. Further, the present order of sanctioning the scheme of amalgamation will not give any immunity for past deeds of the transferee companies or their directors or officers either in their official or personal capacity as the case may be and hence the proceedings that are initiated or may be initiated under the provisions of this Act or any other law for the time being in force would not be effected by the present order of sanctioning the scheme of amalgamation."

3. Heard. On perusal of the said order as a whole, this Adjudicating Authority does not find any valid reason to consider the proposed rectification and therefore, we are not inclined to allow the present relief.

Accordingly, the instant application **I.A. No.141/ND/2024 stands Dismissed and disposed of.**

Sd/-

**DR. SANJEEV RANJAN
MEMBER (TECHNICAL)**

Sd/-

**MANNI SANKARIAH SHANMUGA SUNDARAM
MEMBER (JUDICIAL)**