

**NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH
KOLKATA**

C.P.(CAA)/63(KB)2024
IN
C.A.(CAA)/7(KB)2024

**CORAM: 1. HON'BLE MEMBER(J), SHRI ROHIT KAPOOR
2. HON'BLE MEMBER(T), SHRI BALRAJ JOSHI**

ATTENDANCE-CUM-ORDER SHEET OF THE HEARING ON 09TH APRIL 2024

IN THE MATTER OF	BOUNTY TRADING & INVESTMENTS PRIVATE LIMITED
UNDER SECTION	SEC. 230-232 - SECOND MOTION

Appearances (via video conferencing/physically)

Ms. Meenakshi Manot, Adv.] For the Petitioner
Mr. Arun Kumar Mishra, Adv.]

O R D E R

1. Ld.Counsel for the petitioner present
2. The instant petition has been filed under Section 230(6) read with Section 232(3) of the Companies Act, 2013 (“Act”) for sanction of the Scheme of Amalgamation of RNA Ispat Private Limited, being the Petitioner No. 2. abovenamed (“Transferor Company No. 1” or “RNA”) AND Sairam Iron Castings Private Limited, being the Petitioner No. 3 abovenamed (“Transferor Company No. 2” or “Sairam”) with Bounty Trading & Investments Private Limited, being the Petitioner No. 1. abovenamed (“Transferee Company” or “Bounty”) , whereby and whereunder the Transferor Company is proposed to be amalgamated with the Transferee Company from the Appointed Date, viz. 1st Day of April, 2023 in the manner and on the terms and conditions stated in the said Scheme of Amalgamation (“Scheme”) in the manner and on the terms and conditions stated in the said Scheme of Amalgamation (“Scheme”). (**Page 40-59 of Petition**)
3. By an order dated 13/03/2024 in Company Application (CAA) No. 7/(KB)/2024, this Tribunal made the following directions with regard to meetings of shareholders and

creditors under Section 230(1) read with Section 232(1) of the Act:- **(Page No. 205-209 of Petition):-**

Meetings dispensed: Meetings of the Equity Shareholders of the Petitioner No. 1, 2, 3 are dispensed with under Section 230(1) read with Section 232(1) of the Act.

3. (i) The Learned Authorised Representative for the Petitioners further submits that in compliance with Section 230(5) of the Companies Act, 2013 and the said order dated 13/03/2024 made in Company Application (CAA) No.7/KB/2024, notice along with all accompanying documents has already been served on the Statutory/Sectoral Authorities, as directed by the said order. An affidavit proving service by hand delivery, speed post, email duly affirmed on 01/04/2024, as aforesaid, has been filed by the Petitioners. No Authorities, as aforesaid, have filed their representation so far.

Notice has been served upon the following Statutory Authorities by hand delivery as follows:-

Sl No.	Detail of Notice	Date of Service by Hand	Page of Affidavit of Service affirmed on 01/04/2024
1	The Regional Director, Eastern Region, Ministry of Corporate Affairs	18/03/2024	214-215
2	The Registrar of Companies, West Bengal	18/03/2024	216-217
3	The Official Liquidator, High Court, Calcutta	18/03/2024	218-219
4	DCIT/ACIT, Circle: 13(1)	19/03/2024	220-221
5	Income Tax Assessing Officer, Ward: 13(1)	19/03/2024	222-223
6	Income Tax Assessing Officer, Ward: 13(1)	19/03/2024	224-225
7	Principal Chief Commissioner of Income Tax	28/03/2024	226-227
8	Reserve Bank Of India	18/03/2024	228-229

(ii) In compliance with the said order dated 13/03/2024, the Petitioners have also duly served such notices by speed post and combined affidavit of service through speed post duly affirmed on 01/04/2024 in this regard has also been filed by them and accordingly the Petitioners have duly sent such notices by speed post upon:-

Sl No.	Detail of Notice	Date of Service by Speed Post	Page of Affidavit of Service affirmed on 01/04/2024
1	The Regional Director, Eastern Region, Ministry of Corporate Affairs	on 28/03/2024 delivered on 01/04/2024	230-232
2	The Registrar of Companies, West Bengal	on 28/03/2024 delivered on 01/04/2024	233-235
3	The Official Liquidator, High Court, Calcutta	on 28/03/2024 delivered on 01/04/2024	236-238
4	DCIT/ACIT, Circle: 13(1)	on 28/03/2024 delivered on 01/04/2024	239-241
5	Income Tax Assessing Officer, Ward: 13(1)	on 28/03/2024 delivered on 01/04/2024	242-244
6	Income Tax Assessing Officer, Ward: 13(1)	on 28/03/2024 delivered on 01/04/2024	245-247
7	Principal Chief Commissioner of Income Tax	on 28/03/2024 delivered on 01/04/2024	248-250
8	Reserve Bank Of India	on 28/03/2024 delivered on 01/04/2024	251-253

(iii) In compliance with the said order dated 13/03/2024, the Petitioners have also duly served such notices by email and combined affidavit of service through speed post duly affirmed on 01/04/2024 in this regard has also been filed by them and accordingly the Petitioners have duly sent such notices by email upon:-

Sl	Detail of Notice	Date of	Page of
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No.		Service by email	Affidavit of Service affirmed on 01/04/2024
1	The Regional Director, Eastern Region, Ministry of Corporate Affairs	28/03/2024	255-256
2	The Registrar of Companies, West Bengal	28/03/2024	257-258
3	The Official Liquidator, High Court, Calcutta	28/03/2024	259-260
4	DCIT/ACIT, Circle: 13(1)	28/03/2024	261-262
5	Income Tax Assessing Officer, Ward: 13(1)	28/03/2024	263-264
6	Income Tax Assessing Officer, Ward: 13(1)	28/03/2024	265-266
7	Principal Chief Commissioner of Income Tax	28/03/2024	267-268
8	Reserve Bank Of India	28/03/2024	269-270
9	Certificate in Compliance of Section 65B of Evidence Act	28/03/2024	254

4. Upon perusing the records and documents in the instant proceedings and considering the submissions made on behalf of the Petitioners, we admit the instant petition and fix the next date of hearing on **May 16, 2024**.

5. At least 10 (ten) clear days before the said date fixed for hearing, the Petitioner(s) shall cause notice of hearing to be advertised in the Business Standard in English and Aajkaal in Bengali as per Rule 16(1) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (“**CAA Rules**”).

6. Another notice pursuant to Section 230(5) of the Companies Act, 2013 along with accompanying documents, including the copies of the aforesaid Scheme and statement under the provisions of the Companies Act, 2013, as sent earlier, shall be send again on the aforesaid Statutory Authorities by sending the same to them by hand delivery through special messenger, by speed post and by email within two week from the date of receiving this order. The notice shall specify the next date of hearing of the petition, as aforesaid, and state that representation, if any, and if not already filed, should be filed before this Tribunal no later than 7 (seven) days before the next date of hearing of the petition and a copy of such representation should be simultaneously sent to the Authorised Representative of the said Petitioner(s). If no such representation is received by the Tribunal within such period, it shall be presumed that such

Authorities have no representation to make on the said Scheme. Such notice shall be sent in Form No. CAA3 of the CAA Rules with necessary variations, incorporating the directions herein.

7. The Petitioners to file an affidavit confirming compliance of the abovementioned directions of this Tribunal, 3 (Three) days before the next date of hearing.

8. The Petitioners may also file their rejoinder affidavit(s) dealing with the objections/ observations, if any, of the Authorities, 2 (Two) days before the next date of hearing.

Balraj Joshi
Member (Technical)

Rohit Kapoor
Member (Judicial)