

DIVISION BENCH
COURT - I

O-214

**NATIONAL COMPANY LAW TRIBUNAL
KOLKATA BENCH
KOLKATA**

C.P.(CAA)/156(KB)2022
IN
C.A.(CAA)/73(KB)2022,
IA(COMPANIES.ACT)/31(KB)2023

**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 02ND MARCH, 2023, 10:30 A.M

IN THE MATTER OF	EXPAND DEVELOPERS PRIVATE LIMITED
UNDER SECTION	SEC. 230-232 - SECOND MOTION

Appearances (via video conferencing/physical)

Mrs. Manju Bhuteria, Adv. : For Petitioner

ORDER

1. Ld. Counsel for the petitioner present.
2. IA(COMPANIES.ACT)/31(KB)2023
 - i. CORRIGENDUM

In the order dated 14th December 2022 in CP(CAA) No. 156/KB/2022 connected with CA(CAA) No. 73/KB/2022, following text shall be substituted in the relevant paras of the said order for the text appearing therein :

Manakamna Wheat Products Private Limited, a company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013, having Corporate Identification No. U15118WB2007PTC120856 and its registered office at 4A Pollock Street, Swaika Centre, 5th Floor, Room No. 501 Kolkata-700001.

.... Demerged Company/Petitioner No. 1

And

Expand Developers Private Limited, a company incorporated under the Companies Act, 2013, having Corporate Identification No. U70109WB2021PTC247816 and having its registered office at 3rd Floor, 94 LR Chitpore Road C/O Mahanand Ray Fulchand, Kolkata-700007.

.... Resulting Company/Petitioner No. 2

1. Manakamna Wheat Products Private Limited
2. Expand Developers Private Limited

.... PETITIONERS

Paragraph 1 shall be read as follows:

“This Court convened through hybrid mode today. The instant petition has been filed under Section 230(6) read with Section 232(3) of the Companies Act, 2013 (“Act”) for sanction and confirmation of the Scheme of Arrangement for demerger of REAL ESTATE ADVISORY DIVISION of MANAKAMNA WHEAT PRODUCTS PRIVATE LIMITED being the Petitioner No. 1 above named (“Demerged Company “ or “ Petitioner No. 1”) by transfer and vesting of the same in EXPAND DEVELOPERS PRIVATE LIMITED being the Petitioner No. 2 above named (“ Resulting Company ” or “ Petitioner No.2 ”) from the Appointed Date, 1st December 2021 in the manner and on the terms and conditions stated in the said Scheme of Arrangement (“Scheme”).”

Paragraph 3 shall read as follows:

“The Ld. Counsel appearing for the Petitioners submits that the shareholders, have approved the Scheme of Arrangement and the Petitioner now seeks admission of the instant petition presented by them for sanction of the Scheme”

Paragraph 4 which read as follows:

The Learned Counsel for the Petitioner(s) further submits that in compliance with Section 230(5) of the Companies Act, 2013 and the said order dated 28th June,2022 in Company Application No. C.A(CAA) No. 73/(KB)/2022 notice along with all accompanying documents has already been served on the Statutory / Sectoral Authorities, as directed by the said order viz Upon Income Tax Authorities through special messenger on 15th July,2022 and by email on 21st July,2022 and by email on 12th October,2022 ,Upon Regional Director , Eastern Region , Ministry of Company Affairs through special messenger on 13th July,2022 and by email on 12th

October,2022 ,Upon Registrar Of Companies, West Bengal through special messenger on 13th July,2022 and by email on 22nd June,2022 and by email on 12th October 2022 . An affidavit proving service, as aforesaid duly affirmed on 29th July,2022 has been filed by the Petitioner(s).

- ii. Rest of the order shall remain unchanged.
 - iii. IA is accordingly, allowed and **disposed of**.
3. Post CP on **29/03/2023**.

Balraj Joshi
Member (Technical)

Rohit Kapoor
Member (Judicial)