

**IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH**

COURT – IV

09

**C.P.(CAA)/51(MB)2024 IN
C.A.(CAA)/245(MB)2023**

CORAM:

MS. ANU JAGMOHAN SINGH
MEMBER (Technical)

SHRI KISHORE VEMULAPALLI
MEMBER (Judicial)

ORDER SHEET OF THE HEARING HELD ON **28.03.2024**

NAME OF THE PARTIES: Synechron Technologies Private Limited

SECTION: 230-232 OF THE COMPANIES ACT, 2013

ORDER

1. Mr. Hemant Sethi, Ld. Counsel for the Petitioner present.
2. Petition admitted.
3. Petition fixed for hearing and final disposal on **18.06.2024**.
4. Learned Counsel for the Petitioners submit that in pursuance of the directions contained in order dated 06 December 2023 (“Order”) passed by this Tribunal in CA(CAA)No 245 of 2023, the meetings of the Equity shareholders of the First Petitioner Company and Second Petitioner Company were dispensed with in view of consent affidavits filed for the Equity Shareholders of the First Petitioner Company and Second Petitioner Company.
5. Learned Counsel for the Petitioner Companies states that there are no Secured Creditors in the First Petitioner Company and Second Petitioner Company.

6. Learned Counsel for the Petitioner Companies states that in pursuance of the directions contained in the Order passed by this Tribunal in CA (CAA) No 245 of 2023, the meetings of Unsecured Creditors of the First Petitioner Company and Second Petitioner Company were dispensed and as per the direction's individual notices were served to all the Unsecured Creditors of the First Petitioner Company by Registered Post-AD/ Speed Post and email.
7. In pursuance of the said Order, the Petitioner Companies have served notices upon;
 - (i) The Central Government through the office of Regional Director, Western region, Mumbai;
 - (ii) Jurisdictional Registrar of Companies, Maharashtra, Mumbai;
 - (iii) Jurisdictional Income Tax Authority within whose jurisdiction the Petitioner Company's assessment are made;
 - (iv) Nodal Authority in the Income Tax Department having jurisdiction over such authority i.e. Pr. CCIT, Mumbai;
 - (v) The Jurisdictional Goods and Service Tax authority within whose jurisdiction the assessments are made;
 - (vi) Competition Commission of India (CCI);
 - (vii) Ministry of Corporate Affairs and;
 - (viii) The Official Liquidator in so far as the First Petitioner Company is concerned as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

8. In view of the above, the present Company Scheme Petition seeking sanction of the Scheme of Amalgamation is admitted with the following directions:

The Petitioner Companies are directed to serve notices along with copy of the scheme upon:-

- 1) Central Government through the office of Regional Director (Western Region)
 - 2) Jurisdictional Registrar of Companies, Maharashtra, Mumbai
 - 3) Jurisdictional Income Tax Authorities within whose jurisdiction the respective Petitioner Companies assessments are made; and the Nodal Authority in the Income Tax Department having jurisdiction over such authority i.e. Pr. CCIT, Mumbai, Address:- 3rd Floor, Aayakar Bhawan, Mahrishi Karve Road, Mumbai – 400 020, Phone No. 022-22017654 [E-mail: Mumbai.pccit@incometax.gov.in];
 - 4) Jurisdictional GST Authority(s) (proper officer), within whose jurisdiction such companies are assessed to tax under GST law
 - 5) Ministry of Corporate Affairs;
 - 6) Official Liquidator by the First Petitioner Company
9. The Petitioner Companies shall publish the notice at least 10 days before the next date of hearing in two newspapers i.e. “Navshakti” in Marathi language and “Business Standard” in English language.
10. The Petitioner Companies shall host notices along with the copy of the Scheme on their respective websites, if any.

11. The Petitioner Companies shall file Compliance Report with the registry in lieu of customary affidavit of service in regard to the directions given by the Tribunal at least three days before the date fixed for final hearing and do report to this Tribunal that the directions have been duly complied with.

Sd/-
ANU JAGMOHAN SINGH
Member (Technical)

Sd/-
KISHORE VEMULAPALLI
Member (Judicial)