

IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH-IV

CP (CAA)/222/MB-IV/2022
IN
CA. (CAA)/25/MB-IV/2022

*In the matter of
the Companies Act, 2013;*

AND

*In the matter of Section 230 to 232 and other
applicable provisions of the Companies Act, 2013;*

AND

*In the matter of
Scheme of Amalgamation*

of

Affinity Express India Private Limited
*The Transferor Company/
Petitioner Company No. 1*

With

***Global Advertisement Services Private
Limited***

*the Transferee Company/
Petitioner Company No. 2*

And

their respective Shareholders.

Affinity Express India Private Limited
[CIN: U18101PN1993PTC071893]

...Petitioner Company No. 1/
Transferor Company

Global Advertisement Services
Private Limited
[CIN: U74999PN2010PTC135492]

...Petitioner Company No. 2/
Transferee Company

Order delivered on: 20.01.2023

Coram:

Mr. Prabhat Kumar

Hon'ble Member (Technical)

Mr. Kishore Vemulapalli

Hon'ble Member (Judicial)

Appearances (through video conferencing) :

For the Petitioner

: Mr. Hemant Sethi, Ms Vidisha Poonja, Ms Devanshi Sethi i/b M/s. Hemant Sethi & Co. Advocates.

ORDER

Per: Prabhat Kumar, Member (Technical)

1. The Court is conveyed through videoconference today.
2. Petition Admitted.
3. Petition fixed for hearing and final disposal on 02.03.2023.
4. Learned Counsel for the Petitioner Companies states that in pursuance of the directions contained in order delivered on 30th August, 2022 passed by this Tribunal in CA(CAA)/25(MB)2022, the meeting of Equity Shareholders of all the Petitioner Companies was dispensed with in view of Consent Affidavits filed by all the Equity Shareholders of the Petitioner Companies.
5. Learned Counsel for the Petitioner Companies states that in pursuance of the directions contained in order delivered on 30th August, 2022 passed by this Tribunal in CA(CAA)/25(MB)2022, the meeting of Unsecured Creditors of Second Petitioner Company was dispensed with in view of Consent Affidavit filed

by the Unsecured Creditor of Second Petitioner Company. There are no Unsecured Creditors in First Petitioner Company and there are no Secured Creditors in any of the Petitioner Companies.

6. Learned Counsel for the Petitioner Companies states that in pursuance of the directions contained in order delivered on 30th August, 2022 passed by this Tribunal in CA(CAA)/25(MB)2022, the Petitioner Companies served notices upon the (i) Regional Director, Western Region, Ministry of Corporate Affairs, Mumbai, Maharashtra, (ii) Registrar of Companies, Mumbai, (iii) concerned Income Tax Authority within whose jurisdiction the Petitioner Companies are assessed to tax, (iv) GST Department (v) the Official Liquidator and (vi) Reserve Bank of India, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016
7. The Petitioner Companies have submitted that there are no Bank/Corporate Guarantees availed/ given by the Petitioner Companies.
8. The Petitioner Companies have submitted that there are no pending litigation against the Petitioner Companies.
9. The Petitioner Companies shall issue notices intimating the date of final hearing in the Petition through Registered Post-AD/Speed Post/Email and Hand Delivery upon the:
 - a. Regional Director, Western Region, Ministry of Corporate Affairs, Mumbai, Maharashtra;
 - b. Registrar of Companies, Mumbai;
 - c. concerned Income Tax Authority within whose jurisdiction the Petitioner Company's assessments are made i.e., for the

- First Petitioner Company – PAN: AABCC1224C, having jurisdiction at Circle-Ward-AO No.1, Range Code 52, Circle 1(1), PMT Building, Swargate, Pune- 411037 and for the Second Petitioner Company – PAN: AADCG6671R, having jurisdiction at Ward-AO No.1, Range Code 52, Circle 1(1), PMT Building, Swargate, Pune- 411037;
- d. GST Authority (in case of Second Petitioner Company);
 - e. Reserve Bank of India
 - f. the Official Liquidator (in case of First Petitioner Company), informing the date fixed for hearing.
10. At least 10 days before the date fixed for final hearing, the Petitioner Companies is directed to publish the notice of final hearing of Petition in two local newspapers viz. '*Business Standard*' in English and translation thereof in '*Navshakti*' in Marathi, both having circulation in Maharashtra as per rule 15 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
 11. The Petitioner Companies will have option to publish notices online in the respective e-newspaper editions.
 12. The Petitioner Companies shall host the Notice of Final Hearing on the respective website of the Petitioner Companies, if any.
 13. The Petitioner Companies shall file Affidavit of service proving service of notices to the Regulatory Authorities and publication of notices in newspapers as stated above and do report to this Tribunal that the directions regarding the issue of notices have been duly complied with.
 14. The Appointed Date fixed in the Scheme is 1st April, 2022.

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C.P. (CAA)/222/MB /2022
IN
C.A. (CAA)/25/MB /2022

15. Ordered Accordingly.

Sd/-
Prabhat Kumar
Member (Technical)

/Dubey/

Sd/-
Kishore Vemulapalli
Member (Judicial)