

**IN THE NATIONAL COMPANY LAW TRIBUNAL
SPECIAL BENCH, BENGALURU
(Through web-based video conferencing platform)**

**ITEM No.13
CA No.44, 66, 68, 71 & 72/2024
Contempt Petition No. 06/2024 in
CP No.18/BB/2024**

IN THE MATTER OF:

MIH Edtech Investments B.V & others ... Petitioner
Vs
M/s. Think and Learn Pvt. Ltd., and others ... Respondent

Order under Section 241-242 of Companies Act, 2013

Order delivered on 06.06.2024

CORAM:

**JUSTICE (RETD.) T. KRISHNAVALLI
HON'BLE MEMBER (JUDICIAL)**

**SHRI MANOJ KUMAR DUBEY
HON'BLE MEMBER (TECHNICAL)**

PRESENT:

For the Petitioner : Shri Sudipto Sarkar Sr. Counsel
Shri Satish Parasaran
Ms.Tine Abraham; Mr. Yogesh Singh; Ms. Manasa
Sundaraman, Mr. Aubert Sebastian; Mr. Sujoy Sur
Ms.Angelika Awesthi, Mr. Rangam Sharma,
Ms.Prarthna Bhathija; Ms. Aneeth.M. Mr. Subhang Nair
Ms. Aksaya; Ms. Neha

For R1 : Shri Dhyan Chinnappa Senior Counsel
For R2 to 4 : Shri K.G Raghavan Senior Counsel
Dr.Rishab Gupta, Mr. Manmeet Singh, Mr. Sairam.S
Ms. Saloni Shah, Ms. Priyanka, Ms. Nidhi, Mr. Ishu.G
Ms. Ashika Jain,
For R5 : Mr. Akshay Manjunath, Ms. Janhvi

For Impleading
Applicant : Shri Dhananjay Joshi Senior Counsel

ORDER

Contempt Petition No.06/2024

1. This petition is filed by the Petitioners under Section 425 of the Companies Act, 2016 read with Rule 11 and 34 of the NCLT Rules, 2016 *inter alia* seeking to initiate contempt proceedings against the Respondents No.1 to 5 for wilful disobedience of the Interim Orders of this Hon'ble Tribunal issued on 27.02.2024 and 28.03.2024; issue notice on the Respondent No.1 to 5 in this petition and various other reliefs.
2. Heard the Learned Senior Counsel for the Petitioners and Learned Senior Counsel for the Respondents.
3. The Learned Senior Counsels for the Respondents/Contemnors appeared/accepts notice to the petition. They are directed to file reply within two weeks duly serving the copy on the otherside and one week thereafter to the Petitioner to file rejoinder if any.

C.A No. 71 & 72/2024

1. **C.A No.71 of 2024** is filed by General Atlantic Singapore TL Pte. Ltd., and others under Section 242 (4) of the Companies Act, 2013 r/w Rule 11 & 32 of NCLT Rules, 2016 *inter alia* seeking to pass an order injuncting the offer letters dated 11.05.2024 and 13.05.2024 and further issuance of shares in furtherance of the impugned second rights offer letters dt. 11.05.2024 and revised offer letter dt. 13.05.2024 and various other reliefs.
2. **C.A No.72 of 2024** is filed by General Atlantic Singapore TL Pte. Ltd., and others under Section 242 (4) of the Companies Act, 2013 r/w Rule 11 & 32 of NCLT Rules, 2016 *inter alia* seeking to set-aside any actions undertaken by the Respondents No.1 to 5 in violation of the order of this Hon'ble Tribunal dt.27.02.2024 including allotment of Company's shares to certain shareholders (including Respondent No.3) on 02.03.2024 and other reliefs.
3. Heard the Learned Senior Counsel for the Applicants and Learned Senior Counsel for the Respondents.
4. The Ld. Senior Counsel for the Applicants stated that there is an urgency in the present C.As, therefore requested to fix the early date for hearing. However, the Ld. Senior Counsels for the Respondents requested time to file their reply in the applications and the same is permitted.
5. At the request of the Ld. Senior Counsel for the Applicant, list the **CAs along with other CAs and C.P on 11.06.2024.**

-Sd-

(MANOJ KUMAR DUBEY)
MEMBER (TECHNICAL)

-Sd-

(T.KRISHNAVALLI)
MEMBER (JUDICIAL)