

**NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH, COURT – II
CHENNAI**

ATTENDANCE CUM ORDER SHEET OF THE HEARING OF NATIONAL COMPANY LAW TRIBUNAL, CHENNAI BENCH, HELD ON 17-04-2024 AT 10.30 A.M. THROUGH VIDEO CONFERENCING:

**PRESENT : SHRI. JYOTI KUMAR TRIPATHI, HON'BLE MEMBER (JUDICIAL)
SHRI. RAVICHANDRAN RAMASAMY, HON'BLE MEMBER (TECHNICAL)**

PETITION NUMBER : CP(CAA)/78(CHE)2022

APPLICATION NUMBER : CA(CAA)/122/2021 & CA(CAA)/125/2021

NAME OF THE PETITIONER : Trident Coatings Pvt Ltd & Another

NAME OF THE RESPONDENT(S) : --

UNDER SECTION : Sec 61,66,230-232 of CA, 2013 r/w
Companies Rules, 2016

ORDER

Ld. PCS Mr. V. Mahesh for the Petitioner. Ld. Counsel Ms.Nandini Agarwal for the RD. Mr. B. Palani along with Ms.Sree Kumari for OL.

In this case the observations of RD and OL has been responded to by the Petitioner and RD and OL have no substantive objections to the proposal.

In this case Income Tax Department has given a letter dated 10.10.2022 stating that there is a huge parcel of land 2,35,942 square feet being transferred to the amalgamated company in the garb of amalgamation evading capital gain tax and benefiting Mr. R. Selvaraj and Mrs. R. Jayalatha. This would result in huge loss to the exchequer. Therefore Income Tax Department stated that the entire scheme of the amalgamation is the result of distribution of assets on winding up of one company to the other company and therefore the condition laid down for amalgamation in Section 2(1B) of the Income Tax Act, 1961 is not fulfilled. Also the Income Tax Department has stated that the entire scheme is only for

the purpose of avoiding payment of Tax by merging loss making and profit making companies.

In view of the above, the Applicant is directed to submit a clear report from the statutory auditor certifying all the issues stated by the Income Tax Department.

List the petition for hearing on **19.06.2024**.

-Sd-

RAVICHANDRAN RAMASAMY
Member (Technical)

phk

-Sd-

JYOTI KUMAR TRIPATHI
Member (Judicial)