

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH, COURT-III**

**CP (CAA) No. 1099 of 2020
IN
CA (CAA) No. 752 of 2020**

In the matter of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder

And

In the matter of Scheme of Amalgamation Pune White Goods Cluster Limited having CIN: U74900PN2010NPL136354 (Transferor Company 1) and Pune Lean Manufacturing Cluster having CIN U74220PN2009NPL134839 with Maharashtra Chamber of Commerce, Industries and Agriculture having CIN U01409MH1974PLC017803 (Transferee Company) and their respective shareholders and creditors ('Scheme').

PUNE WHITE GOODS CLUSTER LIMITED

Having its registered office at A Wing,
5th floor MCCIA Trade Tower, ICC
Complex 403-A, Senapati Bapat Road,
Pune – 411016

CIN: U74900PN2010NPL136354

...First Petitioner Company/
Transferor Company 1

PUNE LEAN MANUFACTURING CLUSTER

Having its registered office at A Wing,
5th floor MCCIA Trade Tower, ICC
Complex 403-A, Senapati Bapat Road,
Pune - 411016

CIN: U74220PN2009NPL13483

...Second Petitioner Company/
Transferor Company 2

**MAHRATTA CHAMBER OF COMMERCE,
INDUSTRIES AND AGRICULTURE**

Having its registered office at '5th Floor,

International Convention Centre,
Trade Tower, Senapati Bapat Road,
Pune - 411016

CIN: U01409MH1974PLC017803

...Third Petitioner Company/
Transferee Company

(First Petitioner Company, Second Petitioner Company and Third Petitioner Company are collectively referred to as "Petitioners")

Order Delivered on 01.02.2021

CORAM:

Hon'ble Shri H.V Subba Rao, Member (Judicial)
Hon'ble Shri Shyam Babu Gautam, Member (Technical)

Appearance (through videoconferencing):

For the Petitioner : CS Pallavi Salunke, PVS & Associates,
Company Secretaries.

Per Shri H.V Subba Rao, Member (Judicial)

ORDER

- 1) Learned Counsel for the Petitioners states that pursuant to the order dated 1st May 2020, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench in the Company Scheme Application bearing no. CA(CAA) No. 752/MB/2020, the meeting of Members of the Petitioner Companies was held on 5th August 2020 at 'A Wing, 5th Floor, MCCIA Trade Tower, ICC Complex 403-A, Senapati Bapat Road, Pune- 411 016 for the purpose of considering and if thought fit, approving with or without modifications(s) the proposed Scheme at which the requisite quorum was present and the Scheme was approved unanimously without modifications by the Members. The Chairpersons appointed for the respective meeting have filed their report dated 5th August 2020. The Chairpersons report has been annexed to the captioned Company Scheme Petition and marked as "Exhibit-J1" to "Exhibit-J3" ranging from Page nos. 311 to 325.
- 2) The Counsel further submits that as directed by this Tribunal vide the order dated 1st May 2020, notices have been served on all the regulatory authorities viz. i) concerned Income Tax authority within whose jurisdiction the Petitioner Company's assessments are made on 2nd July 2020; ii) the Central Government through office of Regional Director, Western Region, Mumbai on 2nd July 2020; iii)

Registrar of Companies, Mumbai on 2nd July 2020 and iv) Official Liquidator, High Court, Mumbai on 2nd July 2020. The copies of acknowledgement of the notices served to the abovementioned regulatory authorities have been annexed to the captioned Company Scheme Petition and marked as “Exhibit-F1” to “Exhibit-F4” ranging from Page nos. 228 to 235.

- 3) In view of the above Compliance the Company Petition is admitted.
- 4) The Petitioner Companies shall issue notices informing the date fixed for hearing upon:- (i) concerned Income Tax Authorities within whose jurisdiction the respective Petitioner Company’s assessments are made (along with PAN number) (ii) the Central Government through the office of Regional Director (Western Region), Ministry of Corporate Affairs, Mumbai (iii) Registrar of Companies, Maharashtra, Mumbai (iv) Official Liquidator, High Court, Bombay and (vi) concerned GST Authority informing the date fixed for hearing.
- 5) At least 10 days before the date fixed for hearing, the Petitioner Companies to publish notice of hearing of Petition in two local newspapers viz. “Indian Express” in English language and translation thereof in “Loksatta” in Marathi language, both having wide circulation in the State in which registered office of the Company is situated as per rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
- 6) The Petitioner Company shall host the notices along with the copy of the scheme on their respective websites, if any.
- 7) The Petitioner Companies shall file an affidavit of service and compliances three days before the dated fixed for final hearing and do report with the registry in regard to the service of notices to the regulatory authorities and publication of notice in newspapers as stated above have been duly complied with.
- 8) Petition fixed for hearing and final disposal on 11.03.2021.

Sd/-
SHYAM BABU GAUTAM
MEMBER (TECHNICAL)

Sd/-
H.V. SUBBA RAO
MEMBER (JUDICIAL)



MAHRATTA CHAMBER OF COMMERCE, INDUSTRIES AND AGRICULTURE

**BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH, COURT ROOM-III**

IN

In the matter of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder.

AND

In the matter of Scheme of Amalgamation between Pune White Goods Cluster Limited ("Transferor Company 1") and Pune Lean Manufacturing Cluster ("Transferor Company 2") with Mahratta Chamber of Commerce, Industries and Agriculture ("Transferee Company") and their respective shareholders and creditors.

IN

C.P.(CAA) No. 1099 of 2020

IN

C.A.(CAA) No. 752 of 2020

Pune White Goods Cluster Limited ...Transferor Company 1/ First Petitioner Company

Pune Lean Manufacturing Cluster ...Transferor Company 2/ Second Petitioner Company

Mahratta Chamber of Commerce, Industries and Agriculture

...Transferee Company/ Third Petitioner Company

(First Petitioner Company, Second Petitioner Company and Third Petitioner Company are hereinafter collectively referred to as 'Petitioner Companies')

To,

<p>✓ 1. The Central Government The Regional Director, Western Region, Ministry of Corporate Affairs 'Everest' Building, 5th floor, 100, Marine Drive, Mumbai – 400 002.</p>	<p>2. The Goods and Services Dept. (Jurisdiction –Center) Commisionerate - PUNE - II Division - DIVISION-III DECCAN Range - RANGE-III IEC House, 41-A, Sasoon Rd, Central Excise Colony, Sangamvadi, Pune, Maharashtra 411001</p>
<p>3. Income Tax Office, PMT Building Commercial Complex, Shankar Seth Road, Swargate, Pune- 411 037. PAN: AAATM5559Q</p>	<p>4. Registrar of Companies, PCNTDA Green Building, BLOCK A, 1st & 2nd Floor, Near Akurdi Railway Station, Akurdi, Pune – 411 044;</p>

RE:NOTICE OF HEARING OF THE COMPANY SCHEME PETITION BEARING NO. C.P(CAA) NO. 1099 OF 2020 IN THE CAPTIONED MATTER BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH BEFORE COURT ROOM-III

1. Take notice that the Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020 in the above captioned matter under Sections 230-232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder for an order sanctioning the Scheme of Amalgamation between Pune White Goods Cluster Limited ("Transferor Company 1") and Pune Lean Manufacturing Cluster ("Transferor Company 2") with Mahratta Chamber of Commerce, Industries and Agriculture ("Transferee Company") and their respective shareholders and creditors was presented by the Petitioner Companies on 21st January 2021 and the captioned Company Scheme Petition was admitted by the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III on 1st February 2021. It was directed by the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III on 1st February 2021 that, Thursday, 11th March 2021 has been fixed as the final date of hearing of the captioned Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020. In view of the order dated 1st February 2021 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III, the Petitioner Companies have been directed to issue notice of hearing to all relevant regulatory authorities.
2. Enclosed herewith is the order dated 1st February 2021 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III (awaiting certified copy of the order from the Hon'ble National Company Law Tribunal, Mumbai Bench) for your reference and record.
3. If you are desirous of making any representations/ objections to the captioned Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020, request you to send such representations/ objections to the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III before the final date of hearing i.e., 11th March 2021 of the captioned Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020. Copy of the representations may simultaneously be sent to the Petitioner Companies or to PVS & Associates, Company Secretaries to the Petitioner Companies. If no representation/ objection is received from the concerned authority before 11th March 2021, it will be presumed that the concerned authority has no representation/ objections to the proposed Scheme of Amalgamation and the captioned Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020.

Your Faithfully

For Mahratta Chamber of Commerce Industries and Agriculture


Authorised Signatory



Date: 10 February 2021

Place: Pune

Enclosed: Copy of the order dated 1st February 2021 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench presiding over Court Room-III in the captioned Company Scheme Petition bearing no. C.P.(CAA) No. 1099 of 2020.



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