

IN THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH (COURT – II)

Item No. 203
CP(CAA)-37/ND/2023

IN THE MATTER OF:

JTEKT Fuji Kiko Automotive India Ltd. ... Applicant/Petitioner
and JTEKT India Ltd.

Under Section: 230-232

Order delivered on 21.07.2023

CORAM:

SHRI. ASHOK KUMAR BHARDWAJ,
HON'BLE MEMBER (J)

SHRI. L. N. GUPTA,
HON'BLE MEMBER (T)

PRESENT:

For the Applicant : Adv. Anirudh Das, Adv. Aditya Thyagarajan
For the OL : Ms. Hemlata Rawat

ORDER

The present petition has been preferred under Section 230-232 of the Companies Act, 2013 for sanction of the Scheme of Amalgamation of JTEKT Fuji Kiko Automotive India Ltd (Transferor No. 1 Company) with JTEKT India Ltd. (Transferee Company).

The petition is a second motion under Section 230-232 of the Companies Act, 2013. The Scheme of Amalgamation is espoused under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 for merger/amalgamation of the aforementioned companies to achieve the objectives mentioned in the scheme of amalgamation.

Heard. Issue notice to the (I) Central Government through the Regional Director (Northern Region), Ministry of Corporate Affairs (II) Registrar of Companies (NCT of Delhi & Haryana), Ministry of Corporate Affairs, (III) OL, attached to the Delhi High Court and Jurisdictional Income-Tax Authorities, the respective stock exchanges, and other sectoral regulators or authorities which are likely to be affected by the compromise or arrangement. The representations, if any, to be made by the noticee shall be made within a

period of thirty days from the date of receipt of the notice, failing which, it shall be presumed that they have no representations to make on the proposal.

Ld. Counsel for the Petitioner undertakes to serve notice upon the authorities/offices referred to hereinabove by all modes viz. registered post, speed post, and E-mail. Affidavit of service be filed within one week. The petitioner shall also make all the documents referred to in Section 230(3) of the Companies Act, 2013 viz., a statement disclosing the details of the compromise, arrangement, a copy of the valuation report, if any, and their effect on creditors, key managerial personnel, promoters and non-promoter members, and the debenture-holders and the effect of the compromise or arrangement on any material interests of the directors of the company or the debenture trustees, if any, to the authorities referred to in Section 230(5) of the Companies Act, 2013 (ibid). The documents as also a copy of the notice to be served in terms of the present order upon the authorities referred to in Section 230(5) of the Companies Act shall also be placed on the website of the company, if any, and shall also be published in two national newspapers namely, "Business Standard" (English language-Delhi Edition); and "Veer Arjun" (Hindi language-Delhi Edition) circulation in the locality/state where the registered offices of the petitioners are located.

List on 13.09.2023.

Sd/-
(L. N. GUPTA)
MEMBER (T)

Sd/-
(ASHOK KUMAR BHARDWAJ)
MEMBER (J)