

**IN THE NATIONAL COMPANY LAW TRIBUNAL**  
**BENGALURU BENCH**

**ITEM No.14**  
**CP (CAA) No.04/BB/2023**

**IN THE MATTER OF:**

M/s. Suryoday One Energy Pvt. Ltd. & Anr. ... Petitioners

**Order under Section 230-232 of Companies Act, 2013**

**Order delivered on: 06.02.2023**

**CORAM:**

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

**SH. MANOJ KUMAR DUBEY**  
**HON'BLE MEMBER (TECHNICAL)**

**PRESENT:**

For the Petitioners : Shri Saji P. John, Adv.

**ORDER**

1. Heard Shri Saji P. John, learned Counsel for the Petitioner Companies. The learned Counsel for the Petitioner Companies submits that this is a second motion Petition filed in consonance with Sections 230 to 232 of the Companies Act, 2013 and in accordance with the directions given by this Tribunal *vide* Order dated 10.10.2022 passed in CA (CAA) No.40/BB/2022.
2. In the First Motion Application bearing CA (CAA) No.40/BB/2022 filed before this Tribunal, necessary directions were issued in which the meetings of the Equity Shareholders and Unsecured Creditors of Transferor Company, Unsecured Creditors and Preference Shareholders of the Transferee Company are dispensed with, and Meetings of Secured Creditors of Transferor Company, Equity Shareholders of Transferee Company are directed to be convened. Since there are no Secured Creditors in the Transferee Company, there is nothing to convene their meeting.

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3. The Petition be listed for hearing on **11.04.2023**. At least ten days before the date fixed for final hearing, the Petitioner Company shall publish the notice of final hearing of the Company Petition in two local newspapers *viz.*, 'Business Standard' English Daily and translation thereof in 'Kannada Prabha' Kannada Daily, both having circulation in Bangalore as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
4. Notice be also served upon the Objector(s) or their representative as contemplated under sub-section (4) of Section 230 of the Companies Act, 2013 who may have made representation and who have desired to be heard in their representation along with a copy of the Petition and the Annexures filed therewith at least 15 days before the date fixed for hearing. It is to be specified in the notices that the objections, if any, to the Scheme may be filed within thirty days from the date of the receipt of the notice, failing which, it will be considered that there is no objection to the approval of the Scheme on the part of the Objector(s).
5. In addition to the above public notice, the Petitioner Companies shall serve the Notice of the Petition on the following Authorities, namely, (a) The Regional Director (South East Region), Hyderabad (b) The Registrar of Companies Karnataka, Bengaluru (c) Commissioner of Income Tax, Ward 3(3)(3), Bengaluru in respect of First Petitioner Company (PAN-AAYCS1295A) and the Assessing Officer, Circle 3(1)(1), Bengaluru in respect of Second Petitioner Company (PAN-AACCG8244P) (d) The Official Liquidator, Bengaluru (g) The General Manager, Listing Department, Bombay Stock Exchange of India, Mumbai (h) Securities and Exchange Board of India, Mumbai, along with the copy of this Petition and the Annexures filed therewith by Speed Post immediately and to such other Sectoral Regulator(s) who may govern the working of the Petitioner Companies involved in the Scheme as per Rule 8 of the Companies (CAA) Rules, 2016, with a direction that they may submit their representation, if any, within thirty days from the date of receipt of such notice, failing which, it will be presumed that the said Authority has no representation to make to the Scheme.

6. The Petitioner Companies shall host Notice of final hearing along with the copy of the Scheme on its website, if any.
7. The Petitioner Companies shall at least seven days before the date of hearing of the Petition file an Affidavit of Service regarding paper publication as well as service of notices on the Authorities specified above including the Sectoral Regulator as well as the Objector(s), if any. The Petitioner Companies shall file compliance report with this Tribunal at least ten days before the date fixed for final hearing and report to this Tribunal that the directions regarding the service of notices upon regulatory authorities & publication of advertisement of the notice of hearing in the newspapers have been duly complied with.

**Sd/-**  
**MANOJ KUMAR DUBEY**  
**MEMBER (TECHNICAL)**

**Sd/-**  
**T. KRISHNAVALLI**  
**MEMBER (JUDICIAL)**