

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

MISCELLANEOUS APPLICATION NO. 694 OF 2018

IN

COMPANY SCHEME PETITION NO. 1012 OF 2017

CONNECTED WITH

COMPANY SCHEME APPLICATION NO. 829 OF 2017

In the matter of the Companies Act, 2013

AND

**In the matter of Sections 230 to 232 of the Companies
Act, 2013**

AND

**In the matter of Composite Scheme of Amalgamation and
Arrangement**

AMONG

Vodafone Mobile Services Limited

(the "Petitioner/ Transferor Company No. 1")

AND

Vodafone India Limited

(the "Petitioner/ Transferor Company No. 2")

AND

Idea Cellular Limited

(the "Non-Petitioner/ Transferee Company")

Order dated: 30th August, 2018

Coram:

Hon'ble Shri B S V Prakash Kumar, Member (Judicial)
Hon'ble Shri Ravikumar Duraisamy, Member (Technical)

Appearance: Senior Counsel Shri. Janak Dwarkadas, Ms.

Fereshte D. Sethna, Ms. Shreema Doshi, Mr.

Mrunal Parekh, Mr. Adhiraj Malhotra, Mr. Sagar

Sarin, Mr. Lokesh Aidasani, Mr. Hasmukh Ravaria,

Ms. Divya Hirawat and Ms. Vidya Phanse

instructed by DMD Advocates, for the Petitioners/

Transferor Companies.

Mr. S. Ramakantha, Joint Director, in the Office of the Regional Director, Ministry of Corporate Affairs, Western Region, Mumbai.

Mr. Pola Ragunath, Deputy Official Liquidator along with Mr. Santosh Dalvi, Senior Assistant (Amalgamation) in the office of the Official Liquidator, Mumbai.

Per B. S. V. Prakash Kumar, Member (J)

ORDER

UPON the Application of the Petitioners/ Transferor Companies abovenamed, **AND UPON HEARING** Senior Counsel Shri. Janak Dwarkadas, instructed by Advocates for the Petitioners/ Transferor Companies abovenamed, **AND UPON READING** the Miscellaneous Application No. 694 of 2018 dated 11 July 2018 and the Additional Affidavits dated 24 August 2018 filed by the Petitioners/ Transferor Companies, **AND UPON CONSIDERING** the Report dated 23 August 2018 filed by the Regional Director, Western Region, Mumbai and the Report dated 6 August 2018, Affidavit dated 23 August 2018 and Report dated 29 August 2018 filed by the Official Liquidator, Mumbai, **IT IS HEREBY ORDERED THAT:**

- (1) As to appointed date is concerned, the Official Liquidator having stated that there is no objection to consider 31.8.2018 as appointed date and having the officer on behalf of the Regional Director also stated that since main order has been passed without fixing appointed date, they have also left it to the discretion of this Bench to allow the

date as agreed by the Official Liquidator, accordingly, the appointed date is hereby recorded as 31.8.2018.

- (2) Vodafone Mobile Services Limited and Vodafone India Limited shall be dissolved, without winding-up on 31 August 2018.
- (3) The order dated 21 December 2017 along with this Order, duly certified by the Assistant Registrar, NCLT, Mumbai Bench, shall be filed forthwith, electronically with and/ or by delivery of a physical copy to the relevant Registrar of Companies, along with e-Form INC-28, by Vodafone Mobile Services Limited and Vodafone India Limited.
- (4) Vodafone Mobile Services Limited and Vodafone India Limited are hereby directed to pay costs of ₹1,00,000/- (Rupees one lakh) each to the Regional Director, Western Region, Mumbai, and ₹1,00,000/- (Rupees one lakh) each to the Official Liquidator, within 1 (one) week from the date of receipt of copy of this order.
- (5) Vodafone Mobile Services Limited and Vodafone India Limited are also hereby directed to pay remuneration of ₹2,00,000/- (Rupees two lakhs) each to M/s. Jitendra Chablani & Co., the chartered accountants who have assisted the Official Liquidator in scrutinising the books of accounts for the period 1 April 2017 to 19 August 2018, within 1 (one) week from the date of receipt of copy of this order.
- (6) All parties to the Scheme, or other persons interested, shall be at liberty to apply to this Tribunal for any directions as may be necessary in regard to the working of the Scheme of amalgamation and arrangement.

- (7) All authorities to act on a copy of the order along with the Scheme, duly authenticated by the Assistant Registrar, NCLT, Mumbai Bench.
- (8) However, it is further clarified that this order will not have any bearing on the proceedings, if any, to be initiated by Income Tax Authorities in relation to this Scheme.
- (9) Accordingly, MA 694 of 2018 is allowed.

SD/-

RAVIKUMARDURAIAMY
MEMBER (TECHNICAL)

SD/-

B. S. V. PRAKASH KUMAR
MEMBER (JUDICIAL)