

Ref. No. Z-IV/R-39/D-2/NSE/207 & 174
Date : 19/04/2022

National Stock Exchange of India Ltd. Listing Deptt., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	BSE Ltd. Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.
NSE Scrip: MINDAIND	BSE Scrip: 532539

Reg: - update in the matter of scheme of amalgamation of Minda I Connect Private Ltd. (Transferor Company) with Minda Industries Ltd. ("Transferee Company") and their respective Shareholders and Creditors

Dear Sirs,

Apropos to the subject matter cited above, we wish to inform that the requisite "Notice of Petition" to the concerned authorities, pursuant to the order of Hon'ble National Company Law Tribunal, New Delhi Bench Court-II ("Hon'ble NCLT") in the Second Motion Petition No. CP(CAA)-30/ND/2022 has been served, seeking their representations, if any, in connection with the aforesaid proposed scheme of amalgamation within thirty days, directly to Hon'ble NCLT from the date of receipt of the said notice.

The scan copy of the notice alongwith despatch proof to the regulators including NSE, BSE & SEBI and scan copy of the NCLT order of the second motion are enclosed herewith.

The date of hearing in the aforesaid matter has now been fixed on 30 May, 2022 by the Hon'ble NCLT.

This is for your information and record please.

Thanking you,

Yours faithfully,
For Minda Industries Ltd.



Tarun Kumar Srivastava
Company Secretary & Compliance Officer



Encl: As above.



**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH (COURT- II)**

COMPANY PETITION NO. CP (CAA) – 30 / ND/ 2022

CONNECTED WITH

COMPANY APPLICATION NO. CA(CAA) – 66 / ND/ 2021

**IN THE MATTER OF SECTIONS 230-232 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013**

AND

**IN THE MATTER OF SCHEME OF AMALGAMATION
OF**

MINDA I CONNECT PRIVATE LIMITED

..... TRANSFEROR COMPANY/ APPLICANT COMPANY NO. 1

WITH

MINDA INDUSTRIES LIMITED

..... TRANSFEREE COMPANY/ APPLICANT COMPANY NO. 2

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

NOTICE TO BSE LIMITED

**To,
The BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001**

Notice is hereby given that the Hon'ble National Company Law Tribunal, New Delhi Bench Court-II ("Hon'ble NCLT") vide its order dated 07.04.2022 ("the Order") in Second Motion Petition bearing No. CP (CAA) - 30 / ND/ 2022 directed the Applicant Companies to serve a notice of the petition with your good office. **Please note that final date of hearing in the matter has been fixed by Hon'ble NCLT on 30.05.2022.**

In regard to the above, please find enclosed the following:

- A Copy of Order passed by Hon'ble NCLT in first motion application and Second Motion Petition (annexed as Annexure A-1 (Colly)).
- A copy of First Motion Application as filed with Hon'ble NCLT (annexed as Annexure A-2)
- A copy of Second Motion Petition as filed with Hon'ble NCLT (annexed as Annexure A-3)

You are hereby informed that representations, if any, in connection with proposed scheme may be made to Hon'ble NCLT within thirty days from the date of receipt of this notice.

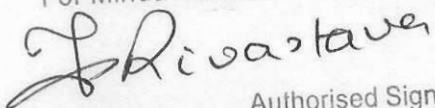
Thanking You,

Date: 18.04.2022

Place: New Delhi

MINDA I CONNECT PRIVATE LIMITED

For Minda iConnect Private Limited



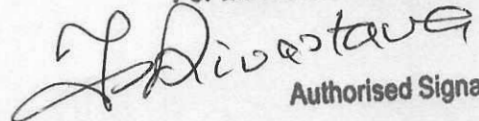
Authorised Signatory

(AUTHORISED SIGNATORY)

TRANSFEROR COMPANY

MINDA INDUSTRIES LIMITED

For Minda Industries Limited

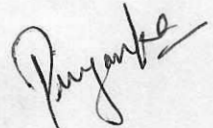


Authorised Signatory

(AUTHORISED SIGNATORY)

TRANSFeree COMPANY

**AUTHORISED REPRESENTATIVE FOR THE
TRANSFEROR COMPANY AND TRANSFeree COMPANY**



For, Sanjay Grover and Associates, Company Secretaries

B-88, 1st Floor, Defence Colony, New Delhi-110024

E-mail: sanjaygrover7@gmail.com

Mobile No. 8587908224/ 9810144530

Dispatch proof to BSE

ED791778511IN IVR:6968791778511
SPP ANDREWSGANJ SO <110049>
Counter No:3,18/04/2022,11:51
To:THE BSE LTD,JEEJEEBHOY TOWERS
PIN:400001, Mumbai GPO
From:SANJAY GROVER,B 88
Wt:2200gms
Amt:283.20(Cash)Tax:43.20
<Track on www.indiapost.gov.in>
<Dial 18002666868> <Wear Masks, Stay Safe>



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<Track on www.indiapost.gov.in>
<Dial 18002666868> <Wear Masks, Stay Safe>



**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH (COURT- II)**

COMPANY PETITION NO. CP (CAA) – 30 / ND/ 2022

CONNECTED WITH

COMPANY APPLICATION NO. CA(CAA) – 66 / ND/ 2021

**IN THE MATTER OF SECTIONS 230-232 AND OTHER
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013**

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

OF

MINDA I CONNECT PRIVATE LIMITED

..... TRANSFEROR COMPANY/ APPLICANT COMPANY NO. 1

WITH

MINDA INDUSTRIES LIMITED

..... TRANSFEREE COMPANY/ APPLICANT COMPANY NO. 2

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

NOTICE TO NATIONAL STOCK EXCHANGE OF INDIA LTD.

To,

The National Stock Exchange of India Ltd.,

Exchange Plaza, C-1 Block G,

Bandra Kurla Complex,

Bandra (E) Mumbai-400051

Notice is hereby given that the Hon'ble National Company Law Tribunal, New Delhi Bench Court-II ("Hon'ble NCLT") vide its order dated 07.04.2022 ("the order") in Second Motion Petition bearing No. CP (CAA) - 30 / ND/ 2022 directed the Applicant Companies to serve a notice of the petition with your good office. **Please note that final date of hearing in the matter has been fixed by Hon'ble NCLT on 30.05.2022.**

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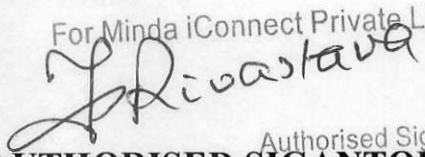
You are hereby informed that representations, if any, in connection with proposed scheme may be made to Hon'ble NCLT within thirty days from the date of receipt of this notice.

Thanking You,

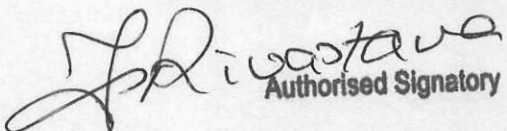
Date: 18.04.2022

Place: New Delhi


**MINDA I CONNECT PRIVATE
LIMITED**

For Minda iConnect Private Limited

Authorised Signatory
(AUTHORISED SIGNATORY)
TRANSFEROR COMPANY

MINDA INDUSTRIES LIMITED

For Minda Industries Limited

Authorised Signatory
(AUTHORISED SIGNATORY)
TRANSFeree COMPANY

**AUTHORISED REPRESENTATIVE FOR THE
TRANSFEROR COMPANY AND TRANSFeree COMPANY**


For, Sanjay Grover and Associates, Company Secretaries
B-88, 1st Floor, Defence Colony, New Delhi-110024
E-mail: sanjaygrover7@gmail.com
Mobile No. 8587908224/ 9810144530

Dispatch proof to NSE

ED7917788171M IVR:6968791778817 India Post
SPP ANDREWSGANJ SO <110049>
Counter No:3,18/04/2022,12:07
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PIN:400051, Bandra(East) S.O
From:SANJAY GROV,B 88 DEFENCE COL
Wt:2840gms
Amt:330.40(Cash)Tax:50.40

<Track on www.indiapost.gov.in>
<Dial 18002666868> <Wear Masks, Stay Safe>

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From:SANJAY GROV,B 88 DEFENCE COL
Wt:2200gms
Amt:283.20(Cash)Tax:43.20

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**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH (COURT- II)**

**COMPANY PETITION NO. CP (CAA) – 30 / ND/ 2022
CONNECTED WITH
COMPANY APPLICATION NO. CA(CAA) – 66 / ND/ 2021**

**IN THE MATTER OF SECTIONS 230-232 AND OTHER
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AND

**IN THE MATTER OF SCHEME OF AMALGAMATION
OF**

MINDA I CONNECT PRIVATE LIMITED

..... TRANSFEROR COMPANY/ APPLICANT COMPANY NO. 1

WITH

MINDA INDUSTRIES LIMITED

..... TRANSFEREE COMPANY/ APPLICANT COMPANY NO. 2

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

NOTICE TO SEBI

To,

**SEBI Bhawan BKCS,
Plot No. C4-A, 'G' Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051, Maharashtra**

Notice is hereby given that the Hon'ble National Company Law Tribunal, New Delhi Bench Court-II ("Hon'ble NCLT") vide its order dated 07.04.2022 ("the order") in Second Motion Petition bearing No. CP (CAA) - 30 / ND/ 2022 directed the Applicant Companies to serve a notice of the petition with your good office. **Please note that final date of hearing in the matter has been fixed by Hon'ble NCLT on 30.05.2022.**

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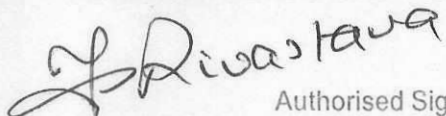
Thanking You,

Date: 18.04.2022

Place: New Delhi

**MINDA I CONNECT PRIVATE
LIMITED**

For Minda iConnect Private Limited

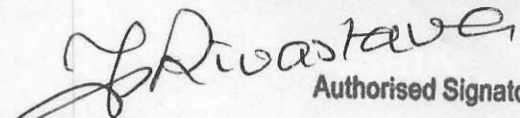

Authorised Signatory

(AUTHORISED SIGNATORY)

TRANSFEROR COMPANY

MINDA INDUSTRIES LIMITED

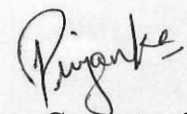
For Minda Industries Limited


Authorised Signatory

(AUTHORISED SIGNATORY)

TRANSFeree COMPANY

**AUTHORISED REPRESENTATIVE FOR THE
TRANSFEROR COMPANY AND TRANSFeree COMPANY**



For, Sanjay Grover and Associates, Company Secretaries

B-88, 1st Floor, Defence Colony, New Delhi-110024

E-mail: sanjaygrover7@gmail.com

Mobile No. 8587908224/ 9810144530

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ED7917788341N IVR:6968791778834
SPP ANDREWSGANJ SO <110049>
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Amt:377.60(Cash)Tax:57.60
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भारतीय डाक

India Post

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भारतीय डाक

India Post

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India Post

भारतीय डाक

India Post

NATIONAL COMPANY LAW TRIBUNAL
NEW DELHI BENCH (COURT- II)

C.P.(CAA)-30/ND/2022

IN THE MATTER OF SCHEME OF AMALGAMATION :

AMONGST

MINDA I CONNECT PRIVATE LIMITED

...Transferor Company/Applicant No. 1

WITH

MINDA INDUSTRIES LIMITED

...Transferee Company/Applicant No. 2

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

Order Delivered on : 07.04.2022

Section: 230 to 232 of the Companies Act, 2013


CORAM

SH. ABNI RANJAN KUMAR SINHA, HON'BLE MEMBER (JUDICIAL)

SH. L. N. GUPTA, HON'BLE MEMBER (TECHNICAL)

PRESENT

For Applicant : Adv. Saurabh Kalia, FCS Priyanka

(CAA) 30/ND/2022 
Minda I Connect Pvt. Ltd. With Minda Industries Ltd.



ORDER

PER SHRI L. N. GUPTA, MEMBER (T)

This Company Petition jointly filed by the Applicant Companies is coming before us for admission, fixing a date for hearing and final disposal of the Application as well as for a direction for publication to be effected and issuance of notices to the concerned authorities for objections, if any, to the Composite Scheme of Amalgamation (hereinafter, referred to as the "**SCHEME**").

2. As per the averments, the Registered offices of all the Applicant Companies are located in Delhi and hence, falling within the territorial jurisdiction of this Bench.

3. From the case record, it is seen that the First Motion Application seeking directions for dispensing the meeting of Equity Shareholders, Secured Creditors and Unsecured Creditors was filed before this Tribunal in C.A. (CAA)-66/ND/2021 under Sections 230-232 of the Companies Act, 2013. Vide Orders dated 31.08.2021 and 20.10.2021 directions were issued by this Tribunal (i) to convene the meeting of equity shareholders and Unsecured Creditors of the Transferee Company, (ii) dispense with the meeting of secured Creditors of the Transferee Company, and (iii) to dispense with the meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors of the Transferor Company.

4. That accordingly, the Chairman of the meeting Shri. Santosh Kumar Sahewala has filed its report dated 21.02.2022 stating that the Scheme has been duly passed by the Shareholders and Unsecured Creditors of the Transferee Company.

5. The prayers in this Petition by way of Second Motion are for fixing a date of hearing as well as other consequential direction in terms of the provisions of the Section 230 to 232 of Companies Act, 2013 read with Rule 16 of the Companies (Compromise, Arrangements and Amalgamation) Rules, 2016. It is now hereby ordered as follows :

- (i) **The Petition stands Admitted.**
- (ii) The date of hearing of the Petition filed by the Applicant Transferor Company for approval of the Scheme is fixed for 30.05.2022.
- (iii) Notice of the hearing shall be published in the newspapers namely, "Business Standard" in English and "Business Standard" in Hindi (Delhi edition) in not less than 40 days before the aforesaid date fixed for hearing.

6. In addition to the publication of the above Public Notice, the Applicant Companies shall individually serve the notices of this Petition to the following Authorities, namely :

- (a) Central Government through Regional Director (Northern region), Ministry of Corporate Affairs,
- (b) Registrar of Companies, NCT of Delhi & Haryana, Ministry of Corporate Affairs,

(CAA) 30/ND/2022 
Minda I Connect Pvt. Ltd. With Minda Industries Ltd.



- (c) Official Liquidator, Delhi
- (d) The Income Tax Department,
- (e) Jurisdictional Income Tax Authorities,
- (f) Such other Sectoral Regulatory Authorities, which govern working of the Companies involved in the Scheme;


at least 40 days before the date fixed for hearing of this Petition.

7. That the Applicant Company shall, at least 7 days before the date of hearing of the Petition, file an Affidavit of Service in relation to the Newspaper publication effected as well as service of Notices on the Authorities as specified above including the Sectoral Regulators, if any.

8. Objections, if any, by the Authorities to whom Notices are given on or before the date of hearing fixed herein may be filed to the "SCHEME" contemplated by the Applicant Company, failing which it will be considered by this Tribunal that there is no objection to approval of the "SCHEME" on the part of the Authorities, subject to other conditions as may be applicable under the Companies Act, 2013 and relevant rules framed there under being satisfied.



(L. N. GUPTA)
MEMBER (T)



(ABNI RANJAN KUMAR SINHA)
MEMBER (J)