



Geared for life

## BHARAT GEARS LIMITED

Regd. Office & Works :  
20 K.M. Mathura Road, P.O. Box 328  
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA  
Tel. : +91 (129) 4288888, Fax : +91 (129) 4288822-23  
E-mail : info@bglindia.com  
Corporate Identity Number : L29130HR1971PLC034365

BGL/SEC/NSE/3/DECEMBER 2019-2020

BGL/SEC/NSE/3/DECEMBER 2019-2020

December 20, 2019

**The Manager (Listing)**  
**National Stock Exchange of India Ltd**  
"Exchange Plaza", 5<sup>th</sup> Floor,  
Plot No. C-1, G - Block,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai - 400051

**The Manager (Listing)**  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
PJ Towers, Dalal Street  
Fort, Mumbai – 400001

**SYMBOL: BHARATGEAR**

**STOCKCODE: 505688**

**Subject: Amalgamation of Future Consultants Private Limited ("Transferor Company") with Ultra Consultants Private Limited ("Transferee Company"), Members of Promoter Group of Bharat Gears Limited (BGL)**

Dear Sir/Madam,

This is to inform that the Company is in receipt of intimation from Future Consultants Private Limited ("Transferor Company") and Ultra Consultants Private Limited ("Transferee Company"), members of Promoter Group of the Company that National Company Law Tribunal, Principal Bench, New Delhi vide its judgement dated September 26, 2019 with reference to the Company Petition No. (CAA) 35/PB/2019 connected with Company Application No. CA (CAA)10/PB/2019 filed with the Hon'ble Tribunal has approved the amalgamation of Future Consultants Private Limited ("Transferor Company") with Ultra Consultants Private Limited ("Transferee Company"), members of Promoter Group of the Company and pursuant to the filing of said order of Hon'ble Tribunal with the Registrar of Companies (ROC), Ministry of Corporate Affairs, the Registrar of Companies has taken the said order on its records and therefore, Future Consultants Private Limited stands amalgamated with Ultra Consultants Private Limited w.e.f. December 18, 2019.

It has also been intimated that in pursuance of the said amalgamation, 6,45,071 (6.93%) Equity Shares of Bharat Gears Limited held by Future Consultants Private Limited shall be transferred to Ultra Consultants Private Limited in due course by way of an off market transfer subsequent to which Ultra Consultants Private Limited shall hold 14,11,109 (15.16%) Equity Shares of Bharat Gears Limited.



Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA  
Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com  
Mumbra Works : Kausa Shil, Mumbra, Distt. Thane-400 612, (Maharashtra) INDIA  
Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651

www.bharatgears.com



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Continuation Sheet

The details of the shareholding of Promoters/Promoter Group Company pursuant to said amalgamation is as follows:

Before Amalgamation			After Amalgamation		
Name of Promoter/Promoter Group	No. of Shares Held	% of Shareholding	Name of Promoter/Promoter Group	No. of Shares Held	% of Shareholding
Mr. Surinder Paul Kanwar	33,67,570	36.19	Mr. Surinder Paul Kanwar	33,67,570	36.19
Dr. Raunaq Singh	605	0.00	Dr. Raunaq Singh	605	0.00
Ultra Consultants Private Limited	7,66,038	8.23	Ultra Consultants Private Limited (includes 6,45,071 Equity Shares to be transferred from Future Consultants Private Limited post amalgamation)	14,11,109	15.16
Future Consultants Private Limited	6,45,071	6.93	Raunaq EPC International Limited	2,53,412	2.72
Raunaq EPC International Limited	2,53,412	2.72	Vibrant Finance and Investment Private Limited	1,32,804	1.43
Vibrant Finance and Investment Private Limited	1,32,804	1.43			
<b>Total</b>	<b>51,65,500</b>	<b>55.5</b>	<b>Total</b>	<b>51,65,500</b>	<b>55.5</b>

A copy of the said intimation received from Future Consultants Private Limited ("Transferor Company") and Ultra Consultants Private Limited ("Transferee Company") is enclosed for your perusal.

You are requested to take the same on your records.

For **Bharat Gears Limited**

  
**Prashant Khattry**  
Head (Legal) & Company Secretary  
CC: Linkintime India Private Limited  
Noble Heights, 1<sup>st</sup> floor,  
Plot No NH-2, C-1 Block, LSC,  
Near Savitri Market, Janakpuri,  
New Delhi - 110058



Encl: As above



# ULTRA CONSULTANTS PRIVATE LIMITED

Regd. Office : A-3, GREATER KAILASH-I, NEW DELHI-110048  
CIN : U74899DL1990PTC041386

December 20, 2019

The Manager (Listing)  
National Stock Exchange of India Ltd  
"Exchange Plaza", 5<sup>th</sup> Floor,  
Plot No. C-1, G - Block,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai -400051

The Manager (Listing)  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
P.J Towers, Dalal Street  
Fort, Mumbai - 400001

**Ref: Bharat Gears Limited**  
**(BSE Scrip Code: 505688, NSE Symbol: BHARATGEAR)**

**Sub: Amalgamation of Future Consultants Private Limited ("Transferor Company") with Ultra Consultants Private Limited ("Transferee Company"), Members of Promoter Group of Bharat Gears Limited (BGL)**

Dear Sir/Madam,

This is to inform that the National Company Law Tribunal, Principal Bench, New Delhi vide its judgement dated September 26, 2019 with reference to the Company Petition No. (CAA) 35/PB/2019 connected with Company Application No. CA (CAA)10/PB/2019 filed with the Hon'ble Tribunal has approved the amalgamation of Future Consultants Private Limited ("Transferor Company") with Ultra Consultants Private Limited ("Transferee Company"), members of Promoter Group of Bharat Gears Limited (BGL).

Pursuant to the filing of said order of Hon'ble Tribunal with the Registrar of Companies (ROC), Ministry of Corporate Affairs, the Registrar of Companies has taken the said order on its records and therefore, Future Consultants Private Limited stands amalgamated with Ultra Consultants Private Limited w.e.f. December 18, 2019.

A Copy of Order of Hon'ble National Company Law Tribunal along with the master details of Future Consultants Private Limited on the website of Ministry of Corporate Affairs and approval mail dated December 18, 2019 of Ministry of Corporate Affairs for E-form INC-28 of Ultra Consultants Private Limited is attached for your reference.

In pursuance of the said amalgamation, 6,45,071 (6.93%) Equity Shares of Bharat Gears Limited held by Future Consultants Private Limited shall be transferred to Ultra Consultants Private Limited in due course by way of an off market transfer subsequent to which Ultra Consultants Private Limited shall hold 14,11,109 (15.16%) Equity Shares of Bharat Gears Limited.

Necessary Disclosures as per SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015 shall be made at the time of above said transfer.

You are requested to take the same on your records.

Thanking you,  
For Ultra Consultants Private Limited

  
Prabhat Chand Kothari  
Director

CC: To,  
Bharat Gears Limited  
20 K.M. Mathura Road,  
P.O. Amar Nagar,  
Faridabad - 121003, Haryana



Encl: As Above

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BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
PRINCIPAL BENCH  
NEW DELHI

Company Petition No. (CAA) 35/PB/2019

Connected with

Company Application No. CA (CAA) 10/PB/2019

Judgment dated: 26.09.2019

Coram:

CHIEF JUSTICE (Rtd.) SHRI M.M. KUMAR,

HON'BLE PRESIDENT

&

Mr. S. K. MOHAPATRA

MEMBER (TECHNICAL)\*

In the matter of:

Sections 230-232 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements, and Amalgamations) Rules, 2016.

AND

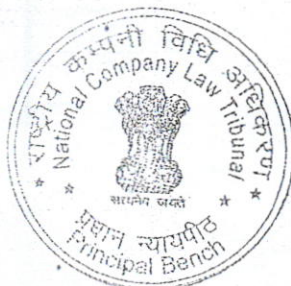
IN THE MATTER OF SCHEME OF AMALGAMATION

AMONGST

FUTURE CONSULTANTS PRIVATE LIMITED

Having Registered Office at:

CA(CAA) 35\*(PB)/2019



No. 1596  
Date of Presentation  
of application for Copy 01/10/19  
No. of Pages 7  
Copying Fee 57  
Postage Fee  
Total ₹ 3000/-  
Date of Receipt &  
Record of Copy  
Date of Preparation of Copy 15/10/19  
Date of Delivery of Copy 15/10/19

DD/DR/AR/Court Officer  
National Company Law Tribunal  
New Delhi



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Page 1 of 7



A-3, Greater Kailash-1

New Delhi-110048

..... Applicant Company No. 1 / Transferor Company

**ULTRA CONSULTANTS PRIVATE LIMITED**

Having Registered Office at:

A-3, Greater Kailash-1

New Delhi-110048

..... Applicant Company No.2/ Transferee Company

For the Applicants: Mr. Ajay Garg, Advocate

**ORDER**

**M.M. KUMAR, PRESIDENT**

1. This Joint Application has been filed by the Petitioner Companies under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the National Company Law Tribunal Rules, 2016, for the purpose of the approval of the Scheme of Amalgamation. The copy of the Scheme has been placed on record.
2. A perusal of the petition that initially the First Motion application seeking directions for convening/dispensing with the meetings of Shareholders and Creditors was filed before this bench and based on such joint application moved under Sections 230-232 of the

CA(CAA) 35 (PB)/2019

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Companies Act, 2013, this Tribunal vide its first motion order issued directions with respect to the same. The Petitioners were directed to carry out publication in the newspapers English Daily 'Business Standard' (Delhi Edition) as well as in Hindi Daily 'Jansatta' (Delhi Edition). In addition thereto notices were directed to be served on the Regional Director (Northern Region), Registrar of Companies, NCT of Delhi and Haryana. Official Liquidator, the Income Tax Department and to the other relevant sectoral regulators.

3. It is seen from the records that the Petitioners have filed an affidavit affirming compliance of the order passed by the Tribunal. A perusal of the Affidavit discloses that the petitioners have effected the newspaper publication as directed in relation to the date of hearing of the petition. Further, the affidavit also discloses that copies of petition were duly served on the Regional Director, Northern Region, Registrar of Companies, Delhi and Haryana, Official Liquidator and Income Tax Department in compliance of the order and in proof of the same acknowledgement by the respective offices have also been place on record.

4. The Regional Director has filed its representation and has observed that the compliance with Section 232(3)(i) of the Companies

CA(CAA) 35 (PB)/2019

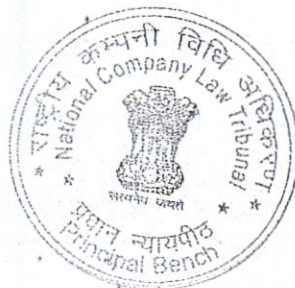
Page 3 of 7

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Act, 2013 be done. The companies have filed an undertaking to that effect.

5. The Official Liquidator has filed a report wherein it has been stated that he has not received any complaint against the proposed Scheme from any person/party interested in the scheme, in any manner and that the affairs of the Petitioner Companies do not appear to have been conducted in a manner prejudicial to the interest of its members, creditors or public interest.
6. Certificates of respective Statutory auditors of the petitioner companies have been placed on record to the effect that Accounting Treatment proposed in the Scheme of Arrangement is in conformity with the Accounting Standard notified by the Central Government as specified under the provisions of Section 133 of the Companies Act, 2013.
7. It is pertinent to note that the income tax department in its reports has not made any adverse observations against the Scheme.
8. In view of the foregoing, upon considering the approval accorded by the members and creditors of the Petitioner Companies to the proposed Scheme, and the affidavits filed by the Regional Director, Northern Region, Ministry of Corporate Affairs and the reports of official Liquidator and, there appears to be no impediment in





sanctioning the present scheme. Consequently, sanction is hereby granted to the scheme under section 230 to 232 of the Companies Act, 2013. The Petitioners shall however remain bound to comply with the statutory requirements in accordance with law.


9. Notwithstanding the above, if there is any deficiency found or, violation committed qua any enactment, statutory rule or regulation, the sanction granted by this court to the scheme will not come in the way of action being taken, albeit, in accordance with law, against the concerned persons, directors and officials of the petitioners.

While approving the Scheme as above, we further clarify that this order should not be construed as an order in any granting exemption from payment of stamp duty, taxes including income tax, GST etc or any other charges, if any, and payment in accordance with law or in respect of any permission/compliance with any other requirement which may be specifically required under any law.

10. THIS TRIBUNAL DO FURTHER ORDER(S):

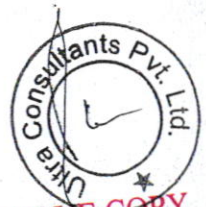
(A) WITH RESPECT TO TRANSFEROR COMPANIES  
AND TRANSFEREE COMPANY

1. That the Transferor Company stand dissolved without being wound up; and

  
CA(CAA) 35 (PB)/2019



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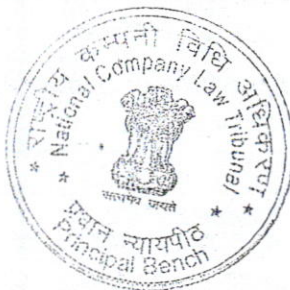


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2. That all the property, rights and powers of all the Transferor Company be transferred without further act or deed, to the Transferee Company and accordingly the same shall pursuant to Section 232 of the Act, be transferred to and vest in the Transferee Company for all the estates and interests of the Transferor Company therein but subject nevertheless to all charges now affecting the same: and
3. That all the liabilities and duties of the Transferor Company be transferred without further act or deed, to Transferee Company and accordingly the same shall, pursuant to section 232 of the Act, be transferred to and become the liabilities and duties of the Transferee Company;
4. That all proceedings now pending by or against the Transferor Company by continued by or against the Transferee Company; and
5. That all the employees of the Transferor Company in Service, if any, on the date immediately preceding the date on which the scheme takes effect, i.e. the effective date shall become the employees of the Transferee Company on such date without any break or interruption in service and upon terms and conditions not

CA(CAA) 35 (PB)/2019



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less favourable than those subsisting in concerned Transferor Companies on the said date.

6. That Petitioner Companies shall within thirty days of the date of the receipt of this order cause a certified copy of this order to be delivered to the Registrar of Companies for registration and on such certified copy being so delivered the Transferor Companies shall be dissolved and the Registrar of Companies shall place all documents relating to the Transferor Companies registered with him on the file kept by him in relation to the Transferee Company and the files relating to all the petitioner companies shall be consolidated accordingly.

Any person interested shall be at liberty to apply to the tribunal in the above matter for any directions that may be necessary.

The petition stands disposed of in the above terms.

No.....1596.....  
Date of Presentation  
of application for Copy.....01/10/19.....  
No. of Pages.....7.....  
Copying Fee.....5/-.....  
Registration & Postage Fee.....  
Total ₹.....3000/-.....  
Date of Receipt &  
Record of Copy.....  
Date of Preparation of Copy.....15/10/19  
Date of Delivery of Copy.....15/10/19  
(vidya)

DD/DR/AR/Court Officer  
26.09.2019  
National Company Law Tribunal  
New Delhi



Sd/-  
(M.M. KUMAR)  
PRESIDENT

Sd/-  
(S.K. MOHAPATRA)  
MEMBER(T)



CA(CAA) 35 (PB)/2019



Page 7 of 7

Sd/-  
Deputy Registrar  
National Company Law Tribunal  
CGO Complex, New Delhi-110003



**Company Master Data**

CIN	U74140DL1988PTC034430
Company Name	FUTURE CONSULTANTS PRIVATE LIMITED
ROC Code	RoC-Delhi
Registration Number	034430
Company Category	Company limited by Shares
Company SubCategory	Non-govt company
Class of Company	Private
Authorised Capital(Rs)	50500000
Paid up Capital(Rs)	27824730
Number of Members(Applicable in case of company without Share Capital)	0
Date of Incorporation	28/12/1988
Registered Address	A-3, GREATER KAILASH-I, NEW DELHI DL 110048 IN
Address other than R/o where all or any books of account and papers are maintained	-
Email Id	secretarial@raunaqintl.com
Whether Listed or not	Unlisted
ACTIVE compliance	ACTIVE compliant
Suspended at stock exchange	-
Date of last AGM	23/09/2019
Date of Balance Sheet	31/03/2019
Company Status(for efilling)	Amalgamated

**Charges**

Assets under charge	Charge Amount	Date of Creation	Date of Modification	Status
No Charges Exists for Company/LLP				

**Directors/Signatory Details**

DIN/PAN	Name	Begin date	End date	Surrendered DIN
00024492	PRABHAT CHAND KOTHARI	10/06/2005	-	
00033524	SURINDER PAUL KANWAR	28/12/2006	-	



**Subject:** Approval of SRN R11270238 dated 07.11.2019

**From:** MCA21 Administrator <MCAADM@MCA.GOV.IN>

**Date:** 18-Dec-19, 6:08 PM

**To:** <secretarial@raunaqintl.com>, <pckothari9@hotmail.com>, <VARTIKA0205@GMAIL.COM>

Dear Sir/Madam,

This is to inform you that the eform INC-28 submitted on the MCA portal in respect of ULTRA CONSULTANTS PRIVATE LIMITED vide SRN R11270238 dated 07/11/2019 has been APPROVED. This is an acknowledgment for the same.

In case of any further query or for all future communication of this request, please use your Service Request Number as the reference and raise a ticket at

<http://www.mca.gov.in/DCAPortalWeb/dca/MyMCALogin.do?method=setDefaultProperty&mode=46>.

This is a MCA21 system generated mail for your information and necessary action. Please do not reply to this mail.

Notice: The information contained in this e-mail message and/or attachments to it may contain confidential or privileged information. If you are not the intended recipient, any dissemination, use, review, distribution, printing or copying of the information contained in this e-mail message and/or attachments to it are strictly prohibited. If you have received this communication in error, please notify us by reply e-mail at [apl.helpdesk@mca.gov.in](mailto:apl.helpdesk@mca.gov.in) or telephone at help desk contact number 0124-4832500 and immediately and permanently delete the message and any attachments.

Thank you

Notice: The information contained in this e-mail message and/or attachments to it may contain confidential or privileged information. If you are not the intended recipient, any dissemination, use, review, distribution, printing or copying of the information contained in this e-mail message and/or attachments to it are strictly prohibited. If you have received this communication in error, please notify us by reply e-mail or telephone and immediately and permanently delete the message and any attachments. Thank you



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December 20, 2019

~~The Manager (Listing)  
National Stock Exchange of India Ltd  
"Exchange Plaza", 5<sup>th</sup> Floor,  
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Bandra (E),  
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~~The Manager (Listing)  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
P.J Towers, Dalal Street  
Fort, Mumbai – 400001~~

**Ref: Bharat Gears Limited  
(BSE Scrip Code: 505688, NSE Symbol: BHARATGEAR)**

**Sub: Amalgamation of Future Consultants Private Limited ("Transferor Company")  
with Ultra Consultants Private Limited ("Transferee Company"), Members of  
Promoter Group of Bharat Gears Limited (BGL)**

Dear Sir/Madam,

This is to inform that the National Company Law Tribunal, Principal Bench, New Delhi vide its judgement dated September 26, 2019 with reference to the Company Petition No. (CAA) 35/PB/2019 connected with Company Application No. CA (CAA)10/PB/2019 filed with the Hon'ble Tribunal has approved the amalgamation of Future Consultants Private Limited ("Transferor Company") with Ultra Consultants Private Limited ("Transferee Company"), members of Promoter Group of Bharat Gears Limited (BGL).

Pursuant to the filing of said order of Hon'ble Tribunal with the Registrar of Companies (ROC), Ministry of Corporate Affairs, the Registrar of Companies has taken the said order on its records and therefore, Future Consultants Private Limited stands amalgamated with Ultra Consultants Private Limited w.e.f. December 18, 2019.

A Copy of Order of Hon'ble National Company Law Tribunal along with the master details of Future Consultants Private Limited on the website of Ministry of Corporate Affairs and approval mail dated December 18, 2019 of Ministry of Corporate Affairs for E-form INC-28 of Ultra Consultants Private Limited is attached for your reference.

In pursuance of the said amalgamation, 6,45,071 (6.93%) Equity Shares of Bharat Gears Limited held by Future Consultants Private Limited shall be transferred to Ultra Consultants Private Limited in due course by way of an off market transfer subsequent to which Ultra Consultants Private Limited shall hold 14,11,109 (15.16%) Equity Shares of Bharat Gears Limited.

Necessary Disclosures as per SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015 shall be made at the time of above said transfer.

You are requested to take the same on your records.

Thanking you,  
Yours faithfully,

  
P.C. Kothari  
Director of Future Consultants Private Limited (Amalgamated into Ultra Consultants Private Limited)

CC: To,  
Bharat Gears Limited  
20 K.M. Mathura Road,  
P.O. Amar Nagar,  
Faridabad – 121003, Haryana

Encl: As Above



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BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
PRINCIPAL BENCH  
NEW DELHI

No. .... 15.96  
Date of Presentation  
of application for Copy. .... 01/10/19  
No. of Pages. .... 7  
Copying Fee. .... 575  
Postage Fee. ....  
Total ₹. .... 3,000/-  
Date of Receipt &  
Record of Copy. ....  
Date of Preparation of Copy. .... 15/10/19  
Date of Delivery of Copy. .... 15/10/19

Company Petition No. (CAA) 35/PB/2019

Connected with

Company Application No. CA (CAA) 10/PB/2019

DD/DR/AR/Court Officer  
National Company Law Tribunal  
New Delhi

Judgment dated: 26.09.2019

Coram:

CHIEF JUSTICE (Rtd.) SHRI M.M. KUMAR,

HON'BLE PRESIDENT

&

Mr. S. K. MOHAPATRA

MEMBER (TECHNICAL)\*

In the matter of:

Sections 230-232 and other applicable provisions of the Companies Act,  
2013 read with Companies (Compromises, Arrangements, and  
Amalgamations) Rules, 2016.

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AMONGST

FUTURE CONSULTANTS PRIVATE LIMITED

Having Registered Office at:

CA(CAA) 35 (PB)/2019





A-3, Greater Kailash-1

New Delhi-110048

..... Applicant Company No. 1 / Transferor Company

**ULTRA CONSULTANTS PRIVATE LIMITED**

Having Registered Office at:

A-3, Greater Kailash-1

New Delhi-110048


..... Applicant Company No.2/ Transferee Company

For the Applicants: Mr. Ajay Garg, Advocate

**ORDER**

**M.M. KUMAR, PRESIDENT**

1. This Joint Application has been filed by the Petitioner Companies under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the National Company Law Tribunal Rules, 2016, for the purpose of the approval of the Scheme of Amalgamation. The copy of the Scheme has been placed on record.
2. A perusal of the petition that initially the First Motion application seeking directions for convening/dispensing with the meetings of Shareholders and Creditors was filed before this bench and based on such joint application moved under Sections 230-232 of the

  
CA(CAA) 35 (PB)/2019



Page 2 of 7



Companies Act, 2013, this Tribunal vide its first motion order issued directions with respect to the same. The Petitioners were directed to carry out publication in the newspapers English Daily 'Business Standard' (Delhi Edition) as well as in Hindi Daily 'Jansatta' (Delhi Edition). In addition thereto notices were directed to be served on the Regional Director (Northern Region), Registrar of Companies, NCT of Delhi and Haryana. Official Liquidator, the Income Tax Department and to the other relevant sectoral regulators.

3. It is seen from the records that the Petitioners have filed an affidavit affirming compliance of the order passed by the Tribunal. A perusal of the Affidavit discloses that the petitioners have effected the newspaper publication as directed in relation to the date of hearing of the petition. Further, the affidavit also discloses that copies of petition were duly served on the Regional Director, Northern Region, Registrar of Companies, Delhi and Haryana, Official Liquidator and Income Tax Department in compliance of the order and in proof of the same acknowledgement by the respective offices have also been place on record.

4. The Regional Director has filed its representation and has observed that the compliance with Section 232(3)(i) of the Companies

CA(CAA) 35 (PB)/2019



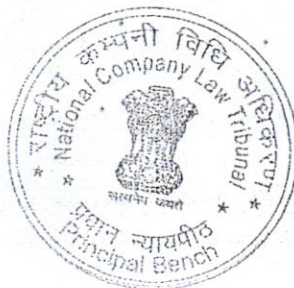
Page 3 of 7





Act, 2013 be done. The companies have filed an undertaking to that effect.

5. The Official Liquidator has filed a report wherein it has been stated that he has not received any complaint against the proposed Scheme from any person/party interested in the scheme in any manner and that the affairs of the Petitioner Companies do not appear to have been conducted in a manner prejudicial to the interest of its members, creditors or public interest.
6. Certificates of respective Statutory auditors of the petitioner companies have been placed on record to the effect that Accounting Treatment proposed in the Scheme of Arrangement is in conformity with the Accounting Standard notified by the Central Government as specified under the provisions of Section 133 of the Companies Act, 2013.
7. It is pertinent to note that the income tax department in its reports has not made any adverse observations against the Scheme.
8. In view of the foregoing, upon considering the approval accorded by the members and creditors of the Petitioner Companies to the proposed Scheme, and the affidavits filed by the Regional Director, Northern Region, Ministry of Corporate Affairs and the reports of official Liquidator and, there appears to be no impediment in



sanctioning the present scheme. Consequently, sanction is hereby granted to the scheme under section 230 to 232 of the Companies Act, 2013. The Petitioners shall however remain bound to comply with the statutory requirements in accordance with law.

9. Notwithstanding the above, if there is any deficiency found or, violation committed qua any enactment, statutory rule or regulation, the sanction granted by this court to the scheme will not come in the way of action being taken, albeit, in accordance with law, against the concerned persons, directors and officials of the petitioners.

While approving the Scheme as above, we further clarify that this order should not be construed as an order in any granting exemption from payment of stamp duty, taxes including income tax, GST etc or any other charges, if any, and payment in accordance with law or in respect of any permission/compliance with any other requirement which may be specifically required under any law.

10. THIS TRIBUNAL DO FURTHER ORDER(S):

(A) WITH RESPECT TO TRANSFEROR COMPANIES  
AND TRANSFEREE COMPANY

1. That the Transferor Company stand dissolved without being wound up; and

CA(CAA) 35 (PB)/2019



Page 5 of 7





2. That all the property, rights and powers of all the Transferor Company be transferred without further act or deed, to the Transferee Company and accordingly the same shall pursuant to Section 232 of the Act, be transferred to and vest in the Transferee Company for all the estates and interests of the Transferor Company therein but subject nevertheless to all charges now affecting the same: and
3. That all the liabilities and duties of the Transferor Company be transferred without further act or deed, to Transferee Company and accordingly the same shall, pursuant to section 232 of the Act, be transferred to and become the liabilities and duties of the Transferee Company;
4. That all proceedings now pending by or against the Transferor Company by continued by or against the Transferee Company; and
5. That all the employees of the Transferor Company in Service, if any, on the date immediately preceding the date on which the scheme takes effect, i.e. the effective date shall become the employees of the Transferee Company on such date without any break or interruption in service and upon terms and conditions not

CA(CAA) 35 (PB)/2019



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less favourable than those subsisting in concerned Transferor Companies on the said date.

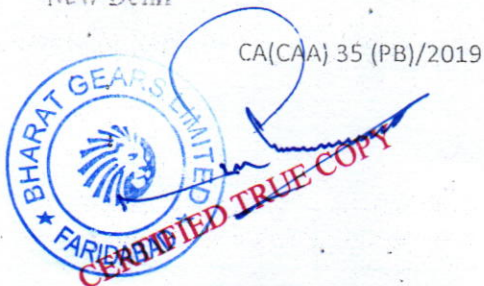
6. That Petitioner Companies shall within thirty days of the date of the receipt of this order cause a certified copy of this order to be delivered to the Registrar of Companies for registration and on such certified copy being so delivered the Transferor Companies shall be dissolved and the Registrar of Companies shall place all documents relating to the Transferor Companies registered with him on the file kept by him in relation to the Transferee Company and the files relating to all the petitioner companies shall be consolidated accordingly.

Any person interested shall be at liberty to apply to the tribunal in the above matter for any directions that may be necessary.

The petition stands disposed of in the above terms.

No. 1596  
Date of Presentation of application for Copy 01/10/19  
No. of Pages 7  
Copying Fee 5/-  
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Date of Preparation of Copy 15/10/19  
Date of Delivery of Copy 15/10/19  
(vidya)

DD/DI/AR/Court Officer  
26.09.2019  
National Company Law Tribunal  
New Delhi



Sd/-  
(M.M. KUMAR)  
PRESIDENT

Sd/-  
(S.K. MOHAPATRA)  
MEMBER(T)

Page 7 of 7

Deputy Registrar  
National Company Law Tribunal  
CGO Complex, New Delhi-110003



**Company Master Data**

CIN	U74140DL1988PTC034430
Company Name	FUTURE CONSULTANTS PRIVATE LIMITED
ROC Code	RoC-Delhi
Registration Number	034430
Company Category	Company limited by Shares
Company SubCategory	Non-govt company
Class of Company	Private
Authorised Capital(Rs)	50500000
Paid up Capital(Rs)	27824730
Number of Members(Applicable in case of company without Share Capital)	0
Date of Incorporation	28/12/1988
Registered Address	A-3, GREATER KAILASH-I, NEW DELHI DL 110048 IN
Address other than R/o where all or any books of account and papers are maintained	-
Email Id	secretarial@raunaqintl.com
Whether Listed or not	Unlisted
ACTIVE compliance	ACTIVE compliant
Suspended at stock exchange	-
Date of last AGM	23/09/2019
Date of Balance Sheet	31/03/2019
Company Status(for e filing)	Amalgamated

**Charges**

Assets under charge	Charge Amount	Date of Creation	Date of Modification	Status
No Charges Exists for Company/LLP				

**Directors/Signatory Details**

DIN/PAN	Name	Begin date	End date	Surrendered DIN
00024492	PRABHAT CHAND KOTHARI	10/06/2005	-	
00033524	SURINDER PAUL KANWAR	28/12/2006	-	



**CERTIFIED TRUE COPY**

**Subject:** Approval of SRN R11270238 dated 07.11.2019

**From:** MCA21 Administrator <MCAADM@MCA.GOV.IN>

**Date:** 18-Dec-19, 6:08 PM

**To:** <secretarial@raunaqintl.com>, <pckothari9@hotmail.com>, <VARTIKA0205@GMAIL.COM>

Dear Sir/Madam,

This is to inform you that the eform INC-28 submitted on the MCA portal in respect of ULTRA CONSULTANTS PRIVATE LIMITED vide SRN R11270238 dated 07/11/2019 has been APPROVED. This is an acknowledgment for the same.

In case of any further query or for all future communication of this request, please use your Service Request Number

as the reference and raise a ticket at

<http://www.mca.gov.in/DCAPortalWeb/dca/MyMCALogin.do?method=setDefaultProperty&mode=46>.

This is a MCA21 system generated mail for your information and necessary action. Please do not reply to this mail.

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Thank you

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