



**NATIONAL COMPANY LAW TRIBUNAL
DIVISION BENCH, COURT – II
CHENNAI**

ATTENDANCE CUM ORDER SHEET OF THE HEARING OF NATIONAL COMPANY LAW TRIBUNAL, CHENNAI BENCH, HELD ON 28.05.2025 AT 10.30 A.M. THROUGH VIDEO CONFERENCING:

**PRESENT: SHRI. JYOTI KUMAR TRIPATHI, HON'BLE MEMBER (JUDICIAL)
SHRI. RAVICHANDRAN RAMASAMY, HON'BLE MEMBER (TECHNICAL)**

APPLICATION NUMBER : CP(CAA)/37(CHE)/2025

PETITION NUMBER : CA(CAA)/12/2025

NAME OF THE APPLICANT : Vivriti Capital Ltd

NAME OF THE RESPONDENT(S) : --

UNDER SECTION : Sec 230 - 232 of CA, 2013

ORDER

Ld. Counsel Mr. T.K. Bhaskar is present for the Petitioner.

1. Proceedings under Section 230-232 of the Companies Act, 2013 have been instituted.
2. Heard the Ld. Counsel / Authorized Representative of the Petitioner. The First Motion Petition order was passed on 05.03.2025 in CA No. CA(CAA)/12/CHE/2025. In terms thereof, the meeting of shareholders/creditors was Ordered.
3. The report dated 26.04.2025 of the Chairman approving the scheme has been placed on record.
4. Section 230 (5) of the Companies Act, 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 provides for issuance of Notice on such Petitions.



5. Section 230 (5), Rule 8 and Rule 16 read as follows:-

“230. Power of compromise or make arrangements with creditors and members

(5) A notice under sub-section (3) along with all the documents in such form as may be prescribed shall also be sent to the Central Government, the income-tax authorities, the Reserve Bank of India, the Securities and Exchange Board, the Registrar , the respective stock exchanges, the Official Liquidator , the Competition Commission of India established under sub- section (1) of section 7 of the Competition Act, 2002, if necessary, and such other sectoral regulators or authorities which are likely to be affected by the compromise or arrangement and shall require that representations, if any, to be made by them shall be made within a period of thirty days from the date of receipt of such notice, failing which, it shall be presumed that they have no representations to make on the proposals.

Rule 8

8. Notice to statutory authorities.— (1) For the purposes of sub section (5) of section 230 of the Act, the notice shall be in Form No. CAA.3, and shall be accompanied with a copy of the scheme of compromise or arrangement, the explanatory statement and the disclosures mentioned under rule 6, and shall be sent to.- (i) the Central Government, the Registrar of Companies, the Income tax authorities, in



all cases; (ii) the Reserve Bank of India, the Securities and Exchange Board of India, the Competition Commission of India, and the stock exchanges, as may be applicable; (iii) other sectoral regulators or authorities, as required by Tribunal.

(2) The notice to the authorities mentioned in sub-rule (1) shall be sent forthwith, after the notice is sent to the members or creditors of the company, by registered post or by speed post or by courier or by hand delivery at the office of the authority.

(3) If the authorities referred to under sub-rule (1) desire to make any representation under sub-section (5) of section 230, the same shall be sent to the Tribunal within a period of thirty days from the date of receipt of such notice and copy of such representation shall simultaneously be sent to the concerned companies and in case no representation is received within the stated period of thirty days by the Tribunal, it shall be presumed that the authorities have no representation to make on the proposed scheme of compromise or arrangement.

Rule 16

16. Date and notice of hearing.—

(1) The Tribunal shall fix a date for the hearing of the petition, and notice of the hearing shall be advertised



in the same newspaper in which the notice of the meeting was advertised, or in such other newspaper as the Tribunal may direct, not less than ten days before the date fixed for the hearing.

(2) The notice of the hearing of the petition shall also be served by the Tribunal to the objectors or to their representatives under sub-section (4) of section 230 of the Act and to the Central Government and other authorities who have made representation under rule 8 and have desired to be heard in their representation”

6. In view of the above, notice to the authorities specified in Section 230(5) of Companies Act 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules 2016 for submitting their representation, if any. Notice to be served by all modes and affidavit evidencing proof of service be filed within 7 days.
7. In addition to the service of notice as above, Petitioner(s) are directed to take steps for service of Form CAA3 as below, Notice to the Central Government, through the office of the **Regional Director(s) Southern Region**, Ministry of Corporate Affairs, and to the email address, rd.south@mca.gov.in
 - a) Notice to the **RoC(s) Chennai**, and to the email address, roc.chennai@mca.gov.in
 - b) Notice to the **Official Liquidator at Chennai**, and to the email address, ol-chennai-mca@nic.in



c) Notice to the **Income Tax Authorities at Chennai**, and to the email address, chennai.pccit@incometax.gov.in

d) Notice to the **Reserve Bank of India**.

e) Notice to the **SEBI and BSE**.

8. Notice is also directed to be published in two prominent and widely circulating daily newspapers one in English – (Hindu Business Line – All India Edition) and one in vernacular Tamil – (Makkal Kural – Tamil Nadu Edition) in terms of Rule 7 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 and an affidavit evidencing proof of publication be filed.

9. All the authorities on receipt of the notice, are directed to file their representation, if any, within 30 days from the date of receipt of the notice. In case, no representation is received, it will be presumed that they have no objection to the proposal. List the **CP(CAA)/37(CHE)/2025** for hearing on **09.07.2025**.

Sd/-
RAVICHANDRAN RAMASAMY
Member (Technical)

Sd/-
JYOTI KUMAR TRIPATHI
Member (Judicial)

kg