

**Appellant Vs. Respondent**

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**SooperKanoon Citation :** [sooperkanoon.com/1138969](http://sooperkanoon.com/1138969)

**Court :** Kolkata

**Decided On :** Apr-29-2014

**Judge :** Nadira Patherya

**Appellant :** Appellant

**Respondent :** Respondent

**Judgement :**

Company Application No.297 of 2014 IN THE HIGH COURT AT CALCUTTA Original Jurisdiction Original Side In The Matter Of: Triface Moulders Private Limited -AndIn The Matter Of: Ranks Fiscals Private Limited Appearance: Ms.Manju Bhuteria, Adv.BEFORE: The Hon'ble Justice Patherya Date : 29th April, 2014.

The Court : A meeting of the members holding Equity Shares of Triface Moulders Private Limited, the Applicant No.1 abovenamed shall be convened and held at its registered office at 6, Brabourne Road, 4th Floor, Room No - 403, Kolkata-700001 on 14th day of June, 2014 at 11.00 a.m.for the purpose of considering and if thought fit, approving, with or without modification, the proposed Scheme of Amalgamation of Triface Moulders Private Limited with Ranks Fiscals Private Limited.

A meeting of the members holding Equity Shares of Ranks Fiscals Private Limited, the Applicant No.2 abovenamed shall be convened and held at 6, Brabourne

Road, 4th Floor, Room No - 403, Kolkata-700001 on 14th day of June, 2014 at 11.30 a.m.for the purpose of considering and if thought fit, approving, with or without modification, the proposed Scheme of Amalgamation of Triface Moulders Private Limited with Ranks Fiscals Private Limited.

At least 21 (twenty one) days before the day appointed for the meetings, an advertisement convening the same and stating that copies of the said Scheme of Amalgamation and of the Statement required to be furnished pursuant to Section 393 of the Companies Act, 1956 and Forms of Proxy can be obtained free of charge at the registered office of the Applicants or at the office of their Advocate-on-Record, Mr.Bijan Dutta, Advocate, 6, Old Post Office Street, 3rd Floor, Kolkata-700 001, be inserted once in English newspaper The Business Standard and once in Bengali newspaper Eisamay in Kolkata.

The publication in Calcutta Gazette is dispensed with.

That, in addition, at least 21 clear days before the meetings to be held as aforesaid, notices convening the said meetings at the place and time as aforesaid together with a copy of the said Scheme, a copy of the Statement required to be sent under Section 393 of the Companies Act, 1956 and the prescribed Form of Proxy be sent by registered post or by hand through personal messenger addressed to each of the Equity Shareholders in the Applicants at their respective last known addresses.

The Advocate-on-Record for the Applicants abovenamed do within seven days from the date of obtaining this order file in Court, the form of the notices and the statement to accompany the notices and the same shall be settled by Assistant Registrar (Company) of this Court.

Mr.Somnath Saha, Advocate, Bar Association Room No.15, shall be the Chairperson for the said meeting of the equity shareholders of Triface Moulders Private Limited, the Applicant No.1 to be held as aforesaid at a remuneration of 300 GMs.Sk.

Jayed Hossain, Advocate, Bar Association Room No.15, shall be the Chairperson for the said meeting of the Ranks Fiscals Private Limited, the Applicant No.2 to be held as aforesaid at a remuneration of 300 GMs. The Chairpersons appointed for the said meetings or any person authorized by them do issue and send out the Notices of the said meetings referred to above.

The quorum for the said meeting of the equity shareholders of the applicant no.1 shall be fixed at 2(two) persons present either in person or by proxy.

The quorum for the said meeting of the equity shareholders of the applicant no.2 shall be fixed at 2 (two) persons present either in person or by proxy.

That voting by proxy be permitted provided that a proxy in the prescribed form duly signed by the person(s) entitled to attend and vote at the meetings are filed with the Applicants at their respective Registered Offices not later than 48 hours before the Meetings.

The Chairpersons shall have the power to adjourn the meetings, if necessary.

That the value of each member shall be in accordance with the books of the Applicants and where entries in the books are disputed, the Chairpersons shall determine the value for the purpose of the meetings.

The Chairpersons do report to this Court the result of the said meetings within three weeks from the date of the conclusion of the said Meetings.

The said reports shall be verified by their respective affidavits.

Summons be signed as on date.

C.A.No.297 of 2014 is disposed of without any order as to costs.

Urgent certified photocopies of this order, if applied for, be issued to the parties subject to compliance with all requisite formalities.

(PATHERYA, J.) TR/

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