

BY SPEED POST /E-MAIL

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GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGIONAL DIRECTOR, SOUTH EAST REGION, HYDERABAD
3rd Floor, Corporate Bhawan, Bandlaguda, Nagole, Tattiannaram, Hayat Nagar Mandal, Ranga
Reddy District, Hyderabad- 500 068, Telangana

No. 3/Tel/CP.No.19/RD(SER)/CAA-11/233/2021/ 2542

Date: 07.09.2021

✓ NCL Holdings (A&S) Limited,
No.10-3-162, 5th Floor, NCL Pearl,
Sarojini Devi Road, East Maredpally,
Secunderabad-500 026, Telangana

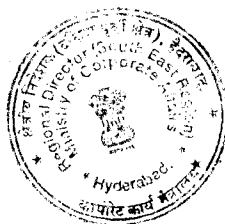
Sub: CP No.19/Tel/2020/Sec.233 of CA 2013/RD (SER) - In the matter of Scheme of Amalgamation filed under Section 233 of the Companies Act, 2013 and the Rules made there under of NCL Green Habitats Private Limited (Transferor Company No.1 Telangana) and Eastern Ghat Renewable Energy Limited (Transferor Company No.2 of Odisha) with NCL Holdings (A & S) Limited (Transferee Company of Telangana) and their respective shareholders - Reg.

Ref:- Application filed u/s. 233 of the CA, 2013 through online, e-form RD-1 vide SRN T24319527 dated 21.06.2021

Sir,

With reference to your application for merger on the subject cited above, it has been observed, on perusal of all the papers and documents submitted by the Applicant Companies, that resolution was passed in the Extra Ordinary General Meeting of the Transferee Company on 29.05.2021 by majority of the members holding 71.74% of the total value of share capital and further stated that the shareholders of the Company are scattered all over the country and it is not practical to get the approval of the members holding 90% of the total value of share capital.

It is clear from the above facts that the Transferee Company had not complied with the provisions of section 233(1)(b) of the Companies Act, 2013 by not obtaining atleast 90% consents of the total value of shares held by the Transferee Company. Hence, the present application filed u/s. 233 of the CA, 2013 vide, e-form RD-1 vide SRN T24319527 dated 21.06.2021 is hereby rejected.



Yours Sincerely,

B. Mohanty
(B. MOHANTY)

REGIONAL DIRECTOR (SER)
HYDERABAD

Copy for information and necessary action to:

- (1) The Registrar of Companies, Ministry of Corporate Affairs, Telangana, Hyderabad
- (2) The Registrar of Companies, Ministry of Corporate Affairs, Cuttak, Odisha.
- (3) The Official Liquidator, Ministry of Corporate Affairs, Hyderabad
- (4) The Official Liquidator, Ministry of Corporate Affairs, Cuttak, Odisha.
- (5) NCL Green Habitats Private Limited, No.10-3-162, 4th Floor, NCL Pearl, Sarojini Devi Road, East Maredpally, Secunderabad-500 026, Telangana
- (6) Eastern Ghat Renewable Energy Limited, Plot No.285, Near Sai Mandir, Saheed Nagar, Bhubaneswar, Khordha, Odisha-751 007