

[Pursuant to section 232 and rule 20]

**National Company Law Tribunal, Single Bench, Chennai**

**In the matter of the Companies Act, 2013**

**And**

**In the matter of Scheme of Amalgamation between**

**M/s. Marine Container Services (South) Private Limited  
(Transferor Company)**

**With**

**M/s. Marine Container Services (India) Private Limited  
(Transferee Company)**

**And**

**Their Respective Shareholders**



**Order under section 232**

Under consideration are the Company Petition No.141 & 142/CAA/2018 filed by the above mentioned Petitioner Companies under the provisions of the Companies Act, 2013 r/w the Companies (Compromises, Arrangements & Amalgamation) Rules, 2016. All the statutory requirements under law have been fulfilled. The Petitioner Companies complied with all the directions given by this Tribunal. The Petition came up for hearing before this Tribunal on 30.07.2018

For the purpose of considering and approving without modification, the Scheme of Amalgamation of M/s. Marine Container Services (South) Private Limited, the Transferor Company, by transferring and vesting operation with M/s. Marine Container Services (India) Private Limited, the Transferee Company.

Upon perusal and hearing Shri. N.P Vijay Kumar, Shri. R. Pradeep & Shri. P. Rajaji, the learned counsels for the Petitioner Companies on 30.07.2018.

**THIS TRIBUNAL DO ORDER**

- 1) That the Scheme of Amalgamation as annexed with the Petition alongwith Schedules is hereby sanctioned.
- 2) That all the property, rights and powers of the Transferor Company specified in the schedule hereto and all other property, rights and powers of 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 vested in the Transferee company for all the estate and interest 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 the 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; and
- 4) That all proceedings now pending by or against Transferor Company be continued by or against the Transferee Company; and
- 5) That the appointed date of the said Scheme is 01.04.2017
- 6) As per Clause 12 of the scheme provides that the authorised capital of the Transferor Company will be merged with the authorised capital of the Transferee Company. Therefore, the Transferee Company may directed to file the amended MOA and AOA with the ROC, Chennai for records;
- 7) As per clause 5 of the scheme provides for the protection of the interest of the employees of the Transferor Company; and

*S. Rajaji*

- 8) That the Transferor Company shall be dissolved without the process of winding up from the date of the filing of the certified copy of this order with the Registrar of Companies; and
- 9) The Petitioner Company do file with the Registrar of Companies the certified copy of this Order within 30 days of the receipt of the order; and
- 10) This Tribunal do further order that the parties to the Scheme of Amalgamation or other persons interested shall be at liberty to apply to this Tribunal for any directions that may be necessary with regard to the working of the said Scheme.

**SCHEDULE**

The Scheme of Amalgamation as sanctioned by the Tribunal contains the details of the properties, stocks, shares, debentures and other charges in action of the Transferor Company.

Dated this 14<sup>th</sup> Day of August, 2018, NCLT, SB, Chennai.

*G. Srinivasan* 14/8/18  
**Registrar/Dy. Registrar**

DEPUTY REGISTRAR  
NATIONAL COMPANY LAW TRIBUNAL  
CHENNAI - SOUTH  
CORPORATE BUILDING, 3rd FLOOR  
12, RAJANI SALAI, CHENNAI-600006

TJS