

IN THE HIGH COURT OF PUNJAB & HARYANA, CHANDIGARH

CP No. 206 of 2014(O&M)

Date of decision: March 9, 2015

In the matter of Sections 391 of the Companies Act, 1956

And

**In the matter of Scheme of Amalgamation between
Acclipse India Private Limited, having its registered office at
Plot No.14, Rajiv Gandhi Technology Park, Chandigarh**

.....Transferor Company No.1

And

**Medknow Publications and Media Private Limited, having its
registered office at SCF No.3, Sector 71, Mohali (Punjab)-160071**

**.....Transferor Company No.2/
Petitioner Company**

And

**Wolter Kluwer Financial and Compliance Services Software
Private Limited, having its registered office at SCF No.3, Sector
71, Mohali (Punjab)-160071**

.....Transferor Company No.3

with

**Wolter Kluwer (India) Private Limited, having its registered
office at SCF No.3, Sector 71, Mohali (Punjab)-160071**

.....Transferee Company

CORAM: HON'BLE MR. JUSTICE AMIT RAWAL

**Present:- Ms. Munisha Gandhi, Senior Advocate with
Mr. Gourav Goel, Advocate and
Mr. Abhilaksh Grover, Advocate
Mr. Tarurag Gaur, Advocate
for the petitioner.**

- 1. Whether reporters of local papers may be allowed to see the judgment ?**
- 2. To be referred to the reporters or not?**
- 3. Whether the judgment should be reported in the digest?**

AMIT RAWAL, J (ORAL).

This is a petition filed under Section 391 and 394 of

the Companies Act, 1956 whereby the Transferor Company No.1, 2 and 3 by virtue of a scheme sought to be transferred in the Transferee Company namely M/s Wolter Kluwer (India) Pvt. Ltd. having registered office at SCF No.3, Sector 71, Mohali (Punjab)-160071.

This Court vide order dated 22.12.2014 on the basis of the prayer made in the aforementioned petition directed the convening of a meeting of the unsecured creditors of the petitioner-Transferor Company No.2 and further dispensed with the meeting of the Equity Share- holders of the petitioner-Transferor Company No.2 and also noticed the fact that there are no secured creditors of petitioner-Transferor Company No.2. For convening the meeting of unsecured creditors of petitioner-Transferor Company No.2 Sh. Sudhir Aggarwal and Sh. Bhupeshwar Jaswal, Advocates were appointed Chairman and Co-Chairman, respectively. The Chairman has submitted his report dated 18.2.2015. As per the report the unsecured creditors of Petitioner-Transferor Company No. 2 who were present in the meeting unanimously voted for approving the merger of petitioner-Transferor Company without any modification of Scheme of Amalgamation. The report of the Chairman is taken on record.

The first motion petition is disposed of accordingly.

(AMIT RAWAL)
JUDGE

March 9, 2015
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