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IN THE HIGH COURT OF DELHI AT NEW DELHI

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Reserved on: 14th July, 2017

Pronounced on: 17th July, 2017

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CO.PET. No.42/2017

**IN THE MATTER OF SAMIRA
TRAMIX PVT. LTD. (IN VOL. LIQN.)**

..... Petitioner

Through Ms.Ruchi Sindhwani, and
Ms.Megha Bharara, Advocates for
OL.

versus

.....

..... Respondent

Through None

CORAM:

HON'BLE MR. JUSTICE YOGESH KHANNA

YOGESH KHANNA, J.

1. This is a petition under section 497(6) of the Companies Act, 1956 (hereinafter as 'the Act') by the Official Liquidator, seeking voluntary winding up of Samina Traxim Private Limited (hereinafter as 'petitioner company').

2. The petitioner company was incorporated on 28.06.2005 having Corporate Identity Number U51909DL2005PTC138093, under the provisions of the Act with the Registrar of Companies, NCT of Delhi and Haryana with the authorized Share Capital of ₹10,00,00,000/- divided into 10,00,000 equity shares of ₹10/- each.

3. The registered office of the company is situated within the territory of NCT of Delhi at N-98B, South Avenue, Sainik Farm, New Delhi-110062.
4. The first promoters at the time of incorporation of the company were Sh.Madan Walia and Sh.Bunty Walia.
5. At the time of Members Voluntary Winding up of the petitioner company, there were two shareholders and two directors. The financial position of the company as disclosed in the audited balance sheets ending as on 31.03.2015, 31.03.2014 and 31.08.2013 are annexed to the petition.
6. Pursuant to the provisions of Section 490 and other applicable provisions of the Act, an Extra Ordinary General Meeting of the Members of petitioner was held on 16.02.2016 and a special resolution was passed for Members' Voluntary Winding up. Mr.Amit Aggarwal was appointed as Voluntary Liquidator of the company at remuneration of ₹21000/- excluding pocket expenses and taxes.
7. The Voluntary Liquidator gave notice of his appointment under Rule 315 the Companies (Court) Rule, 1959 published in the newspaper namely "Business Standard" – English and "Veer Arjun" – Hindi dated on 27.02.2016 and it was published in Official Gazette of Government of India on 19.03.2016.
8. Pursuant to the provisions of Section 497 of the Act, the Voluntary Liquidator has published Form No.155 in daily newspaper "Business Standard" – Hindi and English on 06.01.2017 and also in the Official Gazette published on 21.01.2007 for final meeting on 10.02.2017. The

accounts of the company for the period from 16.02.2016 to 31.12.2016 were filed with the Registrar of Companies, NCT of Delhi and Haryana and the Official Liquidator, as per rules. The details of the statement of account of winding up in Form No.156 of the Rules show as to how the winding up has been conducted and how the property of the company was disposed of.

9. The Official Liquidator submitted the No Objection Certificate dated 25.04.2016 from the Income Tax Department. The Voluntary Liquidator also filed the indemnity bond and affidavit dated 10.08.2016 to indemnify any person from losses, valid claims & liabilities after the winding up. The copies of the indemnity bond and affidavit are also annexed to this petition.

10. The Registrar of Companies, NCT of Delhi and Haryana vide its letter No.15772 dated 17.03.2017 has stated that Registrar of Companies has no objection for dissolution of the said company. The proceedings for voluntary liquidation commenced from 16.02.2016 and are pending.

11. From the scrutiny of the records submitted by the voluntary liquidator, the Official Liquidator attached to this Court is satisfied that the necessary compliances of Section 497 of the Act and other related provisions of the Companies Act, 1956, as applicable thereto have been made and the affairs of the Company have not been conducted in any manner prejudicial to the interest of its members and public at large and thus requested for the winding up of the petitioner company. All relevant documents are annexed to the petition.

12. In these circumstances, the petition of the Official Liquidator is taken on record and the petitioner company is ordered to be wound up and dissolved from the date of filing of this petition.

13. A copy of this order be filed by the Official Liquidator with the Registrar of Companies within the statutory period, as provided for in the Act.

14. The petition is accordingly disposed of.

YOGESH KHANNA, J

JULY 17, 2017

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