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* **IN THE HIGH COURT OF DELHI AT NEW DELHI**

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Date of Decision: 23.05.2018

+ CO.PET.64/2017

NTPC-SCCL GLOBAL VENTURES P.LTD.
(IN VOL.LIQN,)

.....Petitioner

Through Mr.Deepak Anand, Adv. for OL

CORAM:

HON'BLE MR. JUSTICE JAYANT NATH

JAYANT NATH, J. (ORAL)

CA 1929/2017

This application is filed to condone the delay of 147 days in re-filing the accompanying petition, the same is condoned. The petition is taken on record.

CO.PET. 64/2017

1. This is a petition filed under Section 497(6) of the Companies Act, 1956 (*herein referred to as "the Act"*) by the Official Liquidator (OL) for voluntary winding up of NTPC-SCCL GLOBAL VENTURES PRIVATE LIMITED (VOL. LIQN.) (*herein referred to as the "said company"*) from the date of filing of the present petition.

2. A perusal of the petition shows that the said Company was incorporated on 31.07.2007 under the provisions of the Act with the Registrar of Companies, NCT of Delhi & Haryana (ROC), having authorized share capital of Rs. 50,00,000/- (Rupees Fifty Lakhs only) divided into 5,00,000 (Five Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each. The paid up capital of the said company as on 08.09.2015 was

Rs. 10,00,000/- (Rupees Ten Lakhs only) divided into 1,00,000 (One Lakh) equity share of Rs. 10/- (Rupees Ten Only) each.

1. The registered office of the said company is situated within the territory of NCT of Delhi at NTPC Bhawan, Core-7, SCOPE Complex, Institutional Area, Lodhi Road, New Delhi-110003.

3. Pursuant to Section 484(1) of the Act, the said Company has passed a special resolution in its Annual General Meeting (AGM) held on 08.09.2015 for voluntary winding up of the said Company, wherein, Mr. Arun Saxena, Advocate, Registration No. D/4743/2014 was appointed as Voluntary Liquidator of the said Company at a remuneration of Rs. 2,00,000/- (Rupees Two Lakhs Only).

4. The ROC was informed regarding the voluntary winding up and the appointment of the Voluntary Liquidator. Notices under Rule 315 of the Company (Court) Rules, 1959 were issued and requisite forms were filed with the ROC. The citations for the AGM and appointment of the Voluntary Liquidator were also published in the newspapers namely 'Business Standard' (English) and (Hindi) on 10.09.2015 and also in the Official Gazette on 03.10.2015 along with Memorandum of Association and Articles of Association with the Office of OL.

5. The Declaration of Solvency was executed and approved by the Board of Directors in their meeting held on 07.09.2015 and the same has been filed with the office of the ROC in Form 149 as prescribed under section 488 of the Act.

6. Pursuant to Section 497 of the Act, final Extraordinary General Meeting was held on 15.11.2016 and the Voluntary Liquidator filed the final accounts of the Company in Forms No.156 and 157, as prescribed under Rules 329 and 331 of the Companies (Court) Rules, 1959, before the ROC and to the OL.

7. The Voluntary Liquidator filed the books of accounts, affairs of the said company were fully wound up in the AGM convened and held of 15.11.2016.
8. The OL has received No Objection Certificates from the ROC and Income Tax Department.
9. The Voluntary Liquidator has also filed indemnity bond dated 13.02.2017 in which the Voluntary Liquidator undertakes to indemnify all claimant, creditor or person against their claims, losses, dues and outstanding, which has not come to his notice up to dated of final meeting of the said company.
10. The OL has scrutinized the records submitted by the Voluntary Liquidator and has recorded satisfaction that necessary compliances of Section 497 of the Act and the other relevant provisions of the Act have been made and that the affairs of the said Company have not been conducted in a manner prejudicial to the interest of its members.
11. The OL, in these circumstances, has sought winding up and final dissolution of the said Company from the date of filing of the petition i.e. 20.11.2017.
12. In view of the above and the satisfaction recorded by the OL, the said Company is wound up and shall be deemed to be dissolved.
13. A copy of the order be also filed by the OL with the ROC within the statutory period as per the Act.
14. The petition is accordingly disposed of.

JAYANT NATH, J

MAY 23, 2018/SS

Corrected and released on 27.07.2018