

FORM No. CAA. 4

[Pursuant to Rule 13(2) and Rule 14 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
INDORE BENCH, AT AHMEDABAD
C.A. (CAA)/7(MP)2021

In the matter of the Companies Act, 2013

And

In the matter of Scheme of Arrangement in the nature of Amalgamation
of

Aarneel Technocrafts Private Limited

with

Ancile Industries Private Limited

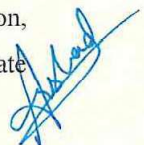
And

In the matter of Section 230 to Section 232 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder

Aarneel Technocrafts Private Limited, }
a Company incorporated, }
under the provisions of Companies Act, 1956 }
having its registered office at House No. 13/3, }
Chandra Homes Rajharsh Colony, }
Kolar Road, Bhopal – 462042, Madhya Pradesh. }
CIN U74900MP2011PTC027346 }..Applicant Company 1/Transferor
Company

Report of the Chairman on result of the meeting of the Secured Creditors of Aarneel Technocrafts Private Limited

I, Arshad Ahmed, the person appointed by this Hon'ble Tribunal to act as a Chairman of the meeting of Secured Creditors of the Applicant Company 1, summoned by notice served individually upon them and by advertisement dated 8th day of May, 2021 in 'Business Standard' in English and in Hindi, both being circulated in Bhopal. Further, the Tribunal via Order dated 23rd April 2021 read with General Circular issued by Ministry of Corporate Affairs ('MCA') viz. Circular No. 14/2020 dated 8th April 2020, Circular No. 17/2020 dated 13th April 2020 and Circular No. 39/2020 dated 31st December 2020 (collectively referred to as 'MCA Circulars'), has directed the Applicant Company 1 to convene and hold the meeting of the Secured Creditors on Friday, 11th June 2021 at 10:30 am through Video Conferencing (VC) or other Audio Visual Means (OAVM) for the purpose of considering and if thought fit, approving, with or without modification, the said Scheme of Arrangement in the nature of Amalgamation of Aarneel Technocrafts Private



Limited with Ancile Industries Private Limited ('Scheme'), do hereby report to this Hon'ble Tribunal as follows:

1. The said meeting was attended through authorized representative through Video Conferencing by 1 (One) Secured Creditor of the Applicant Company 1 having total outstanding balance of Rs. 11,01,46,015 (Rupees Eleven Crores One Lakh Forty Six Thousand and Fifteen Only), on 30th April, 2021, representing 100% of the total value of Secured Creditors of the Applicant Company 1.
2. Applicant Company 1 had provided designated email id i.e. chanchal.jain@aarneel.com for voting through email (i.e. voting by poll) facility for the meeting of the Secured Creditors to consider and approve the Scheme by passing necessary resolution.
3. The Scheme of Arrangement was explained by me to the Secured Creditors of the Applicant Company 1 and the question submitted to the said meeting was whether the Secured Creditors of the Applicant Company 1 agreed to the Scheme submitted to the meeting.
4. Such persons unanimously are of the opinion that the Scheme should be approved and agreed to. The result of the voting upon the said question was as follows:

The under mentioned Secured Creditors voted in favour of the proposed Scheme being adopted and carried into effect:

Name of the Secured Creditor	Address	Outstanding balance as on 30 th April 2021	Number of Votes
RBL Bank	Ground Floor, Plot No. 2, Akanksha Complex Front Right Side Portion, Zone-I, Maharana Pratap Nagar, Bhopal, Madhya Pradesh 462011	11,01,46,015	1
TOTAL		11,01,46,015	1

None of the Secured Creditors present in the meeting voted against the proposed Scheme being adopted and carried into effect.

5. Copy of the Scrutinizer Report issued by Mr. Parvesh Dhawan, Practicing Company Secretary, who was appointed as Scrutinizer by the Hon'ble Tribunal to scrutinize and report on the votes cast in connection with the resolution approving the Scheme is enclosed as **Annexure-I**.

Dated this 14th day of June, 2021

Mr. Arshad Ahmed,

Chairman for the meeting of Secured Creditors of the Applicant Company 1



Parvesh Dhawan & Associates

Company Secretaries

PARVESH DHAWAN
Company Secretary
MBA, LLB, BSC, PGDPPT

T-4, Purshottam Eastend, Plot No. R-28
Zone-II, M.P. Nagar, Bhopal-462011 (M.P.)
Ph.: 0755-4901677 Mob.: 9425020679
E-mail : dhawanpravesh@hotmail.com

SCRUTINIZER'S REPORT

To

Mr. Arshad Ahmed

Chairman of the Meeting of the Secured Creditors of Aarneel Technocrafts Private Limited (the "Company")

Held via Video Conferencing at 10:30 a.m. on Friday, June 11, 2021 pursuant to Order dated April 23, 2021 passed by National Company Law Tribunal, Indore Bench, presently at Ahmedabad under Company Application No. C.A. (CAA)/7(MP) 2021.

Sub: Report of Scrutinizer on the results of voting of the "Secured Creditors" meeting held through Video Conferencing at 10:30 a.m. on Friday, June 11, 2021 for approval of Scheme of Arrangement in the nature of Amalgamation between Aarneel Technocrafts Private Limited (Applicant Company 1 / Transferor Company) with Ancile Industries Private Limited (Applicant Company 2 / Transferee Company) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder (the "Scheme").

Dear Sir,

I, CS Parvesh Dhawan, Practicing Company Secretary, pursuant to Order dated April 23, 2021 ('Order') passed by the Hon'ble National Company Law Tribunal, Indore Bench, presently at Ahmedabad in the matter of Scheme of Arrangement in the nature of Amalgamation of Aarneel Technocrafts Private Limited (Applicant Company 1 / Transferor Company) with Ancile Industries Private Limited (Applicant Company 2 / Transferee Company) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder ('the Scheme'), was appointed as the Scrutinizer for the purpose of the poll taken to approve the Scheme, at the Meeting of the Secured Creditors of Aarneel Technocrafts Private Limited held on Friday, June 11, 2021 at 10:30 a.m. through Video Conferencing pursuant to the recent Circulars of Ministry of Corporate Affairs viz. Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 39/2020 dated



Arshad

December 31, 2020 and provisions of the Companies Act, 2013 read with applicable rules made thereunder, submit my report as under:

1. The Company had provided facility of casting vote to the Secured Creditors of the Company through email (i.e. voting by poll), by sending their vote at the designated email id i.e. chanchal.jain@aarneel.com, during the meeting.
2. All the votes cast at the above mentioned designated email id were considered for my scrutiny for the purpose of this Report. The emails were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
3. I did not found any vote invalid.
4. The result of the Poll is as under:

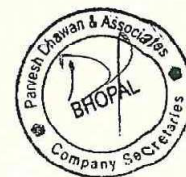
To approve the Scheme of Arrangement in the nature of Amalgamation of Aarneel Technocrafts Private Limited (Transferor Company) with Ancile Industries Private Limited (Transferee Company) and their respective shareholders ('the Scheme')

i. Voted in Favour of Resolution

Number of Secured Creditors present and voting	Value of valid votes cast by them (Amount in INR) (Being amount due as on April 30, 2021)	% of Total Number of valid votes cast	% of value of valid votes cast
1	11,01,46,015	100%	100%

ii. Voted against the Resolution

Number of Secured Creditors present and voting	Value of valid votes cast by them (Amount in INR) (Being amount due as on April 30, 2021)	% of Total Number of valid votes cast	% of value of valid votes cast
0	0	0	0



Handwritten signature in blue ink.

iii. Invalid votes

Total number of Secured Creditors present and voting whose votes were declared invalid	Total value of invalid votes cast by them (Amount in INR) (Being amount due as on April 30, 2021)
0	0

I hereby declare, that the resolution for approving the Scheme has been approved by the requisite majority.

- A list of Secured Creditors who have voted is enclosed and marked as "Annexure-I".
- The votes received by email on the designated email id and all other relevant records were handed over to the Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,




Scrutinizer

Mr. Parvesh Dhawan

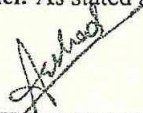
Practicing Company Secretaries

Membership No. F8863 & COP No. 7675

Date: 12th day of June, 2021

Place: Bhopal

Encl: As stated above


Countersigned by

Mr. Arshad Ahmed

Chairman appointed for the NCLT convened meeting of the Unsecured Creditors of AarnceITechnocrafts Private Limited

Date: 12th day of June, 2021

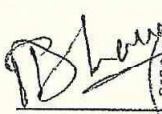
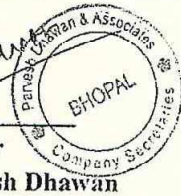
Place: Bhopal



ANNEXURE - I

List of Secured Creditors of Aarneel Technocrafts Private Limited who have voted

Sr. No.	Name of Secured Creditor	Amount Outstanding as on April, 30, 2021 (INR)	Votes in favor (Amount in INR)	Votes against (Amount in INR)	Invalid votes
1.	RBL Bank	11,01,46,015	11,01,46,015	-	-
	TOTAL	11,01,46,015	11,01,46,015	-	-

Scrutinizer

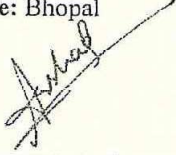
Mr. Parvesh Dhawan

Practicing Company Secretaries

Membership No. F 8863 & COP No. 7675

Date: 12th day of June, 2021

Place: Bhopal



Countersigned by

Mr. Arshad Ahmed

Chairman appointed for the NCLT convened meeting of the Unsecured Creditors of Aarneel Technocrafts Private Limited

Date: 12th day of June, 2021

Place: Bhopal

