

Date: September 30, 2026

To,
BSE Limited,
Corporate Relationship Department
Floor 25, P. J. Towers,
Dalal Street, Mumbai 400 001
BSE Scrip Code: 530355

To,
NSE Limited,
Manager- Listing Compliance
Exchange Plaza, Plot No. C/1, G Block, Bandra
Kurla Complex, Bandra (East), Mumbai 400 051
Trading Symbol: ASIANENE

Dear Sir/Madam,

Sub: Disclosure of Material event/ Information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Pronouncement of order by the Hon’ble National Company Law Tribunal, Mumbai Bench (‘NCLT’ or ‘Hon’ble Tribunal’) in the matter of Scheme of Merger by Absorption of Oilmax Energy Private Limited (‘OEPL’ or Transferor Company’) with Asian Energy Services Limited (‘AESL’ or ‘Transferee Company’ or ‘the Company’) and their respective shareholders (‘Scheme’).

This is with reference to our earlier communication dated Saturday, July 18, 2026, wherein we informed you regarding the newspaper advertisement intimating the date of the final hearing for the company scheme petition filed for seeking approval of the Scheme under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act 2013 (‘Act’) and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (‘the Rules’) made thereunder.

In this regard, we wish to inform you that the Hon’ble Tribunal has pronounced the order sanctioning the aforesaid Scheme on Tuesday, September 29, 2026. A copy of the order approving the Scheme as available on the website of the NCLT, is enclosed herewith as **Annexure A** for your information and records.

The certified copy of the order is awaited and upon receipt of the same the Company shall take all necessary and consequential steps to give effect to the Scheme.

This is for your information and dissemination on your website.

Thanking you,

Yours sincerely,

For Asian Energy Services Limited

SHWETA
VAIBHAV
JAIN
Digitally signed by
SHWETA VAIBHAV
JAIN
Date: 2026.09.30
10:45:28 +05'30'

Shweta Jain
Company Secretary & Compliance Officer
Membership No.: 23368

Enclosure: as above

Asian Energy Services Limited
CIN: L23200MH1992PLC318353

3B, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai - 400022
Phone +91 (22) 42441100 E-mail: secretarial@asianenergy.com Web: <https://www.asianenergy.com>

**IN THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH-I**

CP (CAA) NO. 95/MB/2026

IN

CA (CAA) NO. 49/MB/2026

In the matter of

The Companies Act, 2013 (18 of 2013)

and

*In the matter of Sections 230 to 232 read with Section 234
and other applicable provisions of the Companies Act,
2013 read with the Companies (Compromises,
Arrangements and Amalgamations) Rules, 2016;*

and

*In the matter of Scheme of Merger by Absorption of
Oilmax Energy Private Limited ("Transferor Company"
or "First Petitioner Company") having CIN
U40101MH2008PTC185357 with Asian Energy Services
Limited ("Transferee Company" or "Second Petitioner
Company") having CIN L23200MHI992PLC318353 and
their respective shareholders ("Scheme")*

OILMAX ENERGY PRIVATE LIMITED

CIN: U4010 I MH2008PTC185357

...First Petitioner Company / Transferor Company

And

ASIAN ENERGY SERVICES LIMITED

CIN: L23200MH1992PLC3 I 8353

... Second Petitioner Company/Transferee Company

[collectively referred to as the

“Applicant Companies”]

ORDER PRONOUNCED ON

29.09.2026

Coram:

Sh. Prabhat Kumar
Hon'ble Member (Technical)

Sh. Sushil Mahadeorao Kochey
Hon'ble Member (Judicial)

Appearances:

For the Applicant Companies : Adv. Rohit Gupta a/w CA Harsh
Ruparelia i/b M/s. A R C H
and Associates

ORDER

1. Heard the learned Counsel for the Petitioner Companies.
2. The present Company Scheme Petition has been filed in the matter of the Scheme of Merger by Absorption of ***Oilmax Energy Private Limited*** ('The First Petitioner Company/ Transferor Company') with ***Asian Energy Services Limited*** ('The Second Applicant Company/ The Transferee Company') and their respective shareholders and creditors under sections 230 to 232 of the Companies Act, 2013. The First Petitioner Company and The Second Petitioner Company are collectively referred to as '**The Applicant Companies**'.
3. **Petitioner Company No. 1/Transferor Company** bearing CIN **U401OIMH2008PTC185357** was incorporated on 02.08.2008 under the Companies Act, 1956, as a Private Limited Company presently having registered office at G-101, Ground Floor, Runwal & Omkar Esquare, Off. Eastern Express Highway, Chunabhatti Signal, Sion East, Mumbai - 400 022.
4. It is submitted that the First Petitioner Company is engaged in the business of exploration, development, and production of oil and gas assets. The First Petitioner Company focuses on the development of oil and gas blocks in India having discovered and proven oil and gas reserves. It has established a diversified portfolio of onshore oil and gas assets, with varying participating

interests in five (5) oil and gas blocks, including one Coal Bed Methane (CBM) block. The First Petitioner Company has further expanded its business into the mineral sector and has acquired a quartzite block in India. In addition, through its subsidiary, the First Petitioner Company has also ventured into the business of advanced agriculture.

5. **Petitioner Company No. 2/ Transferee Company** bearing CIN **L232OOMH1992PLC318353** was incorporated on 09.03.1992 as a Private Limited Company, under provisions of Companies Act, 1956. The Registered Office of the Transferee Company is presently situated at 3B, 3rd Floor, Runwal & Omkar Esquare, Off. Eastern Express Highway, Chunabhatti Signal, Sion East, Mumbai - 400 022.
6. It is submitted that the Second Petitioner Company is an oil and gas industry service provider, offering end-to-end services across the entire **upstream** value chain. Its services include geophysical data acquisition, production facility engineering, procurement and construction under the Build-Own-Operate-Transfer (BOOT) model, integrated oil and gas field development, operation and maintenance of enhanced oil recovery facilities, material handling, exploration, marine diesel oil, and other allied services. The Second Petitioner Company is a listed company, and its equity shares are listed on both BSE Limited and the National Stock Exchange of India Limited.
7. The Petitioner Companies have approved the Scheme of Merger by Absorption by passing board resolution in their respective board meetings conducted on 06.09.2025 have approved the Scheme.
8. The Appointed Date for the Scheme means 1st day of the month in which the Effective Date occurs or such other date as the Adjudicating Body(ies) may direct or fix.
9. The rationale for the scheme is as follows:

“The Transferor Company is the holding company of the Transferee Company. Both the Transferor Company and the Transferee Company are engaged in the business related to energy and minerals sector specially oil

& gas. The consolidation of both entities will have a diversified portfolio of assets and businesses in the merged entity, which would not only be engaged in business of production and development of oil & gas blocks with proven resources and minerals resources but also provide end to end strategic solutions to oil & gas and minerals industry with offering extending across the entire upstream value chain including but not limited to geophysical data acquisition, integrated oil & gas field development, operations and maintenance, production facility construction on EPC and/or build-own-operate-transfer model, enhanced oil recovery services, material handling and rapid loading systems, exploration services, manpower services and other customized solutions to energy and minerals sector. The proposed integration of the respective business activities of both entities in a single entity will enable the following:

23.1. The amalgamation will synergize the complementary strengths of both the Transferor Company and the Transferee Company. The consolidated entity would be able to create meaningful value for all stakeholders involved including shareholders of both the companies, employees, customers etc. as combined strengths and resources can be put to the best advantage. Further, the combined entity would benefit from the Transferee Company's expertise and proven track record of operations and maintenance, facility construction and related services, etc. and the Transferor Company's expertise in reservoir management, integrated field development, geological and geophysical strengths, etc.;

23.2. The proposed amalgamation will provide an opportunity to better leverage the combined assets and capital base, technical and operational capabilities to build a stronger and more sustainable business which will improve the potential for further growth and expansion of the business of the merged entity.

23.3. The proposed amalgamation will significantly strengthen the position of the combined entity in the industry in terms of assets base, geographical

reach, technical capabilities and financial capabilities. The proposed amalgamation will enable creation of leading energy and mineral company in India with a global footprint;

23.4. The proposed amalgamation will provide the Transferee Company access to diversified portfolio of proven oil & gas and minerals resources of the Transferor Company across different basins and geographies. The Transferee Company will get benefited from long term revenue and cashflow visibility of the Transferor Company assets;

23.5. The amalgamated entity will benefit from strengthened organizational leadership through the integration of management teams and personnel from both companies, who have vast experience, diverse skills and talent to compete effectively in an increasingly competitive oil & gas and minerals industry;

23.6. The combined entity will have greater operational efficiency through elimination of duplication/redundant functions, centralized and focused management, consolidating and optimizing resources under a unified leadership;

23.7. The combined entity will bring cost synergies with reduction in general and administrative expenses, reduction in compliance cost, bringing greater economies of scale in combined entity operations and optimization of resources;

23.8. The combined entity will have enhanced financial strengths with large net worth, strong asset base and balance sheet, greater efficiency in cash management, unfettered access to cash flow generated by the combined businesses, efficient capital allocation and better capital utilization. These enhanced financial strengths will help grow business at a faster rate with improved borrowing capabilities and reduced borrowing costs; and

23.9. The amalgamation will result in a simplified shareholding and group structure, thereby streamlining the ever-evolving regulatory compliance

framework. It will improve corporate governance standard and bring more transparency.

Thus, the merger is in the interest of the shareholders, creditors and all other stakeholders of the companies and is not prejudicial to the interests of the concerned shareholders, creditors or the public at large.”

10. Consideration:

Upon the Scheme becoming effective, and in consideration of the Merger by Absorption and the vesting of the business of the Transferor Company in the Transferee Company in accordance with the provisions of this Scheme, the Transferee Company shall, without any further application, act or deed, issue and allot to the shareholders of the Transferor Company whose names appear in the Register of Members of the Transferor Company as on the Record Date, or to such of their respective heirs, executors, administrators or successors-in-title, as may be recognised by the Board of Directors, shares in the Transferee Company in the following manner:

“117 (One hundred and seventeen) fully paid-up Equity Shares of Rs. 10/- each of the Transferee Company shall be issued and allotted for every 10 (Ten) fully paid-up Equity Shares of Rs. 10/- each of the Transferor Company.” (“Share Exchange Ratio”).

11. A copy of the Fairness Opinion on the Share Exchange Ratios, issued by Sundae Capital Advisors Private Limited, a Category I Merchant Banker, dated 06.09.2025, has also been annexed.

12. Accounting Treatment Certificate issued by the Statutory Auditors:

The Petitioner Companies submit that the Statutory Auditors of the First Petitioner Company and the Second Petitioner Company have opined that the accounting treatment proposed under the Scheme is in conformity with the ‘Pooling of Interests Method’ prescribed under Appendix C to Ind AS 103 (Accounting for Business Combinations) and with the other applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013.

13. The Equity Shares of the Second Petitioner Company are listed on BSE Limited ('the BSE') and National Stock Exchange of India Limited ('NSE'). The Second Petitioner Company submitted documents to BSE and NSE both on September 12, 2025. The Second Petitioner Company has received an observation letter from the BSE Limited on March 02, 2026 as,

"In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble NCLT....and National Stock Exchange of India Limited on March 05, 2026 as

Based on the draft scheme and other documents submitted by the Company, including undertaking given in terms of Regulation 11 of SEBI (LODR) Regulations, 2015, we hereby convey our "No objection" in terms of Regulation 37 of SEBI (LODR) Regulations, 2015, so as to enable the Company to file the draft scheme with NCLT."

14. The Petitioner Companies have complied with all requirements as per directions of this Tribunal vide order dated 03.06.2026 passed in **CA (CAA) NO. 49/MB/2026** and they have filed necessary affidavits of compliance before this Tribunal. Moreover, the Petitioner Companies have undertaken to comply with all the statutory requirements, if any, as may be required under the Companies Act, 2013 and the Rules made there under.
15. Petitioner Companies further submits that there are no investigation or proceedings instituted or are pending under the Companies Act, 1956 / Companies Act, 2013 against the Petitioner Companies or by any other regulatory authorities. Further, there are no material litigation pending against the Petitioner Companies which has bearing on the present Scheme. Furthermore, there are no winding-up petitions or petitions under the Insolvency and Bankruptcy Code, 2016 admitted against any of the Petitioner Companies

16. The Regional Director, Western Region-1, Mumbai, has filed his Report dated 24.07.2026, setting out certain observations in paragraphs 2(b) to 2(l) thereof, including the observations of the Registrar of Companies, Mumbai (“ROC”), as reproduced by the Regional Director in paragraph 2(b) of the Report. In response to the observations made by the Regional Director and the ROC, the Petitioner Companies have furnished the necessary clarifications and undertakings vide their affidavit in reply to the observations of the Regional Director dated 29.07.2026. The Petitioner Companies have submitted/undertaken as follows in response to the observations of the Regional Director, including those of the ROC :

- a. There is no inquiry or inquiry follow up or inspection follow up, investigation follow up, prosecutions, complaint pending against the Petitioner Companies. This is factual information, and no clarification is required for the same;
- b. The interest of creditors and employees is shall duly protected.
- c. The Petitioner Companies shall make the requisite compliances under the Companies Act, 2013 and the Rules made thereunder, as applicable, in the manner prescribed.
- d. Upon the Scheme becoming effective and the consequent dissolution of First Petitioner Company without winding up, the fees and stamp duty already paid by First Petitioner Company on their respective authorised share capital shall be eligible to be set off against the fees and stamp duty payable by the Transferee Company on its authorised share capital, in accordance with applicable laws. The Transferee Company shall comply with provisions of Section 232(3)(i) of the Companies Act, 2013 in this regard.
- e. Transferee Company shall duly pay any differential amount of fees and stamp duty, if and to the extent required, after giving effect to the above set-off.

- f. The Petitioner Companies shall pass such accounting entries as stated in Indian Accounting Standard 103 ('Business Combinations' or 'IND AS 103') read with 'Pooling of Interest Method' as laid down in Appendix C (Business Combinations of entities under common control) of IND AS 103 as specified under Section 133, which are necessary, in connection with the Scheme to comply with the applicable Accounting Standards.
- g. The Petitioner Companies shall comply with all the applicable Indian Accounting Standards such as IND AS-8 etc, as applicable to the Petitioner Companies.
- h. The sanction of the Scheme by this Tribunal shall not deter any authorities to deal with any of the issues arising after giving effect to the Scheme and that such issues arising out of the Scheme will be met and answered in accordance with law and the decisions of such authorities shall be binding on the Petitioner Companies, subject to the rights and remedies available to the Petitioner Companies under the applicable law.
- i. The Petitioner Companies shall strictly comply with all applicable directions, regulations, guidelines, and requirements of the concerned sectoral regulatory authorities, as may be applicable to this proposed Scheme of Amalgamation.
- j. The Petitioner Companies shall comply with all lawful directions, requirements, and orders issued by the Income Tax Department and GST Department in relation to the Petitioner Companies, from time to time, as may be applicable under law.
- k. The Transferee Company is listed on Bombay Stock Exchange ('BSE') and National Stock Exchange ('NSE') and shall comply with the observations pointed out by BSE vide its letter dated March 02, 2026 and NSE vide its letter dated March 05, 2026.

17. The Official Liquidator, High Court, Bombay has filed his Report dated 30.07.2026, *inter alia*, has stated that the affairs of the Transferor Company have not been conducted in a manner prejudicial to the interest of its creditor or to public interest.
18. It is submitted that the First Petitioner Company has made an application to the Ministry of Petroleum and Natural Gas (“MoPNG”) seeking approval of the Scheme. However, as on the date of this Order, the requisite approval from the MoPNG has not yet been received. It is pertinent to note that Clause 27.6 of the Scheme expressly provides that the Scheme is subject to obtaining the approval of the concerned Governmental Authorities, which *inter alia* includes the MoPNG. Accordingly, the Scheme shall remain subject to obtaining such approval.
19. The Asst. Commissioner of Income Tax Circle – 6(1)(2), Mumbai on behalf of The Income Tax Department, has filed its report dated September 02, 2026 ('IT Report'), praying that this Tribunal may pass such orders as it thinks fit, making certain observations in paragraphs 1 to 14 of the IT Report. In response to the observations made by the Income Tax Department, the Petitioner Companies have given necessary undertakings and clarifications *vide* their affidavit in reply to the observations of the Asst. Commissioner of Income Tax Circle – 6(1)(2), Mumbai dated September 03, 2026. The observations made by the Asst. Commissioner of Income Tax Circle – 6(1)(2) and the clarifications and undertakings given by the Petitioner Companies are summarized in the table below: The Petitioner Companies have submitted/undertaken as follows in response to the observations of the Regional Director, including those of the ROC :
 - a. All pending and future proceedings relating to the Transferor Company shall stand continued against, and shall be enforceable against, the Second Petitioner Company in accordance with law, subject to the remedies available to the Second Petitioner Company under the Income-Tax Act, 1961 /the Income-Tax Act, 2025.

- b. The Income-tax Department will be free to examine the aspect of any tax payable as a result of the Scheme and in case it is found that the scheme ultimately results in tax avoidance or is not in accordance to the provisions of the Income Tax Act, then the Department will be at liberty to initiate the appropriate course of action as per law.
20. Assam Company India Limited (“ACIL”) has filed an affidavit before this Tribunal dated 5th August 2026, setting out its representations. It is submitted that ACIL operates an outfield in the Amguri Block, Assam, through a joint venture with Oilmax Energy Private Limited (“Oilmax”), the Transferor/First Petitioner Company herein. ACIL and Oilmax have entered into various agreements, including a Farmout Agreement dated 5th April 2021 (“FOA”), pursuant to which Oilmax acquired a 50% participating interest in the Amguri Block, and a Joint Operating Agreement dated 5th April 2021 (“JOA”), governing the conduct of joint operations in the Amguri Block.
21. ACIL had also entered into a Production Sharing Contract dated 23rd February 2001 (“PSC”) with the Government of India, which constitutes the principal agreement governing the Amguri Block and has been amended from time to time. Oilmax was inducted as a party to the PSC pursuant to an amendment dated 10th May 2021 and is accordingly bound by the terms thereof as a Contractor holding a 50% participating interest. The FOA, JOA and PSC (collectively, the “Transaction Documents”) govern the contractual relationship between ACIL and Oilmax, with Oilmax acting as the Operator and ACIL as the Non-Operator.
22. Asian Energy Services Limited (“AESL”), the Transferee/Second Petitioner Company, is an affiliate and subsidiary of Oilmax and has been engaged by Oilmax, in its capacity as the Operator, as the operations and maintenance (“O&M”) contractor for the Amguri Block pursuant to an Operation and Maintenance Agreement dated 21st June 2023 (“OMA”).
23. The objections raised by ACIL are as follows:

- a. Article 12.2 of the JOA and Article 14.10 of the FOA impose certain restrictions on the transfer of the participating interest of the Operator, Oilmax, including a requirement to obtain prior consent before effecting any such transfer.
 - b. Articles 29.1, 29.2 and 35 of the PSC also require the prior consent of the Government of India for the assignment or transfer of part or all of the participating interest.
 - c. It is the case of ACIL that certain transactions between Oilmax and AESL, which is an affiliate of Oilmax and its O&M contractor, are disputed on the ground that excessive amounts have been charged under such transactions. ACIL submits that, upon the Scheme becoming effective, all inter-party transactions between Oilmax and AESL, including any loans or amounts due between them, would be treated as intra-party transactions from the appointed date and would stand automatically extinguished. Further, all inter-company transactions between Oilmax and AESL would stand cancelled. According to ACIL, this would make it more difficult to trace, isolate and recover the alleged excess payments sought to be challenged by it, as the underlying transactions would no longer appear as distinct entries between two separate corporate entities.
24. The Petitioner Companies have filed an Affidavit-in-Reply dated 6th August 2026 submitting that they have already applied for the requisite approval from the Government and are presently awaiting the same. With regard to ACIL's contention that its prior written consent is required, the Petitioner Companies have submitted that the proposed amalgamation under the Scheme does not constitute a "transfer" within the meaning of the relevant Transaction Documents and, accordingly, no such consent is required. The Petitioner Companies have further submitted that the Scheme adequately safeguards and protects the rights and interests of ACIL under the relevant agreements and that

all rights, obligations and liabilities outstanding thereunder shall continue to remain binding and enforceable in accordance with the terms thereof.

25. Having considered the submissions of ACIL and Petitioner Companies, we consider it appropriate to clarify that all claims, disputes, rights and causes of action of ACIL against either or both of the Petitioner Companies arising under or in connection with the aforesaid Transaction Documents, whether or not quantified, invoked or instituted as on the Effective Date, shall subsist and remain unaffected by the Scheme and shall be enforceable against AESL, as the successor company. Further, AESL shall preserve and maintain, in their present form, all books of account, ledgers and documents pertaining to the transactions between Oilmax and AESL for a period of eight years from the Effective Date. As regards allegation of transfer requiring prior permission of ACIL, since the relevant agreement(s) are not placed before, and the proposed scheme of absorption is subject to regulatory approval, we are of considered view that such regulatory approval shall meet the end of justice. However, it is clarified that we have not adjudicated whether absorption of transferor company into transferee company falls within the ambit of 'transfer' contemplated under Article 12.2 of the JOA and Article 14.10 of the FOA.
26. Since the Scheme itself provides that its implementation is subject to obtaining the requisite approval from the Government authorities and further provides that, in the event such approval is not received, the Scheme shall not become effective unless such approval is in place, accordingly, no separate direction in this regard is considered necessary.
27. We have perused the submissions made by the Petitioner Companies and the reports submitted by the Regional Director (RD) and the Official Liquidator (OL). The Petitioner Companies have undertaken to comply with all the undertakings made in their reply filed in response to the observations of the RD.
28. From the material on record, the Scheme appears to be fair and reasonable and is not in violation of any provisions of law and is not contrary to public policy

considering that no objection has so far been received from any other authority or creditors or members or any other stakeholders

29. The Second Petitioner Company undertakes that all legal and other legal proceedings of whatsoever nature, including civil proceedings, criminal proceedings, any enquiry, investigation, inspection, suit, appeal, or application before any court, judicial body, statutory authority, quasi-judicial authority, tribunal, or other authority, initiated by or against the First Petitioner Company, and pending as on the date on which the Scheme comes into effect, shall not abate, be discontinued, or be prejudicially affected by reason of the Scheme, and shall be prosecuted, continued, and enforced by or against the Second Petitioner Company, in the same manner and to the same extent as would or might have been prosecuted, continued, and enforced by or against the First Petitioner Company, as if the Scheme had not been made. Further, upon the Scheme becoming effective, the Second Petitioner Company undertakes to have all such legal or other proceedings transferred into its name as soon as reasonably possible, with effect from the Effective Date, and to have the same continued, prosecuted, and enforced by or against the Second Petitioner Company, to the exclusion of the First Petitioner Company, in accordance with Clause 19 of the Scheme
30. All the assets and liabilities including taxes and charges, if any and duties of the First Petitioner Company, as on the Appointed Date shall pursuant to section 232 of the Companies Act, 2013, be transferred to and become assets and liabilities and duties of the Second Petitioner Company.
31. Needless to say, all liabilities accruing in the transferor company shall be transferred to the Transferee Company, however, the liabilities in respect of offences committed under this act by the officers in default, of the transferor company prior to its merger shall continue after such merger as provided in Section 240 of the Companies Act, 2013.
32. Upon the Scheme becoming effective, all tax liabilities, obligations, credits, refunds, benefits, and incentives of the First Petitioner Company under the

Income-tax Act and all other applicable tax laws, including GST, VAT, excise, customs, and other levies, as on and from the Appointed Date, shall stand transferred to and vest in the Second Petitioner Company. All taxes paid or payable, including TDS/TCS, advance tax, and GST, shall be deemed to have been paid or complied with by the Second Petitioner Company, and all corresponding credits, refunds, unutilized MAT/GST/service-tax credits, and other tax benefits shall likewise accrue to the Second Petitioner Company. The Second Petitioner Company shall be entitled to file or revise all tax returns, claim all eligible credits or refunds, and seek deductions for disallowed items in accordance with law. All tax assessments, disputes, and proceedings initiated or continuing against the First Petitioner Company shall henceforth be continued and enforced by or against the Second Petitioner Company, without abatement or prejudice

33. Since all the requisite statutory compliances have been fulfilled, Company Petition bearing **CP(CAA)/95/MB/2026 in CA(CAA)/49/(MB)/2026** is made absolute in terms of the prayer clauses of the said Company Scheme Petition. It shall be binding on the Petitioner Companies and all concerned, including their respective Shareholders, Creditors, Employees and/or any other stakeholders concerned.
34. The Transferor Company is dissolved without winding up.
35. The Petitioner Companies are directed to file a copy of this Order along with a copy of the Scheme of Arrangement with the concerned Registrar of Companies, electronically in E-Form INC-28, within 30 days from the date of receipt of the Order by the Petitioner Companies.
36. All the employees of the Transferor Company in service, on the date immediately preceding the date on which the Scheme takes effect i.e. the effective Date, shall become the employees of the Transferee Company on such date, without any break or interruption in service and upon terms and conditions not less favourable than those subsisting in the concerned Transferor Companies on the said date.

37. The Petitioner Companies to lodge a copy of this Order and the Scheme duly authenticated by the Deputy Registrar or Assistant Registrar, National Company Law Tribunal, Mumbai Bench, with the concerned Superintendent of Stamps, for the purpose of adjudication of stamp duty payable within 60 days from the receipt of the Order, if any.
38. The present Company Scheme Petition i.e. **C.P.(CAA)/95/MB/2026** in **C.A.(CAA)/49/MB/2026** is allowed and disposed of, ordered accordingly.

Sd/-

Prabhat Kumar

Member (Technical)

Vijay Andhale

Sd/-

Sushil Mahadeorao Kochey

Member (Judicial)