

Procedure of Amalgamation

Observing MOA of Transferee Co.



Convene a board Meeting



Preparation Valuation Report



Preparation of scheme of Amalgamation & Merger.



Convene Board Meeting of Transferee & Transferor Co.



Notice to STX within 2 days of Board Meeting



Intimate to STXs within 15 minutes



File scheme to STXs for approval 1 month before submission to Court.



Application to High Court seeking direction to hold meetings

Form 33 → Summon

Form 34 → Affidavit] by Co.

If not Co → serve this on Co. before 14 days of holding Meeting



obtaining order of the Court for holding class Meetings in Form 35

Notice of Meeting in Form 36 atleast 21 days before the meeting. Form of Proxy in Form 37



Notice by advertisement in Form 38



File affidavit regarding notice to Court atleast 7 days before

Holding Meeting as per direction of court Majority and 3/4

Chairman will submit report to HC in Form 39 with 7 days of conclusion.

Petition to court for confirmation of scheme with in 7 days of filing report by chairman in Form 40, for fixing date of hearing

Publish notice in newspaper before 10 days of hearing.

Obtaining order of the court sanctioning the scheme in Form 41

Filing of copy of court's order to ROC in Form 21

Court shall not sanction the scheme of a Co. which is being wound up with other Co. unless it has received a report from CLBO or ROC that the affairs of Co. have not been conducted in prejudicial to public interest.