

**From:** "Aparna Mudiam" <aparna.mudiam@mca.gov.in>  
**To:** "RD North" <rd.north@mca.gov.in>, "ROC DELHI" <roc.delhi@mca.gov.in>  
**Cc:** "Benudhar Mishra" <Benudhar.Mishra@mca.gov.in>, "Chiradeep Balooni" <chiradeep.balooni@mca.gov.in>, <mohd.shakeel@mca.gov.in>, "Nidish Singh" <Nidish.Singh@mca.gov.in>, "Reshu Jain" <reshu.jain@mca.gov.in>

**Date:** Wednesday, January 04, 2017 05:21PM

**Subject:** Content for Publication of Notice of Hearing on MCA Website

*2/5/17 Sir,*  
*(1/4/17)*  
 Please see trail mail in the matter of scheme of demerger of Professional Training Business of Times Centre For Learning Limited ("Petitioner Company") to Bennett, Coleman & Company Limited in CP No. 1170/ 2016. Please find attached notice of hearing to be published on the Website of Ministry of Corporate affairs in pursuance of Order of Hon'ble High Court of Delhi dated 25.11.2016.

This is for information and necessary action.

Yours faithfully,

Aparna Mudiam

Assistant Registrar of Companies,

NCT of Delhi & Haryana,

Ministry of Corporate Affairs

05 JAN 2017

12213

**From:** ROC Delhi [mailto:roc.delhi@mca.gov.in]

**Sent:** Wednesday, January 04, 2017 5:00 PM

**To:** 'Aparna Mudiam'

**Subject:** FW: Uploading notice of hearing on the website of the MCA as per the direction of the Hon'ble High Court of Delhi, vide its order dated 25 November 2016

**Importance:** High

Pls see the trail mail.

Regards

(D. Bandopadhyay),

Registrar of Companies,

NCT of Delhi & Haryana.

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**From:** Kausik Nath [<mailto:Kausik.Nath@timesgroup.com>]

**Sent:** Wednesday, January 04, 2017 4:47 PM

**To:** [roc.delhi@mca.gov.in](mailto:roc.delhi@mca.gov.in)

**Cc:** Neha Jhunjhunwala; Sukamal Datta; Arun Kabra

**Subject:** Uploading notice of hearing on the website of the MCA as per the direction of the Hon'ble High Court of Delhi, vide its order dated 25 November 2016

**Importance:** High

Dear Sir,

The Hon'ble High Court of Delhi ("High Court") vide its Order dated 25.11.2016, in the Company Petition No. 1170/ 2016 connected with demerger of Professional Training Business of Times Centre For Learning Limited ("Petitioner Company") to Bennett, Coleman & Company Limited, has directed that the public notice of hearing should be uploaded on the website of the Ministry of Corporate Affairs.

In this regard, attached herewith are the below mentioned documents:

1. Copy of High Court Order
2. Copy of notice of hearing published on behalf of the Petitioner Company in the newspapers "Times of India" and "Navbharat Times"

We hereby request you to upload the notice of final hearing on your website as directed by the High Court.

Do please let us know in case you require any further information, details or documents from us in this matter.

Thanking you.

Yours sincerely,

For Times Centre For Learning Limited

Kausik Nath

(Authorized Signatory)

The Second Wind (TSW), an Executive Education initiative of the Times of India Group, announces Open Programs in Mumbai, Delhi and Bangalore by experts like Marshall Goldsmith, Jamie Anderson and more. The Pivot Series from TSW has been crafted to offer innovative leadership techniques. Learn more: <http://timestsw.com/open-programs/>

Attachments:

Publication in Navbharat  
Times.pdf

Publication in Times Of  
India.pdf

TCLL Order - Co. Pet..pdf

**नई दिल्ली मूल क्षेत्राधिकार में, नई दिल्ली उच्च न्यायालय में**

कंपनी याचिका सं.

(कंपनी अधिनियम, 1956 की धारा 391 से 394 के अंतर्गत)

सी.ए. (एच) सं. 2016 के 141 से संबंधित 2016 का 1170

के मामले में :

कंपनी अधिनियम, 1956 की धारा 391 (2) और 394

के मामले में :

टाइम्स सेंटर फॉर लर्निंग लिमिटेड, जिसका

सीआईएनयू80301डीएल2007पीएलसी185200 है

और जिसका पंजीकृत कार्यालय उद्युक्त क्षेत्राधिकार के भीतर,  
दरियागंज, नई दिल्ली - 110002 में है.याचिकाकर्ता/  
विघटित कंपनी

वधा

बेनेट, कोलमैन एंड कंपनी लिमिटेड, जिसका सीआईएन

यू22120एएच1913पीएलसी000391 है और जिसका

पंजीकृत कार्यालय उद्युक्त क्षेत्राधिकार के शहर टाइम्स ऑफ इंडिया  
बिल्डिंग, डॉ. डी.एन. रोड, मुंबई - 400001 में है.गैर याचिकाकर्ता/  
परिणामी कंपनी**याचिका की सूचना**

उक्त द्वारा सूचित किया जाता है कि टाइम्स सेंटर फॉर लर्निंग लिमिटेड (टीसीएलएल) और बेनेट, कोलमैन एंड कंपनी लिमिटेड (बीसीएलएल) और उनके संबंधित शेयरधारकों के बीच व्यवस्था की योजना (योजना) के लिए दिल्ली के स्थानीय उच्च न्यायालय की मंजूरी प्राप्त करने के लिए कंपनी अधिनियम, 1956 की धारा 391(2) और 394 के अंतर्गत याचिका, जिसके द्वारा और जिसके अंतर्गत टीसीएलएल अब व्यावसायिक प्रशिक्षण व्यापार (या विघटित व्यवसाय, जैसा कि उक्त योजना में परिभाषित है) जैसा कि उक्त योजना में वर्णित है नियमों और शर्तों पर विघटित और टीसीएलएल को स्थानांतरित किया जाएगा, उद्युक्त नाम वाली याचिकाकर्ता कंपनी द्वारा 23 नवंबर, 2016 को प्रस्तुत किया गया था और 25 नवंबर, 2016 को सुनवाई के लिए सूचीबद्ध किया गया था. उक्त याचिका अर 8 मार्च, 2017 को सुबह 10:30 बजे -याचिका के समक्ष सुनवाई के लिए सूचीबद्ध है.

उक्त याचिका का समर्थन या विरोध करने के व्यक्तिक किसी भी व्यक्ति को याचिकाकर्ता कंपनी के अधिवक्ता के पास अपने नाम और फले के साथ अपने या अपने अधिवक्ता द्वारा विधिवत हस्ताक्षरित अपने आदेश की सूचना इस प्रकार भेजनी चाहिए ताकि याचिका की सुनवाई के लिए निर्दिष्ट तिथि से 5 (पांच) दिन से कम नहीं पहले याचिकाकर्ता कंपनी के अधिवक्ता के पास पहुँच जाय. कर्तव्य याचिका का विरोध करना भारत/ बाहरी है. इस प्रकार के नोटिस के साथ समर्थनकारी शपथ-पत्र की प्रति के साथ-साथ इस प्रकार के विरोध का आचार प्रस्तुत किया जाना चाहिए. याचिका की प्रति याचिका की प्रति के लिए निर्धारित शुल्क के भुगतान पर याचिका की प्रति की मंग करने वाले किसी भी व्यक्ति को अपेक्षित/चित द्वारा प्रदान की जाएगी.

दिनांकित आज 20 दिसंबर, 2016

बिकांत रोहिल्ला

याचिकाकर्ता कंपनी का अधिवक्ता

ई 575ए, ग्रेटर फ्लैश II,

नई दिल्ली-110 048.

**IN THE HIGH COURT OF DELHI, AT NEW DELHI  
ORIGINAL JURISDICTION**

COMPANY PETITION NO. 1170 OF 2016  
CONNECTED WITH  
C.A. (M) NO. 141 OF 2016  
(UNDER SECTIONS 391 TO 394 OF THE  
COMPANIES ACT, 1956)

**IN THE MATTER OF:**

Sections 391(2) and 394 of the Companies Act, 1956

**IN THE MATTER OF:**

Times Centre For Learning Limited, having  
CIN U80301DL2007PLC165200 and its registered office at No.  
10, Daryaganj, New Delhi-110002 within the  
aforesaid jurisdiction.

**PETITIONER/  
DEMERGED COMPANY**

**AND**

Bennett, Coleman & Company Limited, having CIN  
U22120MH1913PLC000391 and its registered office at Times of  
India Building, Dr. D.N. Road, Mumbai - 400001, outside the  
aforesaid jurisdiction.

**NON PETITIONER/  
RESULTING COMPANY**

**NOTICE OF PETITION**

NOTICE IS HEREBY given that a petition under Section 391 (2) and 394 of the Companies Act, 1956 for obtaining sanction of the Hon'ble High Court of Delhi to a Scheme of Arrangement between Times Centre for Learning Limited ("TCLL") and Bennett, Coleman & Company Limited ("BCCL") and their respective shareholders ("Scheme"), whereby and whereunder the Professional Training Business (or Demerged Undertaking, as defined in the said Scheme) of TCLL shall be de-merged and transferred to BCCL, on the terms and conditions as stated in the said Scheme, was presented by the Petitioner Company above named on 23rd day of November, 2016 and was listed for hearing on 25th day of November, 2016. The said petition is now listed for hearing before the Judge on the 8th day of March, 2017, at 10.30 am.

Any person desirous of supporting or opposing the said petition should send a notice of his intention, duly signed by him/her or his/her Advocate with his/her name and address, to the Advocate of the Petitioner Company, so as to reach the Petitioner Company's Advocate not less than 5 (five) days before the date fixed for hearing of the petition. Where he/she seeks to oppose the petition, the grounds of such opposition along with a copy of the supporting affidavit should be furnished with such notice. A copy of the petition will be furnished by the under mentioned to any person requiring the same upon payment of the prescribed charges for the same.

Dated this 20th day of December, 2016.

**VIKRANT ROHILLA**  
Advocate for the Petitioner Company  
E-575A, Greater Kailash II,  
New Delhi-110 048.

\$-54

\* IN THE HIGH COURT OF DELHI AT NEW DELHI

+ CO.PET. 1170/2016

IN THE MATTER OF TIMES CENTRE FOR LEARNING LIMITED

..... Petitioner

Through: Mr Vikrant Rohilla, Advocate with  
Mr Akul Mehandru, Advocate for  
petitioner.  
Ms Aparna Mudiam, Asst. ROC for RD.

CORAM:

HON'BLE MR. JUSTICE SIDDHARTH MRIDUL

ORDER

%

25.11.2016

The present petition under Sections 391 to 394 of the Companies Act, 1956 seeks sanction of scheme of demerger. The first motion application being Co.Appl.(M) No.141/2016 was allowed in terms of order dated 17.10.2016.

Issue notice.

Ms Aparna Mudiam, Assistant Registrar of Companies, accepts notice on behalf of the Regional Director.

Learned counsel for the petitioner shall supply a copy of the petition to the Regional Director within a period of one week from today. Let a response/report to the present petition be filed by the Regional Director within six weeks thereafter. Rejoinder thereto, if any, be filed within a period of four weeks thereafter.

The petitioner shall publish the notice of the hearing in newspapers "Times of India" (English edition) and "Navbharat Times" (Hindi edition). Notice of hearing shall also be uploaded on the website of the petitioner as also on the website of the Ministry of Corporate Affairs. For this purpose, the petitioner shall supply a copy of the advertisement to be published, to the

For Private Use

Examiner Judicial Deptt  
Court of Delhi

Regional Director,

List for hearing on 08.03.2017.

NOVEMBER 25, 2016  
mk

SIDDHARTH MRIDUL, J