

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH
COMPANY SCHEME PETITION NO. C.P. (CAA)/61/MB/2025
IN
COMPANY SCHEME APPLICATION NO. C.A. (CAA)/248/MB/2024**

IN THE MATTER OF COMPANIES ACT, 2013

AND

IN THE MATTER OF SECTIONS 230 TO 232 OF THE COMPANIES ACT, 2013
AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013

AND

In the matter of Scheme of Amalgamation (merger by absorption) of Global Copper Private Limited ('GCPL' or 'Transferor Company') with and into Ram Ratna Wires Limited ('RRWL' or 'Transferee Company') and their respective shareholders ('Scheme' or 'Scheme of Amalgamation')

Ram Ratna Wires Limited, is a Company)
incorporated under the provisions of Companies Act,)
1956 having its registered office at Ram Ratna House,)
Victoria Mill Compound (Utopia City), Pandurang)
Budhkar Marg, Worli, Mumbai – 400 013.)
CIN: L31300MH1992PLC067802) **...Second Petitioner Company/Transferee**
) **Company**

NOTICE TO THE SECURITIES AND EXCHANGE BOARD OF INDIA

[Pursuant to Section 230(5) of the Companies Act, 2013 and Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

To,
SEBI Bhavan BKC,
Plot No. C4-A, 'G' Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051, Maharashtra.

Reference - C.P. (CAA)/61/MB/2025

Notice is hereby given in pursuance to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ('**Hon'ble Tribunal**') located at 4th Floor, MTNL Exchange Building, G.D. Somani Marg Chamundeshwari Nagar, Cuffe Parade, Mumbai – 400005, Maharashtra vide its order dated 24th March 2025 stating that the final hearing shall be held on 2nd May 2025 to consider the Scheme of Amalgamation of Global Copper Private Limited with and into Ram Ratna Wires Limited and their respective shareholders.

You are hereby informed that representations, if any, in connection with the Scheme may be made to the Hon'ble Tribunal within the period of thirty days from the date of receipt of this notice. Copy of the representation may simultaneously be sent to the Second Petitioner Company at its registered office address.

In case no representation is received within the stated period, it shall be presumed that you have no representation to make on the Scheme.

For **Ram Ratna Wires Limited**

Saurabh Gupta

AGM – Company Secretary

Registered office: Ram Ratna House, Victoria Mill Compound (Utopia City), Pandurang Budhkar Marg, Worli, Mumbai – 400 013.

Date: 28 March 2025

Place: Mumbai

Encl:

1. Copy of Hon'ble Tribunal's order dated 24th March 2025.

RAM RATNA WIRES LTD. | RR Global Company | www.rrshramik.com | CIN NO.: L31300MH1992PLC067802

Regd. Off.: Ram Ratna House, Oasis Complex (Utopia City), P. B. Marg, Worli, Mumbai - 400 013 • **T :** +91-22-2494 9009 / 2492 4144 • **F :** +91-22-2491 2586 • **E :** indsales.sc@rrglobal.com
Corp. Off.: Alembic Business Park (W), Ground Floor, Bhailal Amin Marg, Gorwa, Vadodara - 390 003 • **T :** +91-265-6830 800 • **E :** vadodara@rrglobal.com



NATIONAL COMPANY LAW TRIBUNAL
COURT ROOM NO. 1,
MUMBAI BENCH

Item No. 4

C.P.(CAA)/61(MB)2025 IN C.A.(CAA)/248(MB)2024

CORAM:

SH. PRABHAT KUMAR JUSTICE VIRENDRASINGH BISHT (Retd.)
HON'BLE MEMBER (TECHNICAL) HON'BLE MEMBER (JUDICIAL)

ORDER SHEET OF THE HEARING ON 24.03.2025

NAME OF THE PARTIES: GLOBAL COPPER PRIVATE LIMITED

Section 230-232 of the Companies Act, 2013

ORDER

C.P.(CAA)/61(MB)2025 IN C.A.(CAA)/248(MB)2024

- 1) Ms. Tanya Sethi, Ld. Counsel for the Petitioner Companies is present.
- 2) The present Company Petition has been filed in the matter of **Scheme of Amalgamation (merger by absorption) of Global Copper Private Limited ('GCPL' or 'Transferor Company') with and into Ram Ratna Wires Limited ('RRWL' or 'Transferee Company') and their respective Shareholders ('the Scheme' or 'Scheme of Amalgamation').**
- 3) The Company Petition is filed in consonance with Section 230-232 and other applicable provisions of the Companies Act, 2013 and the order passed in CA (CAA) No. 248/MB/2024 (“**said Order**”) by this Tribunal. The



Petitioner Companies have also filed Compliance Affidavit and the same has also been attached to the Petition.

- 4) Heard Ld. Counsel for the Petitioner. Section 230(5) of the Companies Act, 2013 and Rule 8 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 provides for issuance of Notice on such Petitions. Section 230(5) and relevant part of Rule 8 read as follows:

“Section 230. Power to compromise or make arrangements with creditors and members

(5) A notice under sub-section (3) along with all the documents in such form as may be prescribed shall also be sent to the Central Government, the income-tax authorities, the Reserve Bank of India, the Securities and Exchange Board, the Registrar, the respective stock exchanges, the Official Liquidator, the Competition Commission of India established under sub-section (1) of section 7 of the Competition Act, 2002, if necessary, and such other sectoral regulators or authorities which are likely to be affected by the compromise or arrangement and shall require that representations, if any, to be made by them shall be made within a period of thirty days from the date of receipt of such notice, failing which, it shall be presumed that they have no representations to make on the proposals.

8. Notice to statutory authorities. –

(1) For the purposes of sub-section (5) of section 230 of the Act, the notice shall be in Form No. CAA.3, and shall be accompanied with a copy of the scheme of compromise or arrangement, the explanatory statement and the disclosures



mentioned under rule 6, and shall be sent to. – (i) the Central Government, the Registrar of Companies, the Income-tax authorities, in all cases; (ii) the Reserve Bank of India, the Securities and Exchange Board of India, the Competition Commission of India, and the stock exchanges, as may be applicable; (iii) other sectoral regulators or authorities, as required by Tribunal.

(2) The notice to the authorities mentioned in sub-rule (1) shall be sent forthwith, after the notice is sent to the members or creditors of the company, by registered post or by speed post or by courier or by hand delivery at the office of the authority.

(3) If the authorities referred to under sub-rule (1) desire to make any representation under sub-section (5) of section 230, the same shall be sent to the Tribunal within a period of thirty days from the date of receipt of such notice and copy of such representation shall simultaneously be sent to the concerned companies and in case no representation is received within the stated period of thirty days by the Tribunal, it shall be presumed that the authorities have no representation to make on the proposed scheme of compromise or arrangement.

- 5) Issue Notice to the Authorities specified in Section 230(5) for submitting representation, if any. Petitioner(s) are directed to take steps for issuance of Notice in Form CAA3. Notice be served by all modes and proof of service be filed.
- 6) The Petitioner, at least 10 days before the date fixed for hearing, shall publish the notice of hearing of the Petition in two Local Newspapers viz.



one in English language Newspaper and another in Local Vernacular language Newspaper, having wide circulation in the area where the registered office of the Company and the Business of the Company is situated as per Rule 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

- 7) The Petitioner Companies shall issue notices to statutory authorities, as required under Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, informing the date fixed for hearing.
- 8) The Petitioner shall host Notices along with the copy of the Scheme on their respective Websites, if any.
- 9) Subject to above compliance, it is made clear that the Authorities to whom notice is sent, are required to file a representation, if any, within thirty days from the date of receipt of notice, failing which it will be presumed that they have no representation to make on the proposal.
- 10) Petition is accordingly admitted and fixed for hearing and final disposal on **02.05.2025**.

Sd/-

PRABHAT KUMAR
MEMBER (TECHNICAL)

Sd/-

JUSTICE VIRENDRASINGH BISHT
MEMBER (JUDICIAL)

Vedant Kedare