

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the name of the Conveying Party (Assignor) previously recorded on Reel 005117 Frame 0058. Assignor(s) hereby confirms the name of the Conveying Party (Assignor) to be Associated Breweries and Distilleries Limited.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Associated Breweries and Distilleries Limited		01/21/2011	CORPORATION: INDIA

RECEIVING PARTY DATA

Name:	United Breweries Limited
Street Address:	UB Tower, UB City, #24, Vittal Mallya Road
City:	Bangalore
State/Country:	INDIA
Postal Code:	560 001
Entity Type:	CORPORATION: INDIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3250724	MAHARAJA PREMIUM INDIAN PILSNER

CORRESPONDENCE DATA

Fax Number: 3176377561
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: (317)634-3456
 Email: cps@uspatent.com
 Correspondent Name: CHARLES P. SCHMAL
 Address Line 1: WOODARD, EMHARDT ET AL.
 Address Line 2: 111 MONUMENT CIRCLE, SUITE 3700
 Address Line 4: INDIANAPOLIS, INDIANA 46204

ATTORNEY DOCKET NUMBER: 47073-3

DOMESTIC REPRESENTATIVE

900277440

**TRADEMARK
 REEL: 005193 FRAME: 0954**

OP \$40.00 3250724

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Charles P. Schmal
Signature:	/Charles P. Schmal/
Date:	01/16/2014

Total Attachments: 26

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TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/21/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
United Breweries Limited	FORMERLY Associated Breweries and Distilleries Limited	01/21/2011	CORPORATION: INDIA
RECEIVING PARTY DATA			
Name:	United Breweries Limited		
Street Address:	UB Tower, UB City, #24, Vittal Mallya Road		
City:	Bangalore		
State/Country:	INDIA		
Postal Code:	560 001		
Entity Type:	CORPORATION: INDIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3250724	MAHARAJA PREMIUM INDIAN PILSNER	
CORRESPONDENCE DATA			
Fax Number:	3176377561		
Phone:	(317) 634-3456		
Email:	cps@uspatent.com		
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.			
Correspondent Name:	Charles P. Schmal		
Address Line 1:	Woodard, Emhardt, Moriarty, et al.		
Address Line 2:	111 Monument Circle, Suite 3700		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	47073-3		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			

TRADEMARK
 REEL: 005193 FRAME: 0956

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:	Charles P. Schmal
Signature:	/Charles P. Schmal/
Date:	09/25/2013

Total Attachments: 21

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RECEIPT INFORMATION

ETAS ID: TM281506
Receipt Date: 09/25/2013
Fee Amount: \$40

MINISTRY OF CORPORATE AFFAIRS**RECEIPT****G.A.R.7****Civil**

SRN : B07512775

Service Request Date : 10/03/2011

Payment made into : ICICI Bank

Received From

Name : NITESH BAKSHI
Address : 'UB TOWER', UB CITY
24, VITTAL MALLYA ROAD
BANGALORE, KARNATAKA
560025

Entity on whose behalf money is paid

CIN : L36999KA1999PLC025195
Name : UNITED BREWERIES LIMITED
Address : "UB TOWER", UB CITY,
24, VITTAL MALLYA ROAD,
BANGALORE, KARNATAKA
INDIA - 560001

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form21	Normal	500.00
	Total	500.00

Mode of Payment: Credit Card - ICICI Bank

Received Payment Rupees: Five Hundred only

Note : The defects or incompleteness in any respect in this eForm as noticed by the Registrar shall be placed on the Ministry's website (www.mca.gov.in). In case the eForm is marked as RSUB or PUCL, please resubmit the eForm or file Form 67 (Addendum), respectively. Please track the status of your transaction at all times till it is finally disposed off by the Registrar. (Please refer Regulation 17 of the Companies Regulation, 1956)

It is compulsory to file Form 67 (Addendum) electronically within the due date whenever the document is put under PUCL by the ROC, failing which the system will treat the document as invalid and will not be taken on record.

FORM 21

Notice of the court or the company law board order or any other competent authority

[Pursuant to section 17(1), 17A, 79,81(2), 81(4), 94A(2), 102(1), 107(3), 111(5), 141, 155, 167, 186, 391(2), 394(1), 396, 397, 398, 445, 466, 481, 559 and 621A of the Companies Act, 1956]

Form Language English हिन्दी

Note - All fields marked in * are to be mandatorily filled.

- 1.(a) *Corporate identity number (CIN) or foreign company registration number (FCRN) of the company
- (b) Global location number (GLN) of company
- 2.(a) Name of the company
- (b) Address of the registered office or of the principal place of business in India of the company
- (c) *e-mail ID of the company
- 3.(a) *Order passed by
- (b) Name of the court or company law board (CLB) or any other competent authority
- (c) *Location
- (d) *Petition or application number
- (e) *Order number
4. *Date of passing the order (DD/MM/YYYY)
- 5.(a) *Section of the Companies Act under which order passed
- (b) If others, mention
6. *Number of days within which order is to be filed with Registrar (To be entered pursuant to aforesaid sections or in terms of court order or CLB order or order of the competent authority, as the case may be)
7. *Date of application to court or CLB or the competent authority for issue of certified copy of order (DD/MM/YYYY)
8. *Date of issue of certified copy of order (DD/MM/YYYY)
9. Due date by which order is to be filed with Registrar (DD/MM/YYYY)
10. In case of compounding of offence, enter Service request number (SRN)(s) of Form 61

11. In case of amalgamation, mention whether company filing the form is transferor or transferee Transferor Transferee

(a) Details of transferee company

CIN	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)

(b) Details of transferor company(s)

Number of transferor company(s)

I.

Category of the transferor company	<input type="text"/>	
CIN or FCRN or any other registration number	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)
SRN of Form21	<input type="text"/>	

II.

Category of the transferor company	<input type="text"/>	
CIN or FCRN or any other registration number	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)
SRN of Form21	<input type="text"/>	

III.

Category of the transferor company	<input type="text"/>	
CIN or FCRN or any other registration number	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)
SRN of Form21	<input type="text"/>	

IV.

Category of the transferor company	<input type="text"/>	
CIN or FCRN or any other registration number	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)
SRN of Form21	<input type="text"/>	

V.

Category of the transferor company	<input type="text"/>	
CIN or FCRN or any other registration number	<input type="text"/>	Pre-fill
Name	<input type="text"/>	
Appointed date of amalgamation	<input type="text"/>	(DD/MM/YYYY)
SRN of Form21	<input type="text"/>	

12. In case of winding up, provide the following details

- (a) (i) Date of commencement of winding up under section 445 (DD/MM/YYYY)
(ii) Income-tax permanent account number (Income-tax PAN)
(iii) Name of liquidator
(iv) Address of liquidator
Line I
Line II
City
State
Country
Pin code
- (b) Date with effect from which winding up proceedings have been stayed under section 466 (DD/MM/YYYY)
(c) Date of dissolution under section 481 (DD/MM/YYYY)
(d) (i) Date with effect from which dissolution has been declared as void under section 559 (DD/MM/YYYY)

(ii) Whether the order is in the respect of company dissolved under section 394 Yes No

(iii) If yes, provide details of the transferor company whose dissolution has been declared as void

CIN or FCRN
Name
Date of amalgamation (DD/MM/YYYY)

- 13.(a) SRN of relevant form
(Mention the SRN of relevant Form 8, 10, 17, 18, 21, 23 or any other form; if applicable)
(b) Date of special resolution under section 102(1) (DD/MM/YYYY)

14. *Whether penalty involved or not Yes No

If yes, SRN of payment of penalty

Attachments

1. *Copy of court order or company law board order or order by any other competent authority
2. Optional attachment(s) - if any

List of attachments

Order.pdf

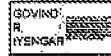
Verification

To the best of my knowledge and belief, the information given in this form and its attachments is correct and complete
I have been authorised by the Board of directors' resolution number dated
(DD/MM/YYYY)

I further confirm that the due balance sheets and annual return for the last five years in respect of the transferor company have been filed with the office of the Registrar of Companies(RoC)

To be digitally signed by

Particulars of the person signing and submitting the form



*Name

Capacity

*Designation

Director identification number of the director or Managing Director, or Income-tax PAN of the manager or liquidator; or Membership number, if applicable or income-tax PAN of the secretary (secretary of a company who is not a member of ICSI, may quote his/ her income-tax PAN)

Certificate

It is hereby certified that I have verified the above particulars (including attachment(s)) from the records of

and found them to be true and correct. I further certify that all required attachment(s) have been completely attached to this form.

- Chartered accountant (in whole-time practice) or Cost accountant (in whole-time practice) or
 Company secretary (in whole-time practice)



*Whether associate or fellow Associate Fellow

*Membership number or certificate of practice number

For office use only:

eForm Service request number (SRN) eForm filing date (DD/MM/YYYY)

This e-Form is hereby registered

Digital signature of the authorising officer

Date of signing (DD/MM/YYYY)

Please mark corrections, if any, alongside respective item and submit this document along with supporting documentary evidence for updation.
In case we do not receive supporting documents, correction required will not be considered. The documents are to be sent at following address :

Registrar of Companies
RoC-Bangalore
E' Wing, 2nd Floor, Kendriya Sadana, Koramangala
Bangalore
Karnataka-560034
INDIA

The envelope containing physical documents should be superscribed as "Application for Company/LLP Master Data Correction Request"

Company/LLP Master Data

Subject	Company/LLP Details/Particulars	Verification/Corrections,if any
CIN	: U15549KA1995PLC055439	
Company Name	: ASSOCIATED BREWERIES AND DISTILLERIES LIMITED	
ROC Code	: RoC-Bangalore	
Registration Number	: 055439	
Company Category	: Company limited by shares	
Company Subcategory	: Indian Non-Government Company	
Class of Company	: Public	
Authorised Capital(in Rs.)	:314,000,000.00	
Paid up capital(in Rs.)	:1,000,000.00	
Number of Members (Applicable only in case of company without Share Capital)	: 0	
Date of Incorporation	: 16/06/1995	
Address of registered office	: UB TOWER, UB CITY, 24 VITTAL MALLYA ROAD BANGALORE Karnataka-560001 INDIA	
Email Id	: gri@ubmail.com	
Whether listed or not	: Unlisted	
Date of Last AGM	: 19/08/2010	
Date of Balance sheet	: 31-03-2010	
Company Status(for e-filing)	: Amalgamated	

I _____ son/daughter of _____ on behalf of the company/LLP _____ confirm that I have gone through the above details and correction suggested is true and correct to the best of my knowledge and belief.
I also confirm that the required documents for the correction suggested was filed earlier and evidence for the same is attached to the document.
I have been authorized by the board of directors' resolution dated _____ to sign and submit this application.

Date:

Place

(Signature)

1991/14

Holla & Holla

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IN THE HIGH COURT OF KARNATAKA AT BANGALORE

DATED THIS THE 21ST DAY OF JANUARY 2011

BEFORE

THE HON'BLE MR. JUSTICE A.S.PACHHAPURE

COMPANY PETITION NO.260/2010 C/w.

COMPANY PETITION NO.261/2010

COMPANY PETITION NO.259/2010

IN COMPANY PETITION NO.260/2010

BETWEEN

MILLENNIUM ALCOBEV PRIVATE LIMITED,
REGD. OFFICE,
UB TOWER, UB CITY,
24, VITTAL MALLYA ROAD,
BANGALORE 560 001.

... PETITIONER

(BY SRI.UDAYA HOLLA, SR. ADV. FOR M/S.HOLLA & HOLLA,
ADVS.)

AND

NIL

... RESPONDENT

(BY SRI.K.S.MAHADEVAN & V.JAYARAM, ADVS. FOR CL,
SRI.B.V.THILAK, CGC, FOR ROC)

THIS COMPANY PETITION IS UNDER SECTION S 391 TO 394
OF THE COMPANIES ACT, 1956, PRAYING TO SANCTION THE
SCHEME OF AMALGAMATION (Annexure-A) SO AS TO BE BINDING
ON THE PETITIONER COMPANY AND ITS EQUITY SHAREHOLDERS
AND SECURED AND UNSECURED CREDITORS AND ETC.,



This certified copy contains Pages
and copying charge of Rs
received

TRADEMARK

REEL: 005193-FRAME: 0965

IN COMPANY PETITION NO.261/2010BETWEEN

ASSOCIATED BREWERIES AND
DISTILLERIES LIMITED,
REGD. OFFICE,
UB TOWER, UB CITY,
24, VITTAL MALLYA ROAD,
BANGALORE 560 001.

... PETITIONER

(BY SRI.UDAYA HOLLA, SR. ADV. FOR M/S.HOLLA & HOLLA,
ADVS.)

AND

NIL

... RESPONDENT

(BY SRI.K.S.MAHADEVAN & V.JAYARAM, ADVS. FOR OL,
SRI.B.V.THILAK, CGC. FOR ROC)

THIS COMPANY PETITION IS UNDER SECTION S 391 TO 394
OF THE COMPANIES ACT, 1956, PRAYING TO SANCTION THE
SCHEME OF AMALGAMATION (ANNEXURE-A) SO AS TO BE
BINDING ON THE PETITIONER COMPANY AND ITS EQUITY
SHAREHOLDERS AND SECURED AND UNSECURED CREDITORS
AND ETC..

IN COMPANY PETITION NO.259/2010BETWEEN

UNITED BREWERIES LIMITED,
REGD. OFFICE,
UB TOWER, UB CITY,
24, VITTAL MALLYA ROAD,
BANGALORE 560 001.

... PETITIONER

(BY SRI.UDAYA HOLLA, SR. ADV. FOR M/S.HOLLA & HOLLA,
ADVS.)



AND

NIL

... RESPONDENT

(BY SRI.K.S.MAHADEVAN & V.JAYARAM, ADVS. FOR OL,
SRI.B.V.THILAK, CGC, FOR ROC)

THIS COMPANY PETITION IS UNDER SECTION S 391 TO 394 OF THE COMPANIES ACT, 1956. PRAYING TO SANCTION THE SCHEME OF ARRANGEMENT (ANNEXURE-A) SO AS TO BE BINDING ON THE PETITIONER COMPANY AND ITS EQUITY AND PREFERENCE SHAREHOLDERS AND SECURED AND UNSECURED CREDITORS AND ETC.,

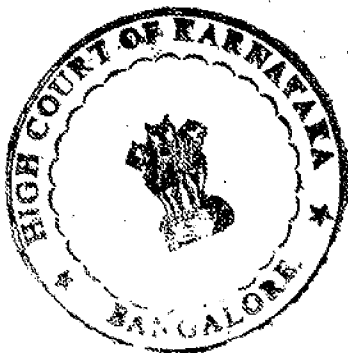
THESE COMPANY PETITIONS COMING ON FOR ORDERS, THIS DAY, THE COURT MADE THE FOLLOWING:

ORDER

The petitioners in COP Nos.260 and 261 /2010 are the Transferor Companies, whereas, the petitioner in COP 259/2010 is the Transferee Company.

2. In these petitions, they have requested for sanction of scheme of amalgamation (Annexure-A).

3. The Transferor Company in COP 260/2010 has its registered office at Vittal Mallya Road, Bangalore and it was incorporated on March 31, 1999 under the name of McDowell



TRADEMARK

REEL: 005193 FRAME: 0967

Alcobeve Limited and the main objects of the Company is to manufacture Alcohol, Rectified Spirit, Potal and Industrial Alcohol. It was also the object of the Transferor Company to carry on all or any of the business of malt factors, general and wine and spirits merchants, either as exporters or importers and distilleries, commission agents, warehouseman, bottles, bottle makers, bottle stopper makers, potters, manufacturers of and dealers in aerated and mineral waters and other drinks, licensed victuallers, beer house keepers, yeast dealers and the said objects of the Transferor Company have been mentioned at Annexure B to the petition.

4. Objects Clause III (B) (14) of the Memorandum and Articles of Association contemplates and authorises amalgamation with other companies and the Memorandum and Articles of Association of the said company have been provided at Annexure B.

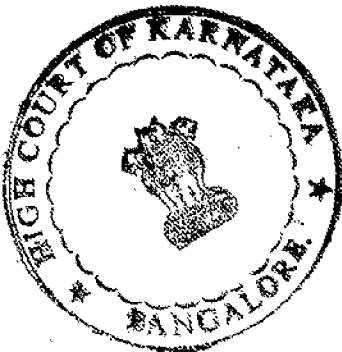
5. The Authorised Capital of the Petitioner Company in COP 260/2010 is Rs.2,000,000,000 comprising of 20,000,000



equity shares of Rs.10/- each, 15,000,000, 0% Series "A" Convertible Redeemable Preference Shares of Rs.100 each and 3,000,000, 0% Series "B" Convertible Redeemable Preference Shares of Rs.100 each. The paid up capital is Rs.1,687,500,000 comprising of 15,350,000 equity shares of Rs.10/- each fully paid up, 14,000,000, 0% Series "A" Convertible Redeemable Preference Shares of Rs.100 each fully paid-up and 1,340,000 0% Series "B" Convertible Redeemable Preference Shares of Rs.100 each fully paid up. The Transferor Company held a meeting approving the scheme on 13-09-2010 and approved the scheme of amalgamation.

6. In CA No.871/2010, this Court dispensed with the meeting of equity share holders, secured and unsecured creditors and thereafter, the petition was filed on 30-11-2010 and the notice of the petition has been published in Financial Express and Kannada Prabha issues dated 19-12-2010.

7. So far as the Transferor Company in COP 261/2010 is concerned, it was incorporated on June 16, 1995 under the



name of Associated Breweries and Distilleries Private Limited and subsequently, the name was changed to Associated Breweries and Distilleries Limited.

8. The objects of the Company is to trade and carry on business as manufacturers of and dealers in all kinds of beer, ales and the like, to trade and carry on business in the like manner as brewers, malsters and hop growers, ale, stout and porter merchants, agents and distributors, barley and general raisers, importers, driers and merchants, manufacturers of and dealers in yeast, finings, isinglass and other drawers, requisites and the said objects of the Transferor Company have been mentioned at Annexure B to the petition.

9. Objects Clause III (B) (7) of the Memorandum and Articles of Association contemplates and authorises amalgamation with other companies and the Memorandum and Articles of Association of the said Company have been provided at Annexure B.



10. The Authorised Capital of this Company is Rs.314,000,000 comprising of 600,000 equity shares of Rs.100/- each and 25,40,000 Preference Shares of Rs.100 each. The paid up capital is Rs.1,000,000 comprising of 10,000 equity shares of Rs.100/- each fully paid up. The Transferor Company held a Board meeting approving the scheme on 13-09-2010 and approved the scheme of amalgamation as per Annexure-L.

11. In CA No.870/2010, this Court dispensed with the meeting of equity share holders and unsecured creditors.

12. Thereafter, the petition was filed on 30-11-2010 and the notice of the petition has been published in Financial Express and Kannada Prabha issues dated 19-12-2010.

13. So far as the Transferee Company in COP No.259/2010 is concerned, it has its registered office at Vittal Mallya Road, Bangalore and the Company was incorporated on May 13, 1999 under the name and style of UB Infrastructure



Projects Limited and subsequently, the name was changed to UB Beer Limited with effect from July 31,2001 and later, the name has been changed to United Breweries Limited with effect from August 7, 2002 as per Annexure-B to the petition.


14. The main objects of the Company is to carry on the business of Brewers and Malsters in all its branches and to consolidate all Breweries related activities, to carry on all or any of the business of hop merchants and growers, timber merchants and growers, malt factors, corn merchants, wine and spirit merchants, either as exporters or importers and distillers, coopers and bottles, bottle makers, bottle stopper makers, potters, manufacturers of and dealers in aerated and mineral waters and other drinks licensed victuallers, beer house keepers, yeast dealers, grain and produce growers, sellers and driers, isinglass merchants and printers. Primarily and without prejudice to the generality of the other objects of the Company, to purchase or otherwise acquire and take over as going concerns the businesses of brewers and otherwise



heretofore carried on and the said objects of the Transferee company have been mentioned at Annexure B to the petition.

15. Objects Clause III (B) (1) of the Memorandum of Association contemplates and authorises merger with other companies and Memorandum of Association of the said company have been provided at Annexure B to the petition.

16. The Authorised Capital of this Company is Rs.2,800,000,000 comprising of 300,000,000 equity shares of Re.1/- each and 25,000,000 Preference Shares of Rs.100 each. The Paid-up Capital is Rs.2,709,048,255 comprising of 240,048,255 equity shares of Re.1/- each fully paid up, 17,283,000 3% Cumulative Redeemable Preference Shares of Rs.100 each - Series A and 7,407,000 3% Cumulative Redeemable Preference Shares of Rs.100 each - Series B.

17. The Transferee Company held a Board meeting approving the scheme on 13-09-2010 and approved the scheme of amalgamation as per Annexure-K. 



18. In CA No.828/2010 this Court dispensed with the meeting of equity and preference share holders, secured and unsecured creditors.

19. The meeting of equity and preference shareholders and secured and unsecured creditors was held on 19-11-2010 and out of 35,966 (Thirty five thousand nine hundred and sixty six) equity share holders, 131 (one hundred and thirty one) were present in person and 27 (Twenty Seven) through their proxies. Out of 158 (One Hundred and Fifty Eight) shareholders who attended the meetings, 105 (One Hundred and five) equity share holders exercised their votes in person/through proxy. 100 (One hundred) equity share holders together holding 182,624,972 (One Hundred Eight Two Million Six Hundred Twenty four thousand Nine Hundred and Seventy Two) equity share holders voted in favour of the Scheme and 1 (One) equity share holder together holding 20 (Twenty) equity shares voted against the scheme and 4 (Four) ballots were regarded as invalid. Out of 9 (Nine) secured creditors who attended the meeting, all the 9 (Nine) secured



creditors exercised their votes through their authorised representatives. All 9 (Nine) secured creditors to whom Rs.4,736,108,826/- (Rupees Four Thousand Seven Hundred Thirty Six Million One Hundred Eight Thousand Eight Hundred and Twenty Six only) was due voted in favour of the scheme. Out of 7 (Seven) unsecured creditors who attended the meeting, all the 7 (Seven) unsecured creditors exercised their votes through their authorised representatives. All 7 (Seven) unsecured creditors to whom Rs.1,868,011,054 (Rupees One Thousand Eight Hundred Sixty Eight Million Eleven Thousand Fifty Four only) was due voted in favour of the scheme. Out of 1 (One) preference share holder, 1 (One) was present in person and the preference share holder exercising its votes in person voted in favour of the scheme. The meetings of the equity and preference shareholders and secured and unsecured creditors of the petitioner company approved the scheme by requisite majority. A copy of the Chairman's Report for meeting of equity share holders is at Annexure-Q and the copy of the Chairman's Report for the meetings of the



Preference share holder, secured and unsecured creditors is at Annexure-R.

20. Later, a petition came to be filed on 30-11-2011 and the notice of the petition was published in the Financial Express and in Kannada Prabha on 19-12-2010 and notice was also issued to the Regional Director, Department of Corporate Affairs, Southern Region, Chennai.

21. Pursuant to the notice issued to the Regional Director, the Registrar of Companies, Bangalore has filed an affidavit dated 19-01-2011 on behalf of the Regional Director stating that there is no objection by the Regional Director to sanction the scheme of amalgamation.

22. The Official Liquidator has filed his two reports bearing No.572/2010 and 573/2010 seeking appointment of the Chartered Accountant for scrutiny of the books of accounts and records of the Transferor Companies to find out whether



the company has maintained all the records as defined in the Companies Act, 1956.

23. This Court vide its order dated 05-01-2011 appointed Sri.P.S.Ananda Rao, Chartered Accountant, for the said purpose. Thereafter, the said Chartered Accountant has submitted his two reports. Based on the Chartered Accountant's reports, the Official Liquidator has filed his reports bearing OLR Nos.64/2011 and 65/2011 stating that the Chartered Accountant appointed by this Court has examined the books of accounts and other records and has not made any adverse finding in the functioning of the Transferor Companies and has given opinion that the affairs of the Transferor Companies do not appear to have been conducted in a manner prejudicial to the interest of its members or to the public.

24. Pursuant to the advertisement of the hearing of the petitions, none of the shareholders, creditors, employees or any



other persons have appeared before the Court to oppose the Scheme of Amalgamation.

25. It has been agreed that all the employees of the Transferor Companies in service on the effective date shall become the employees of the Transferee Company on such date without any break or interruption in service and on the terms and conditions not less favourable than those subsisting with the Transferor Companies. As already noticed supra, no employee of the Transferor Companies has appeared before the Court to oppose the scheme of amalgamation.

26. In the circumstances, the petitioners have made out a case for sanctioning the scheme of amalgamation - Annexure-A. Hence the following order:

- i. Petitions are hereby allowed.
- ii. The scheme of amalgamation - Annexure-A is hereby sanctioned subject to the High Court of Madras sanctioning the scheme in respect of the Transferor Company i.e., Empee Breweries Limited,



and the same shall be binding on the petitioners Companies, its shareholders and creditors.

iii. Petitioners companies shall serve a copy of this order on the Registrar of Companies in the State of Karnataka and Tamil Nadu within 30 days from the date of receipt of copy of this order.



Sd/-
Judge

TRUE COPY

[Handwritten Signature]
Clerk Officer
High Court of Karnataka
Bangalore-560 001
10/3/14

- The date on which the application was made 7/2/14
- The date on which charges and additional charges if any, are called for 8/13/14
- The date on which charges and additional charges, if any, are deposited/paid 9/13/14
- The date on which the copy is ready 10/3/14
- The date of notifying that the copy is ready for delivery 10/3/14
- The date on which the applicant is required to appear on or before 15/3/14
- The date on which the copy is delivered to the applicant 10/3/14
- Submitted by [Signature]