

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD, Govt. Industrial Estate,

Charkop, Kandivali (W), Mumbai – 400 067

Email:-legalho83@gmail.com

Tel: + 91 22 28603514, 16

Website: www.rcvp.in

December 29, 2023

BSE Limited

Corporate Relations Department

1st Floor, New Trading Ring, Rotunda Building,

Phiroze Jeejebhoy Towers,

Mumbai - 400 001,

Maharashtra, India.

Scrip Code No. 526193

Dear Sir/Madam,

Subject: Disclosure under Regulation 30 of the SEBI (LODR) Regulations, 2015 (“Listing Regulations”) regarding receipt of NCLT Addendum Order in relation to the proposed Scheme of Arrangement between the Royal Cushion Vinyl Products Limited (“Transferee Company”) and Royal Spinwell and Developers Private Limited (“Transferor Company”) and their respective shareholders and creditors.

Reference: Intimation submitted by the Company on December 20, 2023

This is in continuation to our earlier intimation dated January 04, 2022, wherein the Board had approved the Scheme of Arrangement between Royal Cushion Vinyl Products Limited (“**Transferee Company**”) and Royal Spinwell and Developers Private Limited (“**Transferor Company**”) and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 read with applicable rules made thereunder (“**Scheme**”), subject to receipt of applicable regulatory and other approvals.

In this regard, this is to inform that in continuation to an order dated December 15, 2023 passed by the Hon’ble National Company Law Tribunal, Mumbai Bench (“**NCLT**”) in relation to the captioned Scheme directing the Company, inter-alia, to convene a meeting of the Equity Shareholders and Unsecured Creditors of the Company, an addendum order dated December 22, 2023 has been passed by Hon’ble NCLT modifying Paragraph 20 of the Order dated December 15, 2023 to add the following lines:

“20. If the quorum is not present within half an hour from the time appointed for the holding of the meeting, then the members present shall be the quorum and meeting can be held or meeting may be held as per the provisions in Section 103 of the Companies Act, 2013.”

The copy of said Addendum Order passed by Hon’ble NCLT as accessed from the website of NCLT, is enclosed herewith as Annexure A.

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The said NCLT Addendum Order dated December 22, 2023 has also been uploaded on the website of the Company and is available at <https://www.rcvp.in/investor-relation.php>.

You are requested to kindly take the above on record.

Thanking you.

Yours faithfully,

For Royal Cushion Vinyl Products Limited

**MAHESH
KANTILA
L SHAH**

Digitally signed by MAHESH
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**Mahesh Shah
Managing Director
00054351**

Enclosure: As above.

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

MUMBAI BENCH, COURT III

C.A.(CAA)/252/MB/C-III/2023

In the matter of the Companies Act, 2013
(18 of 2013);

AND

In the matter of Sections 230 to 232 and
other applicable provisions of the
Companies Act, 2013 and Rules framed
thereunder;

AND

In the matter of Scheme of Amalgamation
between Royal Spinwell and Developers
Private Ltd. ("Transferor Company" /
"First Applicant Company") and Royal
Cushion Vinyl Products Limited
("Transferee Company" / "Second
Applicant Company") and their respective
Shareholders and Creditors ("Scheme")

**Royal Spinwell and Developers)
Private Limited) ... First Applicant Company/
CIN: U17120MH1991PTC062262) Transferor Company**

**Royal Cushion Vinyl Products)
Limited) ... Second Applicant Company/
CIN: L24110MH1983PLC031395) Transferee Company**

Date: 22nd December 2023

Coram:

Hon'ble Ms. Lakshmi Gurung, Member (Judicial)

Hon'ble Sh. Charanjeet Singh Gulati, Member (Technical)

Appearances:

For the Applicant Companies: Bathiya Legal

Per: Sh. Charanjeet Singh Gulati, Member (Technical)

ADDENDUM

1. The first motion order in CA(CAA)/252/MB/2023 was passed by this Tribunal on 15.12.2023. However, we wish to pass an addendum to Paragraph 20 of the above-mentioned Order dated 15.12.2023. Accordingly, after the last sentence of Paragraph 20 of the Order, the following lines are added, and which would form part of the Order dated 15.12.2023:

“**20.** If the quorum is not present within half an hour from the time appointed for the holding of the meeting, then the members present shall be the quorum and meeting can be held or meeting may be held as per the provisions in Section 103 of the Companies Act, 2013.”

Sd/-

Sh. Charanjeet Singh Gulati
Member (Technical)

Sd/-

Ms. Lakshmi Gurung
Member (Judicial)