

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
BENCH, AT MUMBAI**

C.P. (CAA)/2392/MB/2018

IN THE MATTER OF the Companies Act, 2013;

AND

IN THE MATTER OF Sections 230 to 232 of the
Companies Act, 2013;

AND

IN THE MATTER OF Sanofi - Synthelabo (India) Private
Limited;

AND

IN THE MATTER OF Scheme of Amalgamation of
Genzyme India Private Limited (the 'Transferor
Company') with Sanofi - Synthelabo (India) Private
Limited (the 'Transferee Company') And Their Respective
Shareholders.

Sanofi - Synthelabo (India) Private Limited

.... Petitioner Company

Order delivered on 19th July, 2018.

Coram :

Hon'ble Bhaskara Pantula Mohan, Member (J)

Hon'ble Shri V. Nallasenapathy, Member (T)

For the Petitioner: Mr. Arvind Talgaonkar i/b M/s. Crawford Bayley & Co.,
Advocates for Petitioner.

Per: V.Nallasenapathy, Member (T)

ORDER

1. Petition Admitted.
2. Petition fixed for final hearing and disposal on 9th August, 2018.
3. The Learned Counsel for the Petitioner states that, pursuant to Order dated 15th March, 2018 passed by the National Company Law Tribunal, Mumbai Bench in the Company Scheme Application No. 65 of 2018, the meeting of the Equity Shareholders of the Petitioner Company was held on 4th May, 2018 and the requisite quorum was present and the Scheme was approved unanimously

by the Equity Shareholders without modification. The Chairman appointed for the meeting had filed his report along with affidavit verifying his report on 7th May, 2018 which is annexed to the petition as Exhibit-F. The Petitioner Company sent individual notices to all its Unsecured Creditors, as per the directions give in the Order.

4. The Learned Counsel for the Petitioner Company further submits that the Company Petition is filed in consonance with Sections 230 to 232 of the Companies Act, 2013 along with the Order dated 15th March, 2018 passed by the National Company Law Tribunal, Mumbai Bench in the Company Scheme Application No. 65 of 2018.
5. The Learned Counsel for the Petitioner Company served the notice upon all the necessary statutory authorities with a direction that they may submit their representations, if any, within a period of thirty days from the date of receipt of such notice to the Tribunal and the copy of such representation shall simultaneously be served upon the Petitioner Company, failing which, it shall be presumed that authorities have no representation to make on the proposal as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 as per the directions give in the Order passed by the National Company Law Tribunal, Mumbai Bench in the Company Scheme Application No. 65 of 2018.
6. At least 10 clear days before the date fixed for hearing, Petitioner to publish the notice of hearing of Petition in two local newspapers viz. "Free Press Journal", in English language and translation thereof in "Navshakti", in Marathi language, both having circulation in Mumbai as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. The Petitioner Companies to file an Affidavit of Service regarding the directions given by the Tribunal 3 (three) days before the date fixed for final hearing and do report to this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

V. NALLASENAPATHY
MEMBER (T)

Sd/-

BHASKARA PANTULA MOHAN
MEMBER (J)