

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,**

**MUMBAI BENCH**

**COMPANY SCHEME PETITION NO 2001 OF 2018**

**IN**

**COMPANY SCHEME APPLICATION NO.60 OF 2018**

IN THE MATTER OF THE COMPANIES ACT, 2013  
(18 OF 2013).

AND

IN THE MATTER OF SECTIONS 230 TO 232 READ  
WITH OTHER RELEVANT PROVISIONS OF THE  
COMPANIES ACT, 2013.

AND

In the matter of the Scheme of Arrangement  
between TIDAL LABORATORIES PRIVATE  
LIMITED ('DEMURGING COMPANY') and TIDAL  
HEALTHCARE PRIVATE COMPANY (RESULTING  
COMPANY).

**TIDAL LABORATORIES PRIVATE LIMITED,**

having CIN NO:

U24230MH1994PTC084152, its registered  
office situated at A - 101, Ghatkopar  
Industrial estate, L B S Marg,  
Ghatkopar (west), Mumbai - 400086.  
Maharashtra.

**... First Applicant (Demerging company)**

**TIDAL HEALTHCARE PRIVATE LIMITED,**

HAVING CIN NO:

U24239MH2000PTC129259, its  
registered office at A - 101, Ghatkopar  
Industrial estate, L B S Marg,  
Ghatkopar (west), Mumbai - 400086.  
Maharashtra.

**... Second Applicant company, (Resulting Company)**

**Called for Admission of Petition**

For the Applicants: Mr. Ravindra Kumar Jain, Practicing Chartered  
Accountant, Authorized Representative of the Applicant Companies.

**Coram:**

Hon'ble Bhaskara Pantula Mohan, Member (J)

Hon'ble V. Nallasenapathy, Member (T)

**Order delivered on: 16<sup>th</sup> July 2018**

**Per:** *V. Nallasenapathy, Member (T)*

**ORDER**

1. Petition is Admitted.
2. Petition fixed for hearing and final disposal on 2nd day of August, 2018.
3. The Authorised Representative of the First and Second Petitioner Companies states that in pursuance of the directions contained in the order dated 21<sup>st</sup> March, 2018 passed by the National Company Law Tribunal , Mumbai Bench in the Company Scheme Application No.60 of 2018 (CSA NO.60 of 2018), the meeting of Shareholders of both the Applicant Companies were held at A-101, Ghatkopar Industrial Estate, L.B.S Marg, Ghatkopar (West), Mumbai 400086 on 27<sup>th</sup> April 2018 at which the requisite quorum was present and the scheme was approved unanimously without any modification. The Chairman appointed for the meetings have filed his report dated 7th May 2018.
4. The Authorised Representative of both the Applicant Companies further submits that as per the directions contained in the order dated 21<sup>st</sup> March 2018, passed by the NCLT, Mumbai Bench in the Company Scheme Application No.60 of 2018, Notices were served, along with copy of the Scheme, and other documents including a copy of the NCLT order on 9<sup>th</sup> April 2018 for both the Petitioner Companies, upon the (I) Central Government through the office of the Regional Director, Western Region Mumbai (II) Registrar of Companies Mumbai. (III) Assessing Income Tax Authority.
5. The Authorised Representative of the Applicant Companies further submits that a communication was received from Regional Director, Western Region, Mumbai dated 20<sup>th</sup> April 2018 calling for additional requirements / documents /information/ Affidavits and the same was complied by the Petitioner companies on 27<sup>th</sup> April 2018.
6. The Authorised Representative of the Petitioner Companies further submits that intimation regarding approval of the Scheme of both the Petitioner companies by the Shareholders without any modification in the Shareholders meeting held on 27<sup>th</sup> April 2018 was also served to (i) Central Government through the office of the Regional Director, Western Region Mumbai (ii) Registrar of Companies Mumbai and (iii) Assessing Income Tax authority.

7. At least 10 days before the date fixed for hearing, the Applicant Companies to advertise the notice of hearing of petition in the two local Newspapers viz "Free Press Journal" in English and "Navshakti" in Marathi both circulated in Mumbai as per Rule 16(1) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
8. The Petitioner Companies to file an affidavit of service regarding the directions given by the Tribunal three days before the date fixed for final hearing and do report to this Tribunal that directions regarding the issue of advertisement of the notice has been complied with.

Sd/-

V. Nallasenapathy

**Member (T)**

Sd/-

Bhaskara Pantula Mohan

**Member (J)**