

IN THE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI
COURT-III

Item No.-109
CA (CAA)-123/ND/2020

IN THE MATTER OF:

Dr. Lal Pathlabs Limited

....**APPLICANT**

Vs.

APL Institute of Clinical Laboratory Researches Private Limited

....**RESPONDENT**

SECTION

U/s 230-232

Order delivered on 29.01.2021

CORAM:

CH. MOHD. SHARIEF TARIQ

MEMBER (JUDICIAL)

SHRI NARENDER KUMAR BHOLA

MEMBER (TECHNICAL)

PRESENT:

For the Applicant/FC

:Mr. Tarun Dua, Mr. Anant Garg, Ms. Sreejita Mitra Advocates

For the Respondent/CD

:

For the Intervener

:

ORDER

The Counsel for the Transferee Company is present and it is submitted that Applicant company is a listed public company and the transferor company, namely APL Institute of Clinical Laboratory Researches Private Limited is wholly owned subsidiary, no shares are required to be issued or allotted as consideration for the proposed amalgamation. There is no arrangement by the Applicant company with its shareholders. Rights of the shareholders of the Applicant Company are not affected as no new shares are being issued to the shareholders of the Transferor Company and the proposed Scheme does not involve any reorganization of the Share Capital.

Based on this, the prayers made are to order to dispense with the meetings of the Equity Shareholders, Unsecured Creditors i.e., Trade and Non-Trade, the total number of which is 7121, of the Applicant company. It is noted that there are no secured creditors in the Applicant Company.

It is noted that the wholly owned subsidiary namely, APL Institute of Clinical Laboratory Researches Private Limited is the Transferor Company and falling under the jurisdiction of the NCLT Ahmedabad and the Applicant Transferring Company i.e., Dr. Lal PathLabs Limited is falling within the jurisdiction of this Bench. In the circumstances, the meetings of the Equity Shareholders and Unsecured Creditors i.e., trade and non-trade of the applicant company are

dispensed with and the Applicant Company is exempted from filing the Second Motion Petition.

The Registry is directed to issued notice to the RD, RoC and Income Tax Department including the Assessing Officer of the IT Circle. It is noted that the intimation about the proposed scheme has already been given to the National Stock Exchange and Bombay Stock Exchange and no objection has been received by the Applicant Company.

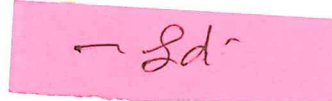
The Applicant Company is directed to send the private notice to the RD, RoC, OL and Income Tax Department including the Assessing Officer of the IT Circle. The publication of notice shall be caused in the Newspapers, one in English and other in Vernacular having wide circulation in the area where the registered office of the Company is situated. The Notice shall be not less than 30+2 days prior to the next date of hearing and the Authorities to whom the notice is directed to be issued, may file representation/objections to the scheme, if any, failing which, it shall be presumed that they have no representation/objections to make against the scheme proposed.

The Applicant company shall file an affidavit three days prior to the next date of hearing with proof of service of notice on the authorities and publication of notice.

List the matter on 09.03.2021.



(NARENDER KUMAR BHOLA)
MEMBER (TECHNICAL)



(CH. MOHD. SHARIEF TARIQ)
MEMBER (JUDICIAL)

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