

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH

COMPANY SCHEME PETITION NO. 427 OF 2017

IN

COMPANY SCHEME APPLICATION NO. 161 OF 2017

In the matter of the Companies Act, 2013;

And

In the matter of Section 230 to Section 232 of the Companies Act, 2013;

And

In the matter of Scheme of Amalgamation between Loyalty Investments And Enterprises Private Limited (Transferor Company I), and Deshraj Investment And Trading Company Private Limited (Transferor Company II), and Suryalay Investment And Trading Company Private Limited (Transferor Company III), and Key To Riches Investment And Leasing Private Limited (Transferor Company IV), and NR Jet Enterprises Private Limited (Transferor Company V) with Johnson & Johnson Private Limited (Transferee Company) and their respective Shareholders.

Suryalay Investment And Trading)

Company Private Limited, a company)

incorporated under the Companies Act,)

1956 having its registered office at 64-66)

Senapati Bapat Marg, Mahim, Mumbai –)

400 016)

.....Petitioner Company

Called for Admission

Mr. Hemant Sethi i/b. Hemant Sethi & Co., Advocates for the Petitioner

CORAM: Ina Malhotra, Member (Judicial)

DATE: 23rd June 2017

1. Petition admitted.
2. Petition fixed for hearing and final disposal on 26th July 2017.
3. Learned Counsel for the Petitioner Company submits that in pursuance of the Order

dated 23rd February, 2017 passed by this Tribunal in Company Scheme Application No. 161 of 2017, meeting of the Equity Shareholders of the Petitioner Company was convened and held at Arena Space, behind Majas Bus Depot, Off J.V. Link Road, Jogeshwari (East), Mumbai – 400 060, on Monday, 17 April, 2017 at 12 p.m. for the purpose of considering and, if thought fit, approving with or without modification(s) the proposed arrangement embodied in the Scheme of Amalgamation between Loyalty Investments And Enterprises Private Limited (Transferor Company I), and Deshraj Investment And Trading Company Private Limited (Transferor Company II), and Suryalay Investment And Trading Company Private Limited (Transferor Company III), and Key To Riches Investment And Leasing Private Limited (Transferor Company IV), and NR Jet Enterprises Private Limited (Transferor Company V) with Johnson & Johnson Private Limited (Transferee Company) and their respective shareholders.

4. The Counsel for the Petitioner Company further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, (i) concerned Income Tax Authorities with in whose jurisdiction the Petitioner Company's assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai, and (iii) Registrar of Companies, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
5. At least 10 (ten) clear days before the date fixed for hearing, the Petitioner Company to publish a notice of hearing of the Petition in 2 (two) local newspapers viz "Free Press Journal" in English and "Navshakti" in Marathi, both circulated in Mumbai.
6. The Petitioner Company to file an affidavit regarding the directions given by the Tribunal pertaining to advertisement of notice of hearing and report to this Tribunal that the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

Ina Malhotra, Member (Judicial)