

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,  
MUMBAI BENCH

COMPANY SCHEME PETITION NO. 572 OF 2017

IN

COMPANY SCHEME APPLICATION NO. 341 OF 2017

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 as in force from time to time;

AND

In the matter of Scheme of Amalgamation of  
INDFRAG LIMITED, the Transferor Company with  
OMNIACTIVE HEALTH TECHNOLOGIES  
LIMITED, the Transferee Company

**OmniActive Health Technologies Limited, )**

a company incorporated under the )

Companies Act, 1956 with Corporate )

Identity No. U24230MH2003PLC141898 )

having its registered office at Unit No. T-8b, )

5th Floor, Phoenix House, A wing, Phoenix )

Mills Compound, 462, Senapati Bapat Marg, )

Lower Parel, Mumbai- 400013, )

Maharashtra, India. ) ...Petitioner Company.

Called for Admission of Petition:

Rajesh Shah, Advocate along with Ahmed M. Chunawala, Advocate i/b Rajesh  
Shah & Co., Advocates for the Petitioner

Coram: Ms. Ina Malhotra, Hon'ble Member (J)

Date: 23<sup>rd</sup> June, 2017.

**MINUTES OF THE ORDER**

1. Petition Admitted.
2. Petition fixed for hearing and final disposal on 27<sup>th</sup> July, 2017.
3. Learned Counsel for the Petitioner states that in pursuance of the directions contained in Order dated 27<sup>th</sup> April, 2017 passed by the National Company Law Tribunal, Mumbai Bench in the Company Application No. 341 of 2017, the meeting of Equity Shareholders and Preference Shareholders were held on 8<sup>th</sup> June, 2017 and the requisite quorum was present and the Scheme was approved unanimously by the Equity Shareholders and Preference Shareholders without modifications. The Chairman appointed for the meeting has filed his affidavit verifying his report dated 9<sup>th</sup> June, 2017 which is annexed as Exhibit 'I-1' and 'I-2' to the petition.
4. The Learned Counsel for the Petitioner Company further submits that the Company Petition is filed in consonance with section 230 to 232 of the Companies Act, 2013 along with the Order passed in Company Application No. 341 of 2017 by the National Company Law Tribunal, Mumbai Bench.
5. At least 10 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 "Navashakti", in Marathi language, both having circulation in Mumbai as per Rule 15 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
6. The Petitioner 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 the direction regarding the issue of advertisement of the notice has been duly complied with.

Sd/-

Ms. Ina Malhotra, Hon'ble Member (J)