

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
BENCH, AT MUMBAI  
COMPANY SCHEME PETITION NO. 484 OF 2017  
IN  
COMPANY SCHEME APPLICATION NO. 186 OF 2017**

In the matter of the Companies Act, 2013;

And

In the matter of Application under Sections 230  
to 232 of the Companies Act, 2013 and other  
relevant provisions of the Companies Act, 2013;

And

In the matter of Scheme of Arrangement  
between Tata Chemicals Limited ("**the  
Transferor Company**") and Yara Fertilisers  
India Private Limited ("**the Transferee  
Company**") and their respective shareholders  
and creditors.

Tata Chemicals Limited CIN: L24239MH1939PLC002893, a ) ...Petitioner Company  
company incorporated under the Companies Act, 1913 having )  
its registered office at Bombay House, 24 Homi Mody Street, )  
Fort, Mumbai 400001 )

**Called for admission:**

Mr. Molla Hasan i/b AZB & Partners, Advocates for the Applicant Company.

**CORAM: Smt. Ina Malhotra, Member (Judicial)**

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

## MINUTES OF ORDER

1. Petition admitted.
2. Petition fixed for hearing on 19 July 2017.
3. The Advocate for the Petitioner states that in pursuance of Order dated March 1, 2017 passed by this Tribunal in Company Scheme Application No. 176 of 2017, the meeting of the Equity Shareholders of the Petitioner Company was convened and held at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Mumbai 400020 on Monday, 8<sup>th</sup> May, 2017 at 03.00 p.m., for the purpose of considering, and if thought fit, approving, with or without modification, the proposed Scheme of Arrangement between Tata Chemicals Limited ('Petitioner Company' or 'Transferor Company') and Yara Fertilisers India Private Limited ('Transferee Company') and their respective shareholders and creditors ('Scheme'). In the said meeting, the Scheme was approved by the requisite majority in number representing three-fourth in value of the Equity Shareholders present and voting at the meeting. The Chairman of the meeting has submitted his report stating the outcome of the meeting along with Affidavit dated May 15, 2017 verifying the said report.
4. The Advocate for the Petitioner further states that, as directed by this Tribunal, notices have been served on the Regional Director, Western Region, Registrar of Companies, Maharashtra at Mumbai, Income Tax Officer, Mumbai, Securities Exchange Board of India, Mumbai, BSE Limited, and National Stock Exchange of India Limited. As directed by this Tribunal, notices have also been served on all the Secured Creditors, Unsecured Debenture Holders and the Unsecured Creditors of the Petitioner Company as on December 31 2016.
5. At least 10 clear days before the hearing of the Petition, the Petitioner Company to publish notice of hearing in 2 local newspapers, i.e., 'Free Press Journal' in English language and its translation in 'Navshakti' in Marathi language, both having

circulation in Mumbai, Maharashtra, as per Rule 16 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

6. The Petitioner Company to file affidavit confirming publication of the advertisement not less than 3 days before the next date of hearing.

Sd/-

**Smt. Ina Malhotra, Member (Judicial)**