

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

MUMBAI BENCH

COMPANY SCHEME PETITION NO. 781 OF 2017 (COURT I)

IN

COMPANY SCHEME APPLICATION NO. 277 OF 2017 (COURT I)

In the matter of the Companies Act, 2013

And

In the matter of Section 230 to Section 232 read with Section 52 and other applicable provisions of Companies Act, 2013

And

In the matter of Scheme of Amalgamation between Multichem Specialities Private Limited ("Multichem Specialities", "Amalgamated Company" Or "Transferee Company") And Manish Tradelink Private Limited ("Manish Tradelink", "Amalgamating Company" or "Transferor Company") and their respective Shareholders ("Scheme")

Multichem Specialities Private Limited, }
a company incorporated under the provisions of }
the Companies Act, 1956 with Corporate Identity }
No. U24100MH2007PTC169587 and having its }
Registered Office at 1215, Dalamal Towers }
211, Nariman Point Mumbai 400 021, }

..... **First Petitioner Company**

AND

Manish Tradelink Private Limited, a company }
Incorporated under the provisions of the }
Companies Act, 1956 having Corporate Identity }
No. U74900MH2009PTC261973 and having its }
Registered Office at 1215, Dalamal Towers, 211 }
Nariman Point Mumbai – 400021, Maharashtra. }

.... **Second Petitioner Company**

Called for Admission of Petition

Mr. Mahesh M. Darji, Practicing Company Secretary, Representative for the Applicant Companies.

Coram:

B. S. V. Prakash , Hon'ble Member (J),

V. Nallasenapathy, Hon'ble Member (T),

Date: 14.12.2017

Per: V. Nallasenapathy, Hon'ble Member (T),

MINUTES OF THE ORDER

1. Joint Petition Admitted.
2. Joint Petition fixed for hearing and final disposal on 24th January, 2018.
3. The Counsel for the **First Petitioner Company** submits that in pursuance of the order dated 21st June, 2017 passed by this Tribunal in the Company Scheme Application No. 277 of 2017, meeting of Equity Shareholders of the First Petitioner Company was convened and held at 1215, Dalamal Towers, 211, Nariman Point, Mumbai – 400 021, on Friday, 4th August, 2017 at 12.00 Noon 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 Multichem Specialities Private Limited ("Multichem Specialities" "Amalgamated Company" Or "Transferee Company") And Manish Tradelink Private Limited ("Manish Tradelink", "Amalgamating Company" or "Transferor Company") and their respective Shareholders ("Scheme").
4. The Counsel for the **Second Petitioner Company** submits that in pursuance of the order dated 21st June, 2017 passed by this Tribunal in the Company Scheme Application No. 277 of 2017, meeting of Equity Shareholders of the Second Petitioner Company was convened and held at 1215, Dalamal Towers, 211, Nariman Point, Mumbai – 400 021, on Friday, 4th August, 2017 at 11.00 A.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 Multichem Specialities Private Limited ("Multichem Specialities" "Amalgamated Company" Or "Transferee Company") and Manish Tradelink Private Limited ("Manish Tradelink", "Amalgamating Company" or "Transferor Company") and their respective Shareholders ("Scheme").
5. The Counsel for the **First 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 First Petitioner Company's Assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai, (iii) Register of Companies, Mumbai and (iv) Official Liquidator, High Court, Bombay, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

6. The Counsel for the **Second 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 First Petitioner Company's Assessments are made, (ii) the Central Government through the office of Regional Director, Western Region, Mumbai, (iii) Register of Companies, Mumbai and (iv) Official Liquidator, High Court, Bombay, as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.
7. At least 10 (ten) clear days before the date fixed for hearing, **First 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.
8. At least 10 (ten) clear days before the date fixed for hearing, **Second 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.
9. The **First 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.
10. The **Second 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/-

V. Nallasenapathy, Hon'ble Member (T)

Sd/-

B. S. V. Prakash, Hon'ble Member (J),