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**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

CA(CAA) No. 73/NCLT/AHM/2017

Coram:

**Present: Hon'ble Mr. BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

**ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF AHMEDABAD BENCH
OF THE NATIONAL COMPANY LAW TRIBUNAL ON 05.06.2017**

Name of the Company: AIMS Oxygen Pvt Ltd.

Section of the Companies Act: Section 230-232 of the Companies Act, 2013

<u>S.NO.</u>	<u>NAME (CAPITAL LETTERS)</u>	<u>DESIGNATION</u>	<u>REPRESENTATION</u>	<u>SIGNATURE</u>
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1.

2.

ORDER

None present for Applicant.

Order pronounced in open Court. Vide separate sheet.


**BIKKI RAVEENDRA BABU
MEMBER JUDICIAL**

Dated this the 5th day of June, 2017.

**NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH
AHMEDABAD**

C.A. (CAA) NO. 73/NCLT/AHM/2017

**CORAM: SHRI BIKKI RAVEENDRA BABU, MEMBER JUDICIAL
(Date: 5th day of June, 2017)**

In the matter of: -

AIMS Oxygen Private Limited,
A company incorporated under the
Provisions of Companies Act, 1956
And having its Registered Office at:
AIMS House, Old Padra Road,
District Vadodara, Gujarat-391430.

... Applicant
(Resulting Company)

Appearance: -

Mr. Rahul Dev, Advocate, for M/s Wadia Ghandy & Co. (Ahmedabad),
Advocates for the Applicant

FINAL ORDER
(Date: 05.06.2017)

1. Heard learned Advocate, Mr. Rahul Dev, for M/s Wadia Ghandy & Co., Advocates for the Applicant Company.
2. AIMS Oxygen Private Limited (Resulting Company) has filed this Application under Section 230 to 232 of the Companies Act, 2013, seeking directions for dispensation of meeting of the Equity Shareholders of the Company, for the purpose of considering and, if thought fit, approving with or without modification(s), the Composite Scheme of Arrangement in the nature of Demerger of AIMS Industries Limited (Demerged Company) and AIMS Oxygen Private Limited (Applicant/Resulting Company) and their respective shareholders and creditors ("Scheme" for short).
3. Learned Advocate for the applicant has submitted that all the Equity Shareholders of the Applicant Company have filed

their respective consent affidavits approving the Scheme of Arrangement. The said consent affidavits are annexed as Annexure 'G (Colly)' to the Application. The list of Equity Shareholders as existing on date is annexed as Annexure 'C' to the Application. The Applicant Company has, therefore, prayed for dispensation of the meetings of its Equity Shareholders.

4. The Applicant Company has also placed on record a certificate given by a Chartered Accountant *inter alia* evidencing the status of the Secured and Unsecured Creditors of the Applicant Company. The said certificate of the Chartered Accountant is annexed as Annexure "H" to the Application. It is stated in the said certificate that the Applicant Company does not have any Secured and Unsecured Creditors and accordingly the Applicant Company has prayed for appropriate directions for dispensation of meetings of the Secured and Unsecured Creditors of the Applicant Company.

5. Having perused the entire material on record and considering the submissions made by the learned Advocate for the Applicant Company, this Tribunal passes the following order:

- (i) The meeting of the Equity Shareholders of the Applicant Company, for the purpose of considering and, if thought fit, approving with or without modification(s), the Scheme, is dispensed with in view of the consent affidavits placed on record by the Applicant Company.
- (ii) The meetings of the Secured and Unsecured Creditors of the Applicant Company, for the purpose of considering and, if thought fit, approving with or without modification(s), the Scheme, is dispensed with

in view of the certificate given by a Chartered Accountant certifying that the Applicant Company does not have any Secured and Unsecured Creditors.

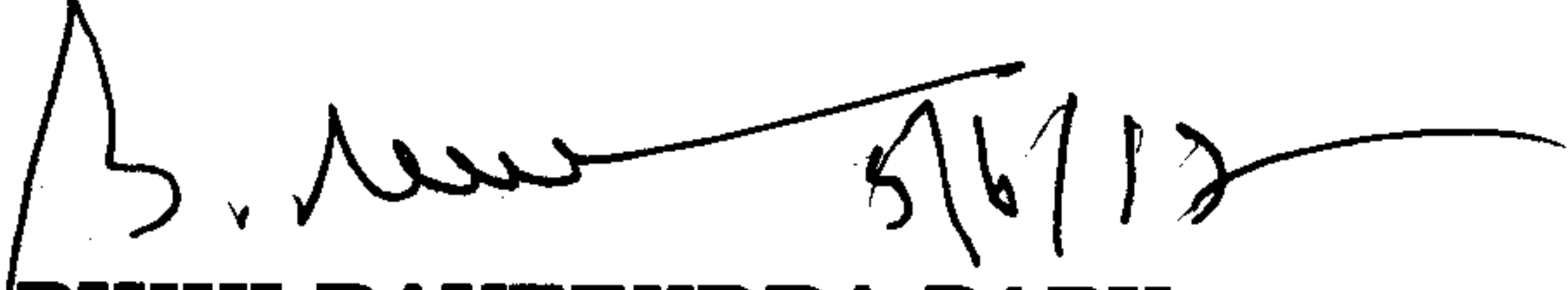
- (iii) In compliance with sub-section (5) of Section and Rule 18 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016, the Applicant Company shall send a notice in Form No. CAA 3 along with a copy of the Scheme of Arrangement, explanatory statement and the disclosures mentioned in Rule 6 to the following authorities:

- (A) The Central Government through Regional Director, North Western Region,
- (B) The Registrar of Companies, and,
- (C) The Income Tax Authorities.

stating that the representations, if any, to be made by them on the Scheme shall be filed by them within a period of 30 days from the date of receipt of such notice, failing which it shall be presumed that they have no representation to make on the proposed Scheme.

- (iv) The notice to the aforesaid authorities shall be sent by registered post or by speed post or by courier or by hand delivery at the office of the concerned authority as required by sub -rule (2) of Rule 8 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016. The aforesaid authorities, who desire to make any representation under sub - section (5) of Section 230 shall send the same to the Tribunal within a period of 30 days from the date of receipt of such notice, failing which it shall be deemed that they have no representations to make on the proposed Arrangement in the nature of Demerger.

6. This Company Application is disposed of, accordingly.


BIKKI RAVEENDRA BABU
MEMBER JUDICIAL

Pronounced by me in open court
on this 5th day of June, 2017.

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