

National Company Law Tribunal

Allahabad Bench

CP NO. 12/2017

ATTENDANCE-CUM-ORDER SHEET OF THE HEARING OF ALLAHABAD BENCH OF THE NATIONAL COMPANY LAW TRIBUNAL ON 21.12.2017

NAME OF THE COMPANY: *Ampee Laboratories (India) Ltd*SECTION OF THE COMPANIES ACT/I & B CODE: *391/394 of the Companies Act, 1956*

| <u>Sl. NO.</u> | <u>Name</u> | <u>Designation</u> | <u>Representation</u> | <u>Signature</u> |
|----------------|-----------------------|--------------------|--|------------------|
| <u>1.</u> | <i>Ankit Kr-Singh</i> | <i>PC S</i> | <i>Transferor & Transfer Company</i> | <i>Ankit</i> |
| <u>2.</u> | | | | |

CP NO.12/2016

- The present petition is filed under Section 391/394 of the Companies Act, 1956 by the petitioners' companies seeking prayer for the sanction of the proposed Company Scheme of Arrangement between *Amalgamation of Ampee Laboratories (India) Ltd., Asian Pacific Continental Pvt. Ltd., Cerastium Propmart Pvt. Ltd., Devbhumi Tradecom Pvt. Ltd., H R V International Pvt. Ltd., Jayant Textiles Pvt. Ltd., Mac Glasses Pvt. Ltd., Nav Chetna Mercantiles Ltd., Nav Nirman Mercantiles Ltd., H R V International Pvt. Ltd., On Line India T.V. News Ltd., Sachin Industrial Consultants Pvt. Ltd., Shree Ganpati Multi-Fab Pvt. Ltd., Sygnus Ten Tradecom Pvt. Ltd. and Synergy Infotrades Pvt. Ltd. (Petitioner Transferor's Companies 1 to 15)* with *Divya Trade Impex Pvt. Ltd. (Petitioner Transferee Company)*. The order in detail is recorded separately.

The operative portion of the order reads as under:

- Thus, In the light of the above stated factual position of the Companies and of the Proposed Company Scheme all the Statutory compliance either seems to have been complied with or, are further undertaken to be complied with by

Petitioner Companies as per the undertaking given in the Affidavit. Therefore, the Company Scheme proposed for sanction seems to be reasonable and fair and in conformity with statutory provisions. Hence, the present company petition deserves for approval.

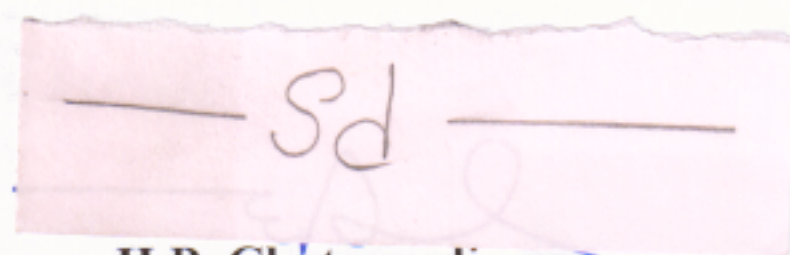
3. Therefore, the present company petition is allowed in terms of its Prayer Clause. Consequently, the Company Scheme of Arrangement/Amalgamation as annexed with the present Company Petition is hereby sanctioned, and to be acted upon by the Petitioner Companies as per the terms and condition stipulated therein.
4. Consequent upon approval and sanction of the present Company Scheme, all the properties, rights and powers of the Transferor's Company shall be transferred without further act or deed to the Transferee Company and accordingly the same shall pursuant to Section 232 of Act, be transferred to and vested in the Transferee Company for all intents and interest of the Transferor's Company therein but subject nevertheless to all charges now affecting the same.
5. All the liabilities of the Transferor's Companies be transferred without further act or deed to the Transferee Company and accordingly the same shall pursuant to Section 232 of the Act, be transferred to and become the liabilities and duties of the Transferee Company.
6. Notwithstanding the above, while sanctioning the above Company Scheme, we make it clear that our order should not be meant in any way for granting exemption from payment of stamp duty, taxes. Statutory charges or other payment in accordance with law or to seek relaxation, compliance with any other requirement which may be specifically required under the law.



7. That Petitioner Companies shall within thirty days of the date of the receipt of a certified copy of this order to cause to be delivered to the Registrar of Companies for registration of the company scheme and the Transferor's Companies on delivery of such certified copy to the ROC shall deemed to be dissolved. The Registrar of Companies shall place all documents relating to the Transferor's Companies and registered with him on file kept by him in relation to the Transferee Company and files relating to the Petitioner Companies shall be consolidated accordingly.
8. Further, the petitioner transferor company is directed to make a payment of cost of Rs.3,000/- each (Rupees Three Thousand each) in favour of the Central Government payable to the Registrar of Companies, Kanpur within four weeks from the receipt of an authentic copy of this order.
9. The Petitioner counsel to furnish a copy of draft order of sanction of the Scheme in the prescribed format under Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 read with other rules for scrutiny and authentication to be made by the Registry of this Tribunal.
10. All Concerned Regulatory Authorities to act on an Authentic copy of this order annexed with the Company Scheme and duly authenticated by the Registry of this Tribunal.

Dated:21.12.2017

Typed by:
Kavya Prakash Srivastava
(Stenographer)



**H.P. Chaturvedi,
Member (Judicial)**