

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
HYDERABAD BENCH, HYDERABAD**

CA (CAA)/36/230/HDB/2017

In the matter of

Albany Molecular Research Hyderabad
Research Centre Private Limited
No.9, SY No. 230-243, Phase-1
M N Park, Turkapally, Shamirpet Mandal
Genome Valley
Hyderabad – 500078
Telangana

...Applicant/Transferee Company

Date of order: 08/06/2017

CORAM

Hon'ble Shri Rajeswara Rao Vittanala, Member (Judicial)
Hon'ble Shri Ravikumar Duraisamy, Member (Technical)

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OF THE ORIGINAL**

Parties present:

Sri Parthiv Kamdar, Director
Deloitte Haskins & Sells

Per : Rajeswara Rao Vittanala, Member (Judicial)

ORDER

1. Heard Shri Parthiv Kamdar, Director, Deloitte Haskins & Sells, representative for the Applicant / Transferee Company.
2. The Company Application bearing No. CA(CAA)/36/230/HDB/2017 has been filed under section 230 and 232 of the Companies Act, 2013, by inter-alia, seeking to dispense with the meeting of the Equity Shareholders of the Transferee Company, or alternatively, if the Transferee Company's prayer for dispensation of the said meeting is rejected, direct that the meeting of equity shareholders of the Transferee Company be held on such date time as this Tribunal may deem fit and to appoint a Chairman for the



meeting, and pass necessary directions with regard to issue of notice, convening, holding and conducting of the meeting etc.

3. It is stated that the Representative for the Applicant / Transferee Company submitted that they have a similar application filed before NCLT, Mumbai with respect to both the Transferor Companies namely AMRI India Private Limited and Finekam Laboratories Private Limited, Mumbai.
4. It is stated that there are 2 (two) Equity Shareholders in the Transferee Company which consists of Albany Molecular Research Limited, UK and Albany Molecular Research Inc, USA (as a nominee of Albany Molecular Research Limited (UK). It is further stated that there no Secured Creditors in the Transferee Company and the same was duly certified by Practicing Chartered Accountant. However there are 132 Unsecured/Trade creditors in the Transferee Company and the list is duly certified by the Practicing Chartered Accountant.
5. The Transferee Company is unlisted Company and there are no investigation proceedings pending against the Transferee Company under the Companies Act 1956 and Companies Act, 2013.
6. In view of the above, the Representative for the Transferee Company submitted that the Applicant is applicable for dispensation of conducting with the meeting of Equity Shareholders of the Transferee Company and ordering conducting of a meeting for the same will not serve any purpose as all of them have given their consent to the scheme as mentioned above. However, the representative of the Transferee Company prays to this Tribunal to order to direct conducting the meeting for unsecured creditors as per list enclosed in the Company Application.
7. In the result, the Company Application bearing No. CA(CAA)/36/230/HDB/2017 is allowed with the following directions:





- (a) Dispensed with conducting of meeting of Equity Shareholders of the Transferee Company,
- (b) Direct the Transferee Company to hold meeting of the unsecured creditors,
- (c) Accordingly, we appoint Shri M.Subramanyam, LLM, FCS (Mobile No. 9849652290) as Chairperson for conducting meeting of the unsecured creditors.
- (d) The meeting is to be conducted on 09.08.2017 at 12 noon at the Registered Office of the Company situated at No.9 SY.No.230-243, Phase-I, M N Park, Turkapally, Shamirpet Mandal, Genome Valley, Hyderabad – 500078 Telangana.

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OF THE ORIGINAL**

Sd/-
RAJESWARA RAO VITTANALA
MEMBER (JUDICIAL)

Sd/-
RAVIKUMAR DURAISAMY
MEMBER (TECHNICAL)

*Order received by the
Registry on : 30/6/2017*

V. Annapoorna
V. ANNAPOORNA
Asst. DIRECTOR
NCLT, HYDERABAD.