

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
MUMBAI BENCH**

COMPANY SCHEME PETITION NO. 239 OF 2017

CONNECTED WITH

COMPANY SCHEME APPLICATION NO. 23 OF 2017

In the matter of the Companies Act 2013 and In the matter of Sections 230 to 232 and any corresponding provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016; and In the matter of Scheme of Amalgamation of BS Merc Private Limited (BSPL), D. B. Estate Trade Private Limited (DBPL), Lupin Holdings Private Limited (LHPL), Lupin Properties Limited (LPL), Novamed Investments Private Limited (NIPL), Orgo Mercantile Traders Private Limited (OMPL), Rahas Investments Private Limited (RIPL), Rahas Mercantile Private Limited (RMPL), Rahas Multitrade Private Limited (RAPL), Visiomed Investments Private Limited (VIPL), Zyma Laboratories Limited (ZLL) (Hereinafter collectively referred to as the "Transferor Companies) with Lupin Investments Private Limited ("LIPL" or "Transferee Company") (Hereinafter all the companies collectively referred to as the "Petitioner Companies) and their respective shareholders.

ORGO MERCANTILE TRADERS PRIVATE)

LIMITED,(CIN U74999MH2016PTC285514))

a company incorporated under the provisions)

of the Companies Act, 2013 having its)

Registered Office at 159, C.S.T Road, Kalina,)

Santacruz (East), Mumbai 400098)

.....Petitioner Company

Called for admission

Mr. Hemant Sethi i/b. Hemant Sethi & Co., Advocates for the Petitioner Company

CORAM: B.S.V Prakash Kumar, Member (Judicial)

V. Nallasenapathy, Member (Technical)

DATE: 19th April, 2017

1. Petition admitted.
2. Petition fixed for hearing on 3rd May 2017.
3. Learned Counsel for the Petitioner Company submits that in pursuance of Order dated February 2, 2017 in Company Scheme Application No. 23 of 2017 passed by this

Tribunal, the meeting of the Equity Shareholders was convened and held at Kalpataru Inspire, 7th Floor, Off Western Express Highway, Vakola, Santacruz East, Mumbai, Maharashtra - 400055 on 20th March, 2017 at 14:30 P.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 of BS Merc Private Limited, D. B. Estate Trade Private Limited, Lupin Holdings Private Limited, Lupin Properties Limited, Novamed Investments Private Limited, Orgo Mercantile Traders Private Limited, Rahas Investments Private Limited, Rahas Mercantile Private Limited, Rahas Multitrade Private Limited, Visiomed Investments Private Limited, Zyma Laboratories Limited with Lupin Investments Private Limited and their respective shareholders. In the said meeting, the Scheme was approved by all the equity shareholders of the Petitioner Company who were present at the meeting. The Chairman of the meeting has submitted his report stating the outcome of the meeting alongwith Affidavit verifying the said Report dated 22nd March 2017 with this Tribunal on 29th March 2017.

4. The Counsel for the Petitioner further submits that as directed by this Tribunal notices have been served upon all the Regulatory Authorities namely, Regional Director, Western Region Mumbai, Registrar of Companies, Mumbai, the concerned Income Tax Authority within whose jurisdiction the Petitioner Company's assessments are made and the Official Liquidator. Notices have also been served upon all the creditors of the Petitioner Company.
5. At least 10 clear days before the date fixed for hearing, a composite notice of hearing of the Company Scheme Petition shall be published in two newspapers, via "Free Press Journal", in English language and translation thereof in "Navshakti", in Marathi language, both having circulation in Mumbai, Maharashtra.

Sd/-
V. Nallasenapathy, Member
(Technical)

Sd/-
B.S.V Prakash Kumar, Member
(Judicial)