

IN THE NATIONAL COMPANY LAW TRIBUNAL
SPECIAL BENCH, MUMBAI

CP (CAA) No.120/MB-II/2020
Connected with
CA(CAA) No.1609/MB-II/2019

In the matter of
The Companies Act, 2013

And

In the matter of
Sections 230-232 and other applicable
provisions of the Companies Act, 2013

And

In the matter of
Scheme of Amalgamation
of
Core Chemicals (Mumbai) Private Limited
(Transferor Company-1)
and
Key Organics Private Limited
(Transferor Company-2)
with
Indo Amines Limited
(Transferee Company)
and their respective Shareholders

Core Chemicals (Mumbai) Private Limited
[CIN: U99999MH1969PTC014243]...

Petitioner Company-1/
Transferor Company-1

Key Organics Private Limited
[CIN: U24200MH1989PTC051084]...

Petitioner Company-1/
Transferor Company-2



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Indo Amines Limited
[CIN: L99999MH1992PLC070022]...

Petitioner Company-2/
Transferee Company

Order pronounced on 24th April 2020

Coram:

Mr Rajasekhar V.K. : Hon'ble Member (Judicial)
Mr V. Nallasenapathy : Hon'ble Member (Technical)

Appearances (through video conferencing):

For the Petitioners : Mr Ahmed M Chunawala i/b
Rajesh Shah & Co, Advocates

For the Regional Director (WR) : Ms Rupa Sutar, Deputy Director

ORDER

Per: Rajasekhar V.K., Member (Judicial)

1. This Court is convened by video conference today (24.04.2020).
2. Heard learned counsel for the Petitioner Companies. No objector has come before this Tribunal to oppose the Scheme nor has any party controverted any averments made in the Petition.
3. The sanction of the Tribunal is sought under sections 230 to 232 and other applicable provisions of the Companies Act, 2013, to a Scheme of Amalgamation of Core Chemicals (Mumbai) Private



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Limited(Transferor Company-1) and Key Organics Private Limited(Transferor Company-2) with Indo Amines Limited (Transferee Company).

4. The Petitioner Companies have approved the said Scheme of Amalgamation by passing the Board Resolutions dated 25th September 2018 which are annexed to the Company Petition.
5. Learned Counsel appearing on behalf of the Petitioners states that the Petitions have been filed in consonance with the Order dated 4th November 2019 passed in CA (CAA) No.1609/MB-II/2019 by this Tribunal.
6. Learned Counsel for the Petitioners states that the Transferor Company-1 is engaged in the business of manufacturing by any method or process, repairing, marketing, business of manufacturing, refining, mixing, blending, grinding, importing, exporting, storing, transporting, acting as distributors, agents supplying and dealing in chemicals, Agro Chemicals and all other Chemicals and Specialty Chemicals. The Transferor Company-2 has been carrying on the business of manufacturers, producers, traders, refiners, exporters, importers, buyers, sellers and dealers of all kinds of chemicals. The Transferee Company has been carrying on the business of manufacturing and marketing of organic chemicals, fine chemicals, specialty chemicals for

