

**THE NATIONAL COMPANY LAW TRIBUNAL
CHANDIGARH BENCH, CHANDIGARH
(through web-based video conferencing platform)**

**Item No. 3
CP (CAA) No. 68/Chd/Hry/2022
(2nd Motion)**

**Under Sections 230 to 232 and
other applicable provisions of the
Companies Act, 2013**

IN THE MATTER OF SCHEME OF AMALGAMATION OF:

Kendle India Private Limited

PAN: AACCK4960A

CIN: U73100HR2004PTC101464

...Petitioner Company No. 1/ Transferor Company No. 1

Kinapse India Scientific Services Private Limited

PAN: AACCK5945K

CIN: U72900HR2005PTC055043

...Petitioner Company No. 2/ Transferor Company No. 2

WITH

Inventiv International Pharma Services Private Limited

PAN: AACCV3515A

CIN: U93090HR2006PTC101717

...Petitioner Company No. 3/ Transferee Company

Present through Video Conferencing:

Mr. Shivam Narang, Advocate for the petitioner companies.

This is a joint second motion company petition filed by the Petitioner-Companies, namely; **Kendle India Private Limited** (Transferor Company No. 1/Petitioner Company No. 1); **Kinapse India Scientific Services Private Limited** (Transferor Company No. 2/Petitioner Company No. 2) and **Inventiv International Pharma Services Private Limited** (Transferee Company/Petitioner Company No. 3) under Sections 230-232 of Companies Act, 2013 (the Act).

2. In this petition, the petitioner companies have prayed inter alia to issue directions in relation to publication in press and notices to be issued to the authorities concerned in relation to date of hearing of the petition and calling for objections.

3. The first motion application seeking directions for dispensing with the meetings of the Equity Shareholders, Secured and Unsecured Creditors of the Applicant Companies was filed before this Tribunal vide Company Application No. CA (CAA) No. 39/Chd/Hry/2022 and based on such application necessary directions were issued on 31.08.2022. In the order dated 31.08.2022, the meetings of Equity Shareholders, Secured and Unsecured Creditors of all the Applicant Companies were dispensed with for the reasons mentioned in the aforesaid order.

4. The notice of hearing will be advertised in "Business Standard" (English) and "Business Standard " (Hindi), All India Edition not less than 10 days before the next date fixed for hearing.

5. In addition to the above public notice, the Petitioner Companies shall serve the notice of the petition on the following Authorities namely, (a) Central Government through Regional Director, Northern Region, Ministry of Corporate Affairs, New Delhi; (b) concerned Registrar of Companies; (c) the Official Liquidator; and (d) Jurisdictional Income Tax Authorities through the Nodal Officer-Principal Commissioner of Income Tax, NWR, Aayakar Bhawan, Sector 17-E, Chandigarh by mentioning the PAN of the Company along with a copy of this petition by speed post immediately.

6. The petitioner-companies shall at least 7 days before the date of hearing of the petition file an affidavit of service regarding newspaper publication with newspaper clippings as well as service of notices on the

authorities specified above. Objections, if any, to the 'Scheme' contemplated by the authorities to whom notice has been given may be filed on or before the date of hearing fixed herein, failing which it will be considered that there is no objection to the approval of the 'Scheme' on the part of the authorities and this Tribunal will proceed in the matter, subject to other conditions being satisfied as may be applicable under the Companies Act, 2013 and relevant rules framed thereunder. The petitioner companies shall also file an affidavit stating the objections received from the public pursuant to publication of notice of hearing in the newspapers.

7. The next date of hearing of the petition shall be on 13.12.2022 for the consideration of the approval of the scheme as contemplated between the petitioner companies.

8. The Registry shall also report before the date fixed as to whether any objection has been received to the proposed 'Scheme'.

Sd/-
(Subrata Kumar Dash)
Member (Technical)

Sd/-
(Harnam Singh Thakur)
Member (Judicial)

September 28, 2022

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