

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL
MUMBAI BENCH
C.A (CAA)/ 1063/MB.III/MB/2020**

IN THE MATTER OF THE COMPANIES ACT, 2013
AND
IN THE MATTER OF SECTIONS 230 TO 232 AND OTHER APPLICABLE PROVISIONS OF
THE COMPANIES ACT, 2013
AND
IN THE MATTER OF SCHEME OF MERGER BY ABSORPTION
OF
BASF PERFORMANCE POLYAMIDES INDIA PRIVATE LIMITED
(Formerly known as Rhodia Polymers & Specialties India Private Limited)
WITH
BASF INDIA LIMITED
AND
THEIR RESPECTIVE SHAREHOLDERS

BASF PERFORMANCE POLYAMIDES INDIA PRIVATE LIMITED, a Company incorporated under the provisions of Companies Act, 1956 and having its registered office at The Capital, A Wing, 1204 - C, 12th Floor, Plot No. C - 70, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, Maharashtra, India.
Email: pankaj.bahl@basf.com
Mob: +91 8291815924]First Applicant Company / Transferor Company

BASF INDIA LIMITED, a Company incorporated under the provisions of Companies Act, 1913 and having its registered office at The Capital, A Wing, 1204 - C, 12th Floor, Plot No. C - 70, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, Maharashtra, India.
Email: pankaj.bahl@basf.com
Mob: +91 8291815924]Second Applicant Company /

NOTICE

Notice is hereby given that in pursuance of the Order dated 7th October 2020, of the National Company Law Tribunal, Mumbai Bench (the 'NCLT') and as directed therein, the meeting of the Equity Shareholders of the First Applicant Company has been dispensed with by the NCLT.

Further, by the said Order, the Hon'ble NCLT has directed the First Applicant Company to issue notices to all the Unsecured Creditors having an outstanding amount of Rs. 5,00,000/- and above under the provisions of Section 230(3) of the Companies Act, 2013 with a direction to submit their representation, if any, in connection with the matter of Scheme of Merger by Absorption of BASF Performance Polyamides India Private Limited (Formerly known as Rhodia Polymers & Specialties India Pvt Ltd) with BASF India Limited and their respective shareholders (the 'Scheme') and that the meeting of the Unsecured Creditors of the First Applicant Company has been dispensed with by the NCLT. Further there are no Secured Creditors in the First Applicant Company.

Notice is hereby given that by an Order dated 7th October, 2020, the Mumbai Bench of the National Company Law Tribunal (the 'NCLT') has dispensed the meeting of shareholders and creditors of Second Applicant Company in connection with the matter of Scheme of Merger by Absorption of BASF Performance Polyamides India Private Limited with BASF India Limited and their respective shareholders (the 'Scheme') as it does not require to hold either shareholders meeting or creditors meeting for approval of the proposed scheme in view of ratio laid down by this Tribunal in the CA(CAA) No.243/2017 in the matter of Housing Development Finance Corporation Limited, in CA(CAA) No.915/2017 in the matter of Godrej Consumer Products Limited, in CA(CAA) No.899/2017 in the matter of Mahindra CIE Automative Limited, in CA(CAA) No.1019/2017 in the matter of Godrej Properties Limited, in CA(CAA) No.1290/2019 in the matter of ATC Infrastructure Services Private Limited, in CA(CAA) No.4146/2019 in the matter of Karma Energy Limited and in CA(CAA) No.3749/2019 in the matter of Datamatics Global Services Limited. Also, there are no Secured Creditors in the Second Applicant Company.

The Copies of the aforesaid Scheme can be obtained free of charge by sending an enquiry at Email ID of the Applicant Companies: pankaj.bahl@basf.com

Further, if any person concerned is desirous of supporting or opposing the said Application, he/she/it should send the notice of his/her/its intention signed by him/her/it or his/her/its advocate to the National Company Law Tribunal, Mumbai at Bench, 4th Floor, MTNL Exchange Building, G.D. Somani Marg, Near G.D. Somani International School, Cuffe Parade, Mumbai – 400005 **and** at its Email ID: ncltmum@gmail.com, ncltmumurgent3@gmail.com within 30 (Thirty) days from the date of this notice. Copy of the said representation may simultaneously be sent at the registered office of the respective Applicant Companies **and** on the Email of the First Applicant Company and Second Applicant Company: pankaj.bahl@basf.com, Pradeep.chandan@basf.com **and** at the Email ID of the Advocate: advocateshrutikelji@gmail.com. Where any person concerned seeks to oppose the aforesaid application, the grounds of opposition or a copy of affidavit in that behalf should be furnished with such notice.

**For BASF PERFORMANCE POLYAMIDES
INDIA PRIVATE LIMITED**

Sd/-

Director/Authorised Signatory

Dated this 19th day of October, 2020

Place: Mumbai

For BASF INDIA LIMITED

Sd/-

Director/Authorised Signatory