

**CCAL**  
**CHEMFAB ALKALIS LIMITED**

CAL/SECL/2017-18

April 5, 2017

To,

Department of Corporate Services, <b>BSE Limited,</b> 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	Department of Corporate Services, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kundra Complex, Bandra (East), Mumbai – 400 001
<b>Security Code – 506894</b>	<b>NSE Symbol - CHEMFALKAL</b>

Dear Sir,

**Sub.: Updates on Scheme of Amalgamation and Arrangement of M/s. Chemfab Alkalis Limited with Teamec Chlorates Limited and their respective shareholders and creditors**

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, and in continuation of our earlier communication on the caption matter, we would like to inform that National Company Law Tribunal Division Bench Chennai vide its order dated 30<sup>th</sup> March 2017 received by us on 04.04.2017 has approved the Scheme of Amalgamation and Arrangement between Chemfab Alkalis Limited ("Transferor Company") and Teamec Chlorates Limited ("Transferee Company") and their respective shareholders and creditors.

The copy of the Order of the National Company Law Tribunal is enclosed for your reference.

Please take the above information on your record.

Yours faithfully  
For **Chemfab Alkalis Limited**



**G Somasundaram**  
**Company Secretary**

Encl : as above



Regn. No. OHS 66226 / EMS 71746  
An OHSAS 18001 and ISO 14001 Certified Company

CIN No.: L24297TN1983PLC072409

**Member - Dr. Rao's Group of Companies**

Regd. Off: 'TEAM House', GST Road, Vandalur, Chennai - 600 048, India.

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FORM No. CAA.7

[Pursuant to section 232 and rule 20]

**National Company Law Tribunal, Division Bench, Chennai**

**In the matter of the Companies Act, 2013**

**And**

**In the matter of Scheme of Amalgamation**

**Between**

**M/s Chemfab Alkalis Limited**

**With**

**M/s Teamec Chlorates Limited**

**Order under section 232**

The above named Petitioner Companies filed the Company Application Nos. 1072 to 1075 of 2016 before the Hon'ble Madras High Court which have been transferred to this Tribunal and renumbered as **TP (HC)/CAA/45/2017**. All the requirements under law have been fulfilled and the Hon'ble High Court has already completed the process i.e. dispensing with the meeting of the shareholders of the Transferee Company, convening the meeting of Equity Shareholders of the Transferor Company only and notices issued to the stakeholders with publication in two newspapers. No objection has been filed. The Petition came up for hearing before this Tribunal on 23.03.2017.

For the purpose of considering and approving without modification, the Scheme of Amalgamation of Transferor Company viz., M/s. Chemfab Alkalis Limited **with** M/s. Teamec Chlorates Limited, the Transferee company,

Upon perusal and upon hearing the Advocates Harishankar Mani and Pawan Jhabakh on 23.03.2017,

**THIS TRIBUNAL DO ORDER**

- 1) That the Scheme of Arrangement & Amalgamation as annexed with the Petition alongwith Schedules is hereby sanctioned.
- 2) That all the property, rights and powers of the transferor company specified in the schedule hereto and all other property, rights and powers of the Transferor company be transferred without further act or deed to the Transferee company and accordingly the same shall pursuant to section 232 of the Act, be transferred to and vested in the Transferee company for all the estate and interest of the Transferor company therein but subject nevertheless to all charges now affecting the same ; and
- 3) That all the liabilities and duties of the Transferor company be transferred without further act or deed to the Transferee company and accordingly the same shall pursuant to section 232 of the Act, be transferred to and become the liabilities and duties of the Transferee company; and
- 4) That all proceedings now pending by or against Transferor company be continued by or against Transferee company; and
- 5) That the Transferee company do without further application allot to such members of the Transferor company as have not given such notice of dissent as is required by the said compromise or arrangement herein the shares in the Transferee Company to which they are entitled under the said Compromise or Arrangement; and
- 6) The same shall be binding on the shareholders and the Secured & Unsecured Creditors of the Transferee Company and the Transferor Company; and
- 7) The Petitioner Company do file with the Registrar of Company the certified copy of this Order within 30 days of the receipt of the order; and
- 8) This Tribunal do further order that the parties to the Scheme of Amalgamation or other persons interested shall be at liberty to apply to this Tribunal for any directions that may be necessary with regard to the working of the said Scheme.

**SCHEDULE**

The Scheme of Arrangement and Amalgamation as sanctioned by the Tribunal contains the details of the properties, stocks, shares, debentures and other charges in action of the transferor company.

Dated this 30<sup>th</sup> day of March, 2017, NCLT, DB, Chennai.

*G. Jagannathan*  
**Registrar/Dy. Registrar**

**DEPUTY REGISTRAR**  
**NATIONAL COMPANY LAW TRIBUNAL**  
**CHENNAI BENCH**  
**CORPORATE BHAVAN, 3rd FLOOR**  
**29, RAJAJI SALAI, CHENNAI-600001.**