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Chamber No. 81, High Court, Alld.
R/o. 12 -C, Lohia Marg Allahabad.
Phone no. 2424595.

District- J.P. Nagaria

Company Petition no. 47 of 2011

In The Matter of Jubilant Foodworks Limited and others

Petitioner.

Judgment dated. 16-1-2012



Court No. - 10

Case :- COMPANY PETITION No. 47 of 2011

Petitioner :- In The Matter Of Jubilant Industries Limited And Others

Petitioner Counsel :- S D Singh, Diptiman Singh

Hon'ble Bharati Sapru, J.

This is a petition under Section 391 to 394 of the Companies Act, 1956 by M/s. Jubilant Industries Limited having its registered office at Bhartiagram, Gajraula-244 223, District Jyotiba Phoolay Nagar, Uttar Pradesh, hereinafter referred to as the (transferor company), which seeks sanction of this Court to the scheme of Arrangement between the petitioner company with M/s. Enpro Oil Pvt. Ltd. having its registered office at Plot No.1 A, Sector-16A, Noida-201 301, U.P. (De-merged Company) and M/s. Jubilant Agri & Consumer Products Ltd. having its registered office at Plot No.1A, Sector-16A Institutional Area, Noida-201 301 U.P.- (Transferee company).

The Scheme of Arrangement, which is sought to be sanctioned is appended as Annexure-5 to this petition.

In compliance to the provisions of Sections 391 to 394 of the Act, notices for holding of meetings of share holders of the transferor company, i.e., M/s. Jubilant Industries Ltd., were duly published in newspapers.

Accordingly, three meetings were called between all the equity share holders, of the secured creditors of the company and of the unsecured creditors of the company.



Notices were published for holding of the three meetings in the 'Times of India' in English from Delhi, Chandigarh, Lucknow, Kanpur, Jaipur, Mumbai, Goa, Nagpur, Ahmedabad, Pune, Bangalore, Mysore, Mangalore, Chennai, Kolkata and Patna and in 'Amar Ujala' in Hindi from Moradabad. Affidavit of service is filed by the Company and is on record.

The meetings were duly held on the date so fixed and chaired by the Chairman and alternate Chairman, who were proposed by this Court. Their reports have also been filed and are on record. The Chairman of the three meetings have duly recorded that the meetings were conducted and the scheme of arrangement was passed and all the persons concerned, i.e., the equity share holders, the unsecured creditors and the secured creditors, all have agreed to the scheme of arrangement.

Notices have been duly issued to the Regional Director, Department of Company affairs, Northern Region. He has also filed his affidavit, which is on record. The affidavit states and records that the Regional Director has no objection to the grant of the scheme of arrangement and it has not been found that any prejudice is being caused to the Company by the grant of the scheme. The Regional Director has stipulated that all the provisions of the Companies Act should be followed.

Counsel for the Company has assured this Court that the company will ensure that all the provisions of the Companies Act, as prescribed, are followed.

Thus, in view of the fact that no objection has come



12/15/2011



from any quarter with regard to the grant of the scheme of arrangement between the transferor company M/s. Jubilant Industries Ltd., and transferee company M/s. Jubilant Agri & Consumer Products Ltd and the demerged company M/s. Lnpro Oil Pvt. Ltd. and their respective shareholders and creditors as sought and contained in Annexure-5 to the application, the scheme of arrangement, as prayed for, is granted and allowed. It shall now come into effect from the appointed date, which is, 1st of April, 2011.

The petition is, thus, allowed.

Office is directed to issue necessary certificate.

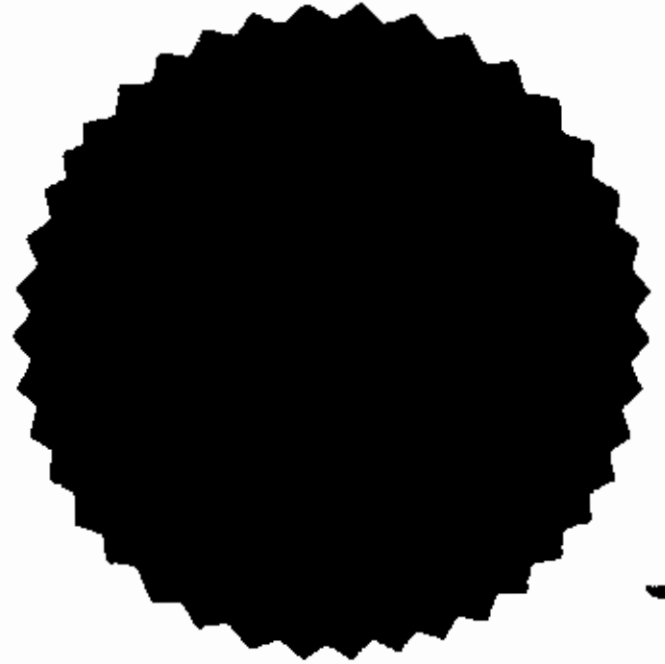
Order Date :- 10.1.2012

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Requisition Information

Form No	Application Date	Case Type	Case No	Year	Case filed at	Date of Judgment/Order	Court Fee	No of Pages
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