

**LifeCell International Private Limited**

CIN: U85196TN2004PTC053577

Registered office: No.16, Vijayaraghava Road, 1st Lane, T Nagar, Chennai 600 017

Tel. No.: 044 4293 5353 I Email: [sudha.v@lifecell.in](mailto:sudha.v@lifecell.in) I Website: [www.lifecell.in](http://www.lifecell.in)**Form No. CAA. 2**

[Pursuant to Section 230(3) and rule 6 and rule 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

**IN THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHENNAI BENCH****COMPANY APPLICATION NO. 81 OF 2022****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 COMPOSITE SCHEME OF DEMERGER AMONGST LIFECCELL INTERNATIONAL PRIVATE LIMITED ("DEMERGED COMPANY") AND CELLUTIONS BIOSTORAGE PRIVATE LIMITED (FORMERLY KNOWN AS LIFECCELL BIOSTORAGE PRIVATE LIMITED) ("RESULTING COMPANY - 1") AND ABUSHA ESTATES PRIVATE LIMITED ("RESULTING COMPANY - 2") AND THEIR RESPECTIVE CREDITORS AND SHAREHOLDERS ("THE SCHEME").****LifeCell International Private Limited**

A company incorporated under Companies Act, 1956,

having its registered office at, No.16, Vijayaraghava Road, I Lane, T Nagar, Chennai - 600017, Tamil Nadu. **Applicant Company / Demerged Company****Notice and Advertisement of notice of the meeting of Creditors and Members**

Notice is hereby given that by an order dated February 15, 2023 the Chennai Bench of the Hon'ble National Company Law Tribunal ("NCLT" or "Tribunal") has directed separate meetings to be held of the Equity Shareholders, Preference Shareholders and Unsecured Creditors of the Applicant Company for the purpose of considering, and if thought fit, approving with or without modification, the Composite Scheme of Demerger amongst LifeCell International Private Limited ("LifeCell" or "**Demerged Company**") and Cellutions BioStorage Private Limited (formerly known as LifeCell BioStorage Private Limited) ("CBPL" or "**Resulting Company-1**") and Abusha Estates Private Limited ("AEPL" or "**Resulting Company-2**") and their respective Creditors and Shareholders ("**the Scheme**").

In pursuance of the said order and as directed therein, Notice is hereby given that the Meeting will be held through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"), following the operating procedures (with requisite modifications as may be required) referred to in Circular No.14/2020 dated April 8, 2020 read with Circular Nos. 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, Issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars') and also through **physical**

**attendance** at the registered office address of the Company at No.16, Vijayaraghava Road, 1st Lane, T Nagar, Chennai - 600017, Tamil Nadu of the **Equity Shareholders** of the Applicant Company on Wednesday the 22<sup>nd</sup> Day of March 2023 at **11:00 AM** and of the **Preference Shareholders** of the Applicant Company on Wednesday the 22<sup>nd</sup> Day of March 2023 at **12:30 PM** and of the **Unsecured Creditors** of the Applicant Company on Wednesday the 22<sup>nd</sup> Day of March 2023 at **02:00 PM**.

Copies of the said scheme of demerger, and of the statement under section 230 can be obtained free of charge at the registered office of the Company on any day (except Sunday and public holidays) from the registered office of the Applicant Company i.e. No.16, Vijayaraghava Road, 1st Lane, T Nagar, Chennai - 600017, Tamil Nadu or by emailing at [sudha.v@lifecell.in](mailto:sudha.v@lifecell.in) along with details such as Name, address, Permanent Account Number (PAN), mobile number and email address.

Persons entitled to attend and vote at the meeting of Equity Shareholders, Preference Shareholders or Unsecured Creditors respectively may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the company at No.16, Vijayaraghava Road, 1st Lane, T Nagar, Chennai - 600017, Tamil Nadu not later than 48 hours before the date of meeting.

Forms of proxy can be had at the registered office of the Company.

The Tribunal has appointed Shri. B.S.V. Prakash Kumar, to be the Chairman of the meeting of the Equity Shareholders, Preference Shareholders and Unsecured Creditors of the Applicant Company and Shri. Pavithra Dayalan as the scrutinizer to the meeting. The abovementioned Scheme of Demerger, if approved at the Meeting, will be subject to the subsequent approval of the Tribunal.

For **LifeCell International Private Limited**



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**Mr. B.S.V. Prakash Kumar**

**Chairperson appointed for the meeting of Applicant Company**

Date: February 18, 2022

Place: Chennai