

1st April, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

BSE Scrip Code: 500259

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

NSE Symbol: LYKALABS

Dear Sir/Madam,

Sub.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Update on the Scheme of Amalgamation

This is in furtherance to the update on the Scheme of Amalgamation wherein the shareholders considered and approved the Scheme of Amalgamation (the Scheme) between Lyka Exports Ltd (the Transferor Company) and Lyka Labs Ltd (the Transferee Company) alongwith their respective shareholders and creditors, in the NCLT Convened meeting held on 4th March 2025.

Following the approval of shareholders, Lyka Exports Ltd and Lyka Labs Ltd jointly filed a petition on 12th March, 2025 with the Hon'ble National Company Law Tribunal, Ahmedabad Bench (the NCLT) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder, for seeking the sanction of the Scheme by the NCLT.

We are pleased to inform you that pursuant to the Joint Petition, the NCLT has pronounced an order dated 26th March, 2025 which has been uploaded on the NCLT website today i.e., 1st April 2025. As per the said order, the Joint Petition has been listed for hearing on 15th May 2025. We will ensure compliance with all necessary instructions stated in the order within the prescribed timelines.

A copy of the order is attached herewith. The above information is also being made available on the Company's website at www.lykalabs.com

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For **Lyka Labs Limited**

Shekhar R Singh

Company Secretary

Encl.: As above

IN THE NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD
COURT - 2



ITEM No.1

C.P.(CAA)/18(AHM)2025 in
CA(CAA)/58(AHM)2024

Proceedings under Section 230 - 232 of Co.Act,2013

IN THE MATTER OF:

Lyka Exports Limited
Layka Labs Limited

.....Applicant

.....Respondent

Order delivered on: 26/03/2025

Coram:

Mrs. Chitra Hankare, Hon'ble Member(J)
Dr. Velamur G Venkata Chalapathy, Hon'ble Member(T)

PRESENT:

For the Applicant : Ms. Dharmishtha Raval, Adv.

ORDER

1. Proceedings under Section 230-232 of the Companies Act, 2013 have been instituted.
2. Heard the Ld. Counsel / Authorized Representative of the Petitioner. The First Motion Petition order was passed on 23.01.2025 in CA(CAA) No. 58 of 2024. In terms thereof, the meeting of shareholders/creditors were ordered/dispensed with.
3. The reports dated 05.03.2025 of the Chairman approving the scheme has been placed on record.
4. Section 230 (5) of the Companies Act, 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 provides for issuance of Notice on such Petitions.
5. Section 230 (5), Rule 8 and Rule 16 read as follows:-

“230. Power of compromise or make arrangements with creditors and members

(5) A notice under sub-section (3) along with all the documents in such form as may be prescribed shall also be sent to the Central Government, the income-tax authorities, the Reserve Bank of India, the Securities and Exchange Board, the Registrar, the respective stock exchanges, the Official Liquidator, the Competition Commission of India established under sub-section (1) of section 7 of the Competition Act, 2002, if necessary, and such other sectoral regulators or authorities which are likely to be affected by the compromise or arrangement and shall require

Sd/-

Sd/-



that representations, if any, to be made by them **shall be made within a period of thirty days from the date of receipt of such notice, failing which, it shall be presumed that they have no representations to make on the proposals.**

Rule 8

8. Notice to statutory authorities.— (1) For the purposes of sub section (5) of section 230 of the Act, the notice shall be in Form No. CAA.3, and shall be accompanied with a copy of the scheme of compromise or arrangement, the explanatory statement and the disclosures mentioned under rule 6, and shall be sent to.- (i) the Central Government, the Registrar of Companies, the Income tax authorities, in all cases; (ii) the Reserve Bank of India, the Securities and Exchange Board of India, the Competition Commission of India, and the stock exchanges, as may be applicable; (iii) other sectoral regulators or authorities, as required by Tribunal.

(2) The notice to the authorities mentioned in sub-rule (1) shall be sent forthwith, after the notice is sent to the members or creditors of the company, by registered post or by speed post or by courier or by hand delivery at the office of the authority.

(3) If the authorities referred to under sub-rule (1) desire to make any representation under sub-section (5) of section 230, the same shall be sent to the Tribunal within a period of thirty days from the date of receipt of such notice and copy of such representation shall simultaneously be sent to the concerned companies and in case no representation is received within the stated period of thirty days by the Tribunal, it shall be presumed that the authorities have no representation to make on the proposed scheme of compromise or arrangement.

Rule 16

16. Date and notice of hearing.—

(1) The Tribunal shall fix a date for the hearing of the petition, and notice of the hearing shall be advertised in the same newspaper in which the notice of the meeting was advertised, or in such other newspaper as the Tribunal may direct, not less than ten days before the date fixed for the hearing.

(2) The notice of the hearing of the petition shall also be served by the Tribunal to the objectors or to their representatives under sub-section (4) of section 230 of the Act and to the Central Government and other authorities who have made representation under rule 8 and have desired to be heard in their representation”

sd/-

sd/-



6. In view of the above, notice to the authorities specified in Section 230(5) of Companies Act 2013 read with Rule 8 and Rule 16 of the Companies (Companies Arrangements and Amalgamation) Rules 2016 for submitting their representation, if any. Notice to be served by all modes and affidavit evidencing proof of service be filed within 7 days.

7. In addition to the service of notice as above,

(a) Petitioner(s) are directed to take steps for service of notice in Form CAA3 and to the Central Government, through the Ministry of Corporate Affairs to the Jurisdictional Regional Director(s), Ministry of Corporate Affairs, to be sent on rd.northwest@mca.gov.in.

(b) Notice to the concerned RoC to be sent on roc.ahmedabad@mca.gov.in.

(c) Notice to the concerned Official Liquidator to be sent on ol-ahmedabad-mca@nic.in.

(d) Notice to the concerned Income Tax Authorities to be sent on ahmedabad.pccit@incometax.gov.in.

(e) Notice to the SEBI, NSE, BSE, as may be applicable, be served.

(f) Notice to the concerned Statutory Regulators / Sectoral Regulators, if applicable, be served.

8. Notice is also directed to be published in two prominent and widely circulating daily newspapers one English "The Financial Express" and gujarati translation thereof in "Janadesh" in vernacular in terms of Rule 7 of the Companies (Companies Arrangements and Amalgamation) Rules, 2016 and an affidavit evidencing proof of publication be filed.

9. All the authorities on receipt of the notice, are directed to file their representation, if any, within 30 days from the date of receipt of the notice. In case, no representation is received, it will be presumed that they have no objection to the proposal.

List on 15.05.2025.

DR. V. G. VENKATA CHALAPATHY
MEMBER (TECHNICAL)

CHITRA HANKARE
MEMBER (JUDICIAL)