IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 114 OF 2015

In the matter of the Companies Act, 1956 (1 of 1956);

AND

In the matter of Sections 391 to 394 of the Companies Act, 1956;

AND

In the matter of Scheme of Amalgamation

of

Mrigakshi Multitrading Private Limited ("the First Transferor Company")

AND

Boris Multitrading Private Limited ("the Second Transferor Company")

AND

Dushkriti Multitrading Private Limited ("the Third Transferor Company")

AND

IVAN Multitrading Private Limited ("the Fourth Transferor Company")

WITH

Hadara Multitrading Private Limited ("the Transferee Company")

AND

Their Respective Shareholders

IVAN MULTITRADING PRIVATE LIMITED, a company incorporated under the Act and having its registered address at Kisan Nivas, Road No.15, Kopri Gaon, Thane – 400603)))))) ……Applicant Company

Called Summons for Direction for hearing

Mr. Rajesh Shah i/b. Rajesh Shah & Co., Advocates for the Applicant

Coram: S.J. Kathawalla, J.
Date: 13th February, 2015

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Summons for Directions AND UPON HEARING Mr. Rajesh Shah instructed by Rajesh Shah & Co., Advocates for the Applicant Company, AND UPON READING the Affidavit dated 30th January, 2015 of Mr. Sachin Balasaraf, Authorised Representative of the Applicant Company, in support of Summons for Directions and the Exhibits therein referred to, **IT IS ORDERED:**

1. That convening and holding of the meeting of the Equity Shareholders of the Applicant Company to consider and, if thought fit, approving, with or without modification(s), the proposed Scheme of Amalgamation of Mrigakshi Multitrading Private Limited ("the First Transferor Company") and Boris Multitrading Private Limited ("the Second Transferor Company") and Dushkriti Multitrading Private Limited ("the Third Transferor Company") and IVAN Multitrading Private Limited ("the Fourth Transferor Company") with Hadara Multitrading Private Limited ("the Transferee Company") and their respective Shareholders is dispensed with in view of the consent given by both the equity shareholders of the Applicant Company, which are annexed as **Exhibits "D1"** and **"D2"** to the affidavit in support of the Summons for Directions.

2. There are no Secured Creditors in the Applicant Company, as stated in paragraph 11 of the affidavit in support of the Summons for Directions. Hence the question of convening and holding the meeting of Secured Creditors does not arise.

3. That convening and holding of the meeting of the Unsecured Creditors of the Applicant Company, to consider and, if thought fit, approving, with or without modification(s), the proposed Scheme of Amalgamation of Mrigakshi Multitrading Private Limited ("the First Transferor Company") and Boris Multitrading Private Limited ("the Second Transferor Company") and Dushkriti Multitrading Private Limited ("the Third Transferor Company") and IVAN Multitrading Private Limited ("the Fourth Transferor Company") with Hadara Multitrading Private Limited ("the Transferee Company") and their respective Shareholders is dispensed with in view of the averment made in paragraph 12 of the affidavit in support of the Summons for Directions interalia stating that as far as the Unsecured Creditors of the Applicant Company are concerned, they will be paid off in the ordinary course of business by the Transferee Company and that the Applicant Company undertakes to issue individual notice of the hearing of the Petition by Registered Post A.D. to all its Unsecured Creditors and also to publish the same in "Free Press Journal", in English and translation thereof in "Navshakti", in Marathi both circulated in Mumbai. The undertaking is accepted.

(S. J. Kathawalla, J)