

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 437 OF 2015

In the matter of the Companies Act, 1956;

And

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

And

In the matter of Marvell Mall Development
Company Private Limited

And

In the matter of the Scheme of
Amalgamation of

Shri Shankheshwara Multipurpose
Infratech Private Limited **(Transferor
Company)**

With

Marvell Mall Development Company Private
Limited. **(Transferee Company)**

Marvell Mall Development Company Private Limited.	]
A Company incorporated under the Companies Act,	]
1956 and having its Registered Office at	]
95, Bhandari Street, Ground Floor, Room No 1,	]
Near Goal Devol Temple, Girgaon,	]
Mumbai – 400 004.	] ...Applicant

Called Summons for Directions for hearing

Mr. Prakash Shah a/w. Mr. Durgaprasad Poojari i/b PDS Legal, for Applicant

Coram: **S.C. GUPTE J.**

Date: **12th June, 2015**

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Company Summons for Directions and UPON HEARING Mr. Prakash Shah instructed by PDS Legal, Advocates for the Applicant Company, AND UPON READING the Affidavit dated 25th March, 2015 of Mr. Sandeep Doshi, the Director of the Applicant Company, in support of Summons for Directions and the Exhibits therein referred to, **IT IS ORDERED THAT:**

1. Convening and holding the meeting of the Equity Shareholders of the Applicant Company for the purpose of considering and, if thought fit, approving, with or without modification(s), the proposed Scheme of Amalgamation of Shri Shankheshwara Multipurpose Infratech Private Limited (SMIPL) with Marvell Mall Development Company Private Limited (MMDCPL), is dispensed with in view of the consents given by all the three Equity Shareholders of the Applicant Company, which are annexed as **Exhibit "L1" to "L3"** to the Affidavit in support of the Summons for Directions.
2. Convening and holding the meeting of the Unsecured Creditors of the Applicant Company, for the purpose of considering and, if thought fit, approving, with or without modification(s), the proposed Scheme of Amalgamation of Shri Shankheshwara Multipurpose Infratech Private Limited (SMIPL) with Marvell Mall Development Company Private Limited (MMDCPL) and their respective shareholders and creditors is dispensed with in view of the consent of the 100% in number and value of Unsecured Creditors of the Applicant Company in writing, as stated in paragraphs 24 and 25 of the Affidavit in support of Summons for Directions.

3. There are no Secured Creditors of the Applicant Company as stated in paragraph 23 of the affidavit in support of the Summons for Directions. Hence, the question of convening and holding of the meeting of the Secured Creditors of the Applicant Company does not arise.

(S.C. GUPTE J.)