IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORIDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTIONS NO.557 OF 2015

In the matter of the Companies Act 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 and Arrangement of

HEMANI AGRO CHEM PRTVATE LIMITED

AND

LORD ENCLAVE PRIVATE LIMITED

WITH

HEMANI CHEMIORGANIC PRTVATE LIMITED

AND

Their Respective Shareholders and Creditors

LORD ENCLAVE PRIVATE LIMITED,)
A company incorporated under)
provisions of Companies Act, 1956,)
having registered office at, 706/710,)
Reena Complex, Ramdev Nagar Road,)

Vidyavihar (West), Mumbai,)

Maharashtra-400086) ...Applicant Company

Called for Summons for Direction

Mr. Rahul Oak, Advocate for the Applicant

Coram: S. C. Gupte, J.

Date : 10th July, 2015

MINUTES OF THE ORDER

UPON the application of the Applicant Company abovenamed by a Summons for Direction AND UPON HEARING Mr. Rahul Oak, Advocate for the Applicant Company, AND UPON READING the Affidavit Dated 30th day of March, 2015 Mr. Sharad Pandurang Dalvi, Authorised Signatory of the Applicant Company, in support of the Summons for Direction and the Exhibits therein referred to, IT IS ORDERED:-

1. The convening and holding of 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 and Arrangement of Hemani Agro Chem Private Limited and Lord Enclave Private Limited with Hemani Chemiorganic Private Limited and their respective shareholders and creditors, is dispensed in view of the consents given by both the Equity Shareholders of the Applicant Company, which are annexed as Exhibits "D-1" and "D-2" to the Affidavit in support of Summons for Direction.

2. That there are no Secured Creditors and Unsecured Creditors of the Applicant Company as stated in paragraphs 25 and 26 of the Affidavit in support of Summons for Direction. Hence, the question of convening and holding the meeting of Secured Creditors and Unsecured Creditors does not arise.

(S. C. Gupte, J.)