

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
 ORDINARY ORIGINAL CIVIL JURISDICTION
 COMPANY SUMMONS FOR DIRECTION 406 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;

In the matter of Rhodia Polymers &
 Specialties India Private Limited

AND

In the matter of Scheme of
 Amalgamation of Rhodia Polymers &
 Specialties India Private Limited

WITH

Solvay Specialities India Private Limited

AND

Their Shareholders and Creditors

Rhodia Polymers & Specialties India Private Limited,)
 a Company incorporated under the)
 Companies Act, 1956 and having its)
 Registered office at Phoenix House "A")
 Wing, 4th Floor, 462, Senapati Bapat Marg,)
 Lower Parel (West), Mumbai – 400013.)

.....Applicant /Transferor Company

Called Summons for Direction

Mr. Rajesh Shah i/b M/s. Rajesh Shah & Co., Advocate for the
 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 Summons for Direction AND UPON HEARING Mr. Rajesh Shah instructed by M/s. Rajesh Shah & Co., Advocate for the Applicant Company, AND UPON READING the Affidavit dated 10th April, 2015 Mr. Niranjan Ketkar, Authorized Signatory of the Applicant Company, in support of the Summons for Direction and the Exhibit therein referred to, IT IS ORDERED:-

1. That the 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 Rhodia Polymers & Specialties India Private Limited with Solvay Specialities India Private Limited 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 **Exhibit 'J-1' and 'J-2'** to the Affidavit in support of Summons for Direction.
2. That the question of convening and holding of the meeting of Secured Creditors does not arise since there are no Secured Creditors of the Applicant Company as stated in paragraph 20 of the Affidavit in support of Summons for Direction.

3. That the convening and holding of 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 Rhodia Polymers & Specialties India Private Limited with Solvay Specialities India Private Limited and their respective shareholders, is dispensed with in view of the averments made in paragraph 21 of the Affidavit in support of the Summons for Direction and that the Applicant undertakes to issue individual notice of date of hearing of Petition by Registered Post A. D. to its all Unsecured Creditors and also to publish the same in two local news papers viz. "Free Press Journal", in English language and translation thereof in "Navshakti", in Marathi language, both having circulation in Mumbai. The said undertaking is accepted.

(S. C. Gupte, J.)