



1. 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 Scheme of Amalgamation of Phanes Educations Private Limited, Transferor Company with EduSpark International Private Limited, Transferee Company, and their respective shareholders and creditors, is dispensed with in view of the Consent given by both the Equity Shareholders of the Applicant Company which are annexed as Exhibits 'I 1' and 'I 2' to the Affidavit in Support of Summons for Directions.
2. The convening and holding the meeting of the Secured creditors of the Applicant Company, for the purpose of considering and, if thought fit, approving, with or without modification(s), the Scheme of Amalgamation of Phanes Educations Private Limited, Transferor Company with EduSpark International Private Limited, Transferee Company, and their respective shareholders and creditors, is dispensed with in view of the Consent given by all its five secured creditors of the Applicant Company which is annexed as Exhibit 'K1 to K11' to the Affidavit in Support of Summons for Directions.
3. That 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 Scheme of Amalgamation of Phanes Educations Private Limited, Transferor Company with EduSpark International Private Limited, Transferee Company, and their respective shareholders and creditors, is dispensed with in view of the consent given by some of the unsecured creditors which are annexed as Exhibit 'M1 to M 23' to the Affidavit in Support of Company Summons for Direction and in view of the averment made in para 18 inter-alia stating that the Applicant undertakes to issue individual Notice of date of hearing of Company Scheme Petition by R.P.A.D. to its remaining unsecured creditor whose consents are not obtained and also to the unsecured creditors whose consents are under objection and also undertakes to publish the same in two local news papers i.e. "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)