

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 750 OF 2015

In the matter of the Companies Act,
1956 and other relevant provisions
of the Companies Act, 2013;

AND

In the matter of Sections 391 to
read with 100 to 104 of the
Companies Act, 1956 and Section 52
of the Companies Act 2013 and
other relevant provisions of the
Companies Act, 2013;

AND

In the matter of Scheme of
Amalgamation of AMBIT HOLDINGS
PRIVATE LIMITED, the Transferor
Company with AMBIT CORPORATE
FINANCE PRIVATE LIMITED, the
Transferee Company

AMBIT HOLDINGS PRIVATE)
LIMITED, a company incorporated)
under the Companies Act, 1956)
having its registered office at Ambit)
House, 449, Senapati Bapat Marg,)

Lower Parel, Mumbai- 400013.) ...Applicant Company.

Called Summons for Direction for hearing

Mr. Rajesh Shah i/b M/s. Rajesh Shah & Co., Advocate for the Applicant

Coram: S. C. Gupte, J.

Date: 4th September, 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 17th August, 2015 Mr. Saifuddin Attar, Company Secretary of the Applicant Company, in support of the Summons for Direction and the Exhibit therein referred to, IT IS ORDERED THAT :-

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 proposed Scheme of Amalgamation of AMBIT HOLDINGS PRIVATE LIMITED, the Transferor Company with AMBIT CORPORATE FINANCE PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the Fifteen Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'C-1' to 'C-15'** to the Affidavit in support of Summons for Direction.

2. 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 18 of the Affidavit in support of Summons for Direction.
3. 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 AMBIT HOLDINGS PRIVATE LIMITED, the Transferor Company with AMBIT CORPORATE FINANCE PRIVATE LIMITED, the Transferee Company is dispensed with in view of the averments made in paragraph 19 of the Affidavit in support of the Summons for Direction and that the Applicant undertakes to issue individual notice of date of hearing of the Company Scheme 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.)