

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 424 OF 2015

In the matter of the Companies Act, 1956;

And

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

And

In the matter of the Scheme of Amalgamation
of Oikos India Private Limited with Milltech
Engineering Private Limited

Oikos India Private Limited)
a Company incorporated under the)
Companies Act 1956 and)
having its registered office at)
Warden House, First floor,)
P M Road, Fort, Mumbai 400 001.)

.... Applicant Company

Called the Summons for Direction for Hearing

Mr. Ramesh Saraogi, Advocate for the Applicant

Coram : S.C. Gupte J.

Date : 12th June, 2015

MINUTES OF THE ORDER

Upon the Application of the Company abovenamed by a Summons for
Direction AND UPON HEARING Mr. Ramesh Saraogi, Advocate for the

Applicant Company AND UPON READING the Affidavit dated 23rd April, 2015 of Mr. Deepak Gupta, Director of the Applicant Company in support of the Summons for Direction and the Exhibits therein referred to, IT IS ORDERED THAT:-

1. That 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 modifications the Scheme of Amalgamation of Oikos India Private Limited with Milltech Engineering Private Limited is dispensed with in view of the consent given by all the four equity shareholders of the Applicant Company, which is annexed as Exhibit – **“H-1 to H-4”** to the Affidavit in Support of the Summons For Direction.

2. That 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 modifications the proposed Scheme of Amalgamation of Oikos India Private Limited with Milltech Engineering Private Limited is dispensed with in view of the averment made in para 15 of the affidavit in support of Summons for Directions stating there in that there are no secured creditors in the Applicant Company. Therefore the question of holding of meeting of secured creditors of the Applicant Company does not arise.

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 modifications the proposed Scheme of Amalgamation of Oikos India Private Limited with Milltech Engineering Private Limited is dispensed with in view of the averment made in para 16 of the affidavit in support of Summons for Directions interalia stating that the Applicant Company has obtained consent letters from the unsecured creditors which is annexed as Exhibit “J-1” to “J-8” to the affidavit in support of the Summons for Direction and that the Applicant undertakes to issue the individual notice of date of hearing of the Company Scheme Petition by RPAD to all its unsecured creditors and also to publish the same in the two local newspapers 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.)