

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 568 OF 2015

In the matter of the Companies Act,
1956 (1 of 1956);

AND

In the matter of Sections 391 to 394 of
the Companies Act, 1956; read with
Section 100 to Section 104 and other
applicable provisions of the Companies
Act, 2013);

AND

In the matter of Scheme of Arrangement
between Rushmi Logistics Private
Limited with Divya Shipping and
Clearing Services Limited their
respective shareholders

Divya Shipping & Clearing Services)
Private Limited,)
CIN No U63090MH1989PTC052557)
a company incorporated under the)
Companies Act, 1956 having its registered)

office at 502A, Dipti Classic, 34/35, Suren)
Road, Andheri –Kurla Road,Andheri(E.))
Mumbai-400093.) ...Applicant Company

Called for Direction

Mr.Sunil B Kadam Advocate for the Applicant Company.

Coram : S.C.Gupte J.

Date: 17th July, 2015

MINUTES OF THE ORDER

UPON the application of the applicant Company above named by a Company Summons for Directions AND UPON HEARING MR.Sunil Kadam, an Advocate for the Applicant Company, AND UPON READING the Affidavit dated 7th May, 2015 of Mr. Vedeprakash Shriyan, Director of the Applicant Company, in support of Summons for Direction and the Exhibits referred therein to, **IT IS ORDERED:**

- 1.That convening and holding of the meeting of 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 Arrangement between Rushmi Logistics Private Limited (the Demerged Company) and Divya

Shipping & Clearing Services Private Limited (the Resulting Company) and their respective shareholders is dispensed with, in view of the consents given by all the SipEquity Shareholders of the Applicant Company, which are annexed as EXHIBITS “H-1 ” and “ H-6 ” to the Affidavit in support of Company Summons for Directions.

2. There are no Secured and Unsecured Creditors in the Applicant Company as stated in the paragraphs No.17 of Company Summons for Directions. Hence the question of convening and holding the meeting of the Secured and Unsecured Creditors does not arise.

(S.C.Gupte ,J.)