

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 627 OF 2015

In the matter of the Companies Act, 1 of 1956
and other relevant provisions of the Companies
Act, 2013;

AND

In the matter of Sections 391 to 394 of the
Companies Act, 1956 and other relevant
provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement between P
N WRITER & COMPANY PRIVATE LIMITED
(the Demerged Company) and WRITER
BUSINESS SERVICES PRIVATE LIMITED (the
Resulting Company)

P N WRITER & COMPANY PRIVATE)
LIMITED, a company incorporated under)
the Companies Act, 1956 having its)
registered office at 105, Dr. B. Ambedkar)
Road, Lalbaug, Mumbai – 400 033.) ...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: 31st July, 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 16th June, 2015 Mr. Yazdi Desai, Director 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 Arrangement between P N WRITER & COMPANY PRIVATE LIMITED, the Demerged Company and WRITER BUSINESS SERVICES PRIVATE LIMITED, the Resulting Company is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'I-1' and 'I-2'** to the Affidavit in support of Summons for Direction.

2. That 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 proposed Scheme of Arrangement between P N WRITER & COMPANY PRIVATE LIMITED, the Demerged Company and WRITER BUSINESS SERVICES PRIVATE LIMITED, the Resulting Company is dispensed with in view of the consent given by all thirteen Secured Creditor of the Applicant Company, which are annexed as **Exhibit 'J-1' to 'J-13'** to the Affidavit in support of Summons for Direction.

3. That the 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 proposed Scheme of Arrangement between P N WRITER & COMPANY PRIVATE LIMITED, the Demerged Company and WRITER BUSINESS SERVICES PRIVATE LIMITED, the Resulting Company is dispensed with in view of the averments made in paragraph 26 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 having an outstanding of Rs. 1,00,000/- and above 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.)