

IN THE HIGH COURT OF JUDICATURE AT BOMBAY  
ORDINARY ORIGINAL CIVIL JURISDICTION  
COMPANY SUMMONS FOR DIRECTION NO. 603 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 D C  
SILK MILLS PVT LTD (the Demerged Company)  
and D C LANDMARKS PVT LTD (the Resulting  
Company)

D C SILK MILLS PVT LTD, a company )  
incorporated under the Companies Act, 1956 )  
having its registered office at 5 Chunawala )  
Industrial Estate Kondivitta Lane )  
Andheri(East) Mumbai-400059. ) ...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: 24<sup>th</sup> 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 18th June, 2015 Mr. Rakesh Dharamchand Arora, Director 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 Arrangement between D C SILK MILLS PVT LTD, the Demerged Company and D C LANDMARKS PVT LTD, the Resulting Company is dispensed with in view of the consent given by all the three Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'C-1' to 'C-3'** to the Affidavit in support of Summons for Direction.
2. The convening and holding the meeting of the Preference 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 D C SILK MILLS PVT LTD, the Demerged Company and D C LANDMARKS PVT LTD, the Resulting Company is dispensed with in view of the consent given by all the three Preference

Shareholders of the Applicant Company, which are annexed as **Exhibit ‘D-1’ to ‘D-3’** to the Affidavit in support of Summons for Direction

3. That 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 20 of the Affidavit in support of Summons for Direction.
4. 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 Arrangement between D C SILK MILLS PVT LTD, the Demerged Company and D C LANDMARKS PVT LTD, the Resulting Company is dispensed with in view of the averments made in paragraph 21 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.)