

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 796 OF 2015

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

AND

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

AND

In the matter of Scheme of Arrangement

BETWEEN

LAKSHYA FORUM FOR COMPETITIONS
PRIVATE LIMITED ('the Transferor
Company' or 'the Amalgamating Company'
or 'LFCPL')

AND

LAKSHYA EDUCARE PRIVATE
LIMITED ('the Transferee' or 'Amalgamated'
Company or 'LEPL')

AND

their respective shareholders

Lakshya Educare Private Limited	}
a Company incorporated under the provisions of the	}
Companies Act, 1956 having its registered office at	}
220, 2nd Floor, "Flying Colors", Pandit Din Dayal	}
Upadhyay Marg, L.B.S Cross Road,	}
Mulund – West, Mumbai – 400 080	}.....Applicant Company

Called Summons for Direction

Mr. Manish Malpani, Advocate for the Applicant Company

CORAM: S.C. Gupte J.

Date: 16th October 2015

MINUTES OF ORDER

UPON the application of the Applicant Company above named by a Summons for Directions AND UPON HEARING Mr. Manish Malpani, Advocate of the Applicant, AND UPON READING the Affidavit dated 30th June 2015 of Mr. Ashwin Patel Authorized signatory of the Applicant Company in support of the Summons of Directions and exhibits referred therein and 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), Scheme of Arrangement between the Lakshya Forum for competition private limited and Lakshya Educare Private Limited and their respective shareholders and creditors is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company which are annexed as **Exhibit 'H1** and **'H2'** to the Affidavit in support of the Summons for Directions.

- 2) The convening and holding the meeting of the Secured Creditors does not arise since there are no secured creditors of the applicant company as stated in paragraph 21 of the Affidavit in support of summons for direction.
- 3) The convening and holding the meeting of the Unsecured Creditors of the Applicant Company for the purpose of considering and, if thought fit, approve with or without modification(s) the proposed scheme of arrangement between Lakshya Forum for competition private limited and Lakshya Educare Private Limited and their respective shareholders and creditors, is dispensed with in view of the averments made in paragraph 21 of the Affidavit-in-support of the Summons for Directions and that the applicant Company undertakes to issue individual notice of the hearing of the Petition by Registered Post A.D. to all its unsecured Creditors and also to publish the same in two newspapers namely in Free Press Journal, English language and translation therein Navshakti in Marathi language, both having circulation in Mumbai. The said undertaking is accepted.

(S.C. Gupte J)

P.T.O.

Certificate

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