

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 661 OF 2015.

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

AND

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

AND

In the matter of Scheme of Amalgamation of
ANCHOR FILES PRIVATE LIMITED, the First
Transferor Company and MACARONI
FINANCE AND TRADING PRIVATE
LIMITED, the Second Transferor Company and
MUMBAI MARINE PRODUCTS PRIVATE
LIMITED, the Third Transferor Company and
NAGAR INVESTMENT AND FINANCE
PRIVATE LIMITED, the Fourth Transferor
Company and PARAG PROPERTIES PRIVATE
LIMITED, the Fifth Transferor Company and
PRAMESH PROPERTIES PRIVATE LIMITED,
the Sixth Transferor Company and REDDISH
INVESTMENT AND TRADING PRIVATE
LIMITED, the Seventh Transferor Company and
SAMANVAY AGRO PRIVATE LIMITED, the
Eighth Transferor Company with MADHU
CONSTRUCTION PRIVATE LIMITED, the
Transferee Company

NAGAR INVESTMENTS & FINANCE)

PRIVATE LIMITED, a company)
 incorporated under the Companies Act,)
 1956 having its registered office at S-002 B,)
 2nd Floor, Vikas Centre, S. V. Road,)
 Santacruz (West), Mumbai 400 054) ...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: 7th August, 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 2nd July, 2015 Mr. Pradeep Kumar Sarda, 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 Amalgamation of ANCHOR FILES PRIVATE LIMITED, the First Transferor Company and MACARONI FINANCE AND TRADING PRIVATE LIMITED, the Second Transferor Company and MUMBAI MARINE PRODUCTS PRIVATE LIMITED, the

Third Transferor Company and NAGAR INVESTMENT AND FINANCE PRIVATE LIMITED, the Fourth Transferor Company and PARAG PROPERTIES PRIVATE LIMITED, the Fifth Transferor Company and PRAMESH PROPERTIES PRIVATE LIMITED, the Sixth Transferor Company and REDDISH INVESTMENT AND TRADING PRIVATE LIMITED, the Seventh Transferor Company and SAMANVAY AGRO PRIVATE LIMITED, the Eighth Transferor Company with MADHU CONSTRUCTION PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'C-1' and 'C-2'** to the Affidavit in support of Summons for Direction.

2. 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 53 of the Affidavit in support of Summons for Direction.
3. 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 Amalgamation of ANCHOR FILES PRIVATE LIMITED, the First Transferor Company and MACARONI FINANCE AND TRADING PRIVATE LIMITED, the Second

Transferor Company and MUMBAI MARINE PRODUCTS PRIVATE LIMITED, the Third Transferor Company and NAGAR INVESTMENT AND FINANCE PRIVATE LIMITED, the Fourth Transferor Company and PARAG PROPERTIES PRIVATE LIMITED, the Fifth Transferor Company and PRAMESH PROPERTIES PRIVATE LIMITED, the Sixth Transferor Company and REDDISH INVESTMENT AND TRADING PRIVATE LIMITED, the Seventh Transferor Company and SAMANVAY AGRO PRIVATE LIMITED, the Eighth Transferor Company with MADHU CONSTRUCTION PRIVATE LIMITED, the Transferee Company is dispensed with in view of the averments made in paragraph 54 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.)