

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 692 OF 2015.

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

AND

In the matter of Sections 391 to 394 read with
section 100 to 103 of the Companies Act, 1956
and section 52 and other relevant provision of the
Companies Act, 2013;

AND

In the matter of Scheme of Amalgamation of
CANDOR POWER PRIVATE LIMITED and
JUICY INTERNATIONAL PRIVATE LIMITED
and NIMBUS DEALERS PRIVATE LIMITED and
LUXURY VINIMAY PRIVATE LIMITED and
RASHIDHAN INFRASTRUCTURE PRIVATE
LIMITED and MARINA COMMERCIAL
PRIVATE LIMITED and SHREEJAY
DEALTRADE PRIVATE LIMITED and
SKYVIEW VINIMAY PRIVATE LIMITED and
LUXURY AGENCIES PRIVATE LIMITED with
SIRIUS MEDIA PRIVATE LIMITED and their
respective Shareholders and Creditors.

Nimbus Dealers Private Limited, a)
company incorporated under the)
Companies Act, 1956 having its registered)
office at E1, 37-A10, Panchavati)
Apartment, Sector-8, Nerul (West),)

Mumbai, Maharashtra- 400706.

) ...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: 14th 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 15th July, 2015 Mr. Satish Sharma, Authorized Signatory 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 CANDOR POWER PRIVATE LIMITED and JUICY INTERNATIONAL PRIVATE LIMITED and NIMBUS DEALERS PRIVATE LIMITED and LUXURY VINIMAY PRIVATE LIMITED and RASHIDHAN INFRASTRUCTURE PRIVATE LIMITED and MARINA COMMERCIAL PRIVATE LIMITED and SHREEJAY DEALTRADE PRIVATE LIMITED and SKYVIEW VINIMAY PRIVATE LIMITED and LUXURY

AGENCIES PRIVATE LIMITED with SIRIUS MEDIA 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 'D-1' and 'D-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 25 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 CANDOR POWER PRIVATE LIMITED and JUICY INTERNATIONAL PRIVATE LIMITED and NIMBUS DEALERS PRIVATE LIMITED and LUXURY VINIMAY PRIVATE LIMITED and RASHIDHAN INFRASTRUCTURE PRIVATE LIMITED and MARINA COMMERCIAL PRIVATE LIMITED and SHREEJAY DEALTRADE PRIVATE LIMITED and SKYVIEW VINIMAY PRIVATE LIMITED and LUXURY AGENCIES PRIVATE LIMITED with SIRIUS MEDIA PRIVATE LIMITED and their respective Shareholders and Creditors 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 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.)