

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 678 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 other relevant provisions of the Companies
Act, 2013;

AND

In the matter of Scheme of Amalgamation of
SUCH TECHNO PRODUCTS PRIVATE
LIMITED, the First Transferor Company

AND

ATLANTA MERCANTILE PRIVATE
LIMITED, the Second Transferor Company

WITH

ACE INVESTMENT SERVICES (INDIA)
LIMITED, the Transferee Company

ATLANTA MERCANTILE PRIVATE)
LIMITED, a company incorporated under)
the Companies Act, 1956 having its)
registered office at C-327, Antop Hill)
Warehousing Complex, V.I.T College)
Road, Barkat Ali Naka, Wadala (East),)

Mumbai - 400037.) ...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 20th July, 2015 Mr. Manohar Chavan, 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 SUCH TECHNO PRODUCTS PRIVATE LIMITED, the Applicant / First Transferor Company and ATLANTA MERCANTILE PRIVATE LIMITED, the Second Transferor Company with ACE INVESTMENT SERVICES (INDIA) LIMITED, the Transferee 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 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 22 of the Affidavit in support of Summons for Direction.
3. The convening and holding the meeting of the Unsecured Creditor 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 SUCH TECHNO PRODUCTS PRIVATE LIMITED, the First Transferor Company and ATLANTA MERCANTILE PRIVATE LIMITED, the Second Transferor Company with ACE INVESTMENT SERVICES (INDIA) LIMITED, the Transferee Company is dispensed with in view of the consent given by the Sole Unsecured Creditor of the Applicant Company, which is annexed as **Exhibit 'D-1'** to the Affidavit in support of Summons for Direction.

(S. C. Gupte, J.)