

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 791 OF 2015

In the matter of the Companies Act, 1 of 1956

And

In the matter of Application under Sections 391
to 394, of the Companies Act, 1956 or any
relevant provision of the Companies Act, 2013;

And

In the matter of Scheme of Amalgamation of

NIVIA BIOTECH PRIVATE LIMITED

(CIN:U15400MH2008PTC186930) the

Applicant Transferor Company

And

HEXAGON LOGISTICS PRIVATE LIMITED,

(CIN:U63011MH2008PTC187904) the

Transferor Company

And

HEXAGON VITACHEMIE PRIVATE LIMITED

(CIN:U15400MH2008PTC186935) the

Transferor Company

With

HEXAGON NUTRITION PRIVATE LIMITED

(CIN:U24110MH1993PTC072189) the

Transferee Company

NIVIA BIOTECH PRIVATE LIMITED,)
(CIN: **U15400MH2008PTC186930**) a company)
incorporated under the Companies Act, 1956)
having its registered office at 404 A,)
Global Chamber, Adarsh Nagar,)
Link Road, Andheri. West, Mumbai – 400 053) **Applicant Transferor Company**

Called Summons for Direction for hearing

Sudhan Y. Amare Advocate for the Applicant

Coram: S. C. Gupte, J.

Date: 09th October 2015

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Summons for Direction AND UPON HEARING Mr. Sudhan Y. Amare Advocate for the Applicant Company, AND UPON READING the Affidavit dated 28th July 2015 Mr. Pradeep Naikade 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 **HEXAGON LOGISTICS PRIVATE LIMITED**, the Applicant Transferor Company And **HEXAGON VITACHEMIE PRIVATE LIMITED** the Transferor Company And **NIVIA**

BIOTECH PRIVATE LIMITED the Transferor Company With **HEXAGON NUTRITION 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 “** the Affidavit in support of Summons for Direction.

2. That convening and holding of the meeting of Secured 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 **HEXAGON LOGISTICS PRIVATE LIMITED**, the Transferor Company And **HEXAGON VITACHEMIE PRIVATE LIMITED** the Transferor Company And **NIVIA BIOTECH PRIVATE LIMITED** the Applicant Transferor Company With **HEXAGON NUTRITION PRIVATE LIMITED** the Transferee Company is dispensed with in view of the consent given by both the Secured creditors of the Applicant Company, which are annexed as **Exhibit “ D 1“ and “D2”** the Affidavit in support of Summons for Direction as stated in paragraph 27 and 28 of the Affidavit in support of Summons for Direction as on date there are no secured Creditors.
3. That 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 **HEXAGON LOGISTICS PRIVATE LIMITED**, the Applicant Transferor Company And **HEXAGON VITACHEMIE PRIVATE LIMITED** the Transferor Company And

NIVIA BIOTECH PRIVATE LIMITED the Transferor Company With **HEXAGON NUTRITION PRIVATE LIMITED** the Transferee Company is dispensed with in view of the consent given by the sole Unsecured creditors of the Applicant Company, which is annexed as **Exhibit “ E 1”** to the Affidavit in support of Summons for Direction as stated in paragraph 29 of the Affidavit in support of Summons for Direction.

(S.C. Gupte,J.)

CERTIFICATE

I certify that this order uploaded is a true and correct copy of original signed order

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