

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
 ORDINARY ORIGINAL CIVIL JURISDICTION
 COMPANY SUMMONS FOR DIRECTION NO. 708 OF 2015

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

AND

In the matter of Sections 391 to 394 read
 with the relevant rules of the Companies
 Act, 1956;

AND

In the matter of Scheme of Arrangement
 between RUPANI SPINNING MILLS
 PRIVATE LIMITED (the Demerged
 Company) and MILTON REAL
 VENTURES PRIVATE LIMITED (the
 Resulting Company)

RUPANI SPINNING MILLS PRIVATE)
 LIMITED, a Company incorporated under)
 the Companies Act, 1956 having its)
 registered office at Kaiser-I-Hind Building,)
 Third Floor, Currimbhoy Road, Ballard)
 Estate, Mumbai – 400 001.) ...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: 21st 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 30th July, 2015 Mr. Nevil Pradip Shah, 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 Arrangement between RUPANI SPINNING MILLS PRIVATE LIMITED, the Demerged Company and MILTON REAL VENTURES PRIVATE LIMITED, the Resulting 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. 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 18 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 Arrangement between RUPANI SPINNING MILLS PRIVATE LIMITED, the Demerged Company and MILTON REAL VENTURES PRIVATE LIMITED, the Resulting Company is dispensed with in view of the averments made in paragraph 19 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.)