

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 205 of 2015

In the matter of the Companies Act,
1956

AND

In the matter of Sections 391 to 394
of the Companies Act, 1956.

AND

In the matter of the Scheme of
Amalgamation of Moniez
Investment Company Private
Limited, Transferor Company No. 1
Bassein Engineering Enterprises
Private Limited, Transferor
Company No. 2

Ethnik Exports Private Limited a
Private Limited, Transferor
Company No. 3

Long Horn Holdings Private Limited,
Transferor Company No. 4

with

Brij Associates Consultants (India)
Private Limited, Transferee
Company and their respective
shareholders and creditors.

Moniez Investment Company Private)
Limited, Incorporated and registered)
under the Companies Act, 1956,)
having its registered office at 401,)
Jharna Co-operative Housing Society)
Limited, Ambedkar Road, above)
Ashok Medical Stores, Khar- West,)
Mumbai-400052, Maharashtra.)... Applicant Company

Called Summons for Direction for hearing

Mr. Darshan Ashar i/b Sanjay Udeshi & Co, Advocate(s) for Applicant.

Coram: S.J. Kathawalla, J.

Dated: 20th March, 2015

MINUTES OF ORDER

Upon the application of the above-named Applicant Company by a Summons for
Direction AND upon hearing Shri Darshan Ashar, Advocate for the Applicant AND
upon reading both the Affidavit dated 20th September, 2014 and Further Affidavit

dated 18th February, 2015 of Mrs. Alka Saigal, the Authorised Signatory of the Applicant Company of Mumbai in support of the Summons for Direction, and the Exhibits 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 Scheme of Amalgamation of Moniez Investment Company Private Limited, Transferor Company No. 1 Bassein Engineering Enterprises Private Limited, Transferor Company No. 2 Ethnik Exports Private Limited a Private Limited, Transferor Company No. 3 Long Horn Holdings Private Limited, Transferor Company No. 4 with Brij Associates Consultants (India) Private Limited, Transferee Company, 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 Exhibits 'C1' and 'C2' to the Affidavit in Support of Summons for Directions.
2. There are no secured creditors and preference shareholders in the Applicant Company as mentioned in paragraph 17 of the Affidavit in support of Company Summons for Direction. Hence the question of convening and holding the meeting of secured creditors and preference shareholders does not arise.
3. That convening and holding the meeting of the Unsecured Creditors including Debenture Holder of the Applicant Company, for the purpose of considering and if thought fit, approving with or without modification(s), the Scheme of Amalgamation of Moniez Investment Company Private Limited, Transferor Company No. 1 Bassein Engineering Enterprises Private Limited, Transferor Company No. 2 Ethnik Exports Private Limited a Private Limited, Transferor Company No. 3 Long Horn Holdings Private Limited, Transferor Company No. 4 with Brij Associates Consultants (India) Private Limited, Transferee Company, and their respective shareholders and creditors, is dispensed with in view of the consent given by some of the unsecured creditors including debenture holder which are annexed as Exhibit 'D1 to D6' to the Affidavit in Support of Company Summons for

Direction and in view of the averment made in para 19 inter-alia stating that the Applicant undertakes to issue individual Notice of date of hearing of Company Scheme Petition by R.P.A.D. to its remaining unsecured creditor and also undertakes to publish the same in two local news papers i.e. "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.J. Kathawalla J)