

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 827 OF 2015

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

AND

In the matter of Section 391 to 394 of the Act;

AND

In the matter of Scheme Amalgamation of Yogi
Machining And Forging Private Limited (Transferor
Company)

WITH

Kumars Autotech (Pune) Private Limited
(Transferee Company)

AND

Their respective shareholders

Yogi Machining and Forging Private Limited,)
a company incorporated under the Companies)
Act, 1956 having its registered office at)
Gat No. 54/6, Biradwadi, Chakan Ambethan)
Road, Chakan, Pune – 410501)
Maharashtra, India) ... Applicant Company

Called for Summons for Directions for hearing

Mr. Anurag Mankar, i/b. Ms. Prachi Manekar, Advocates for the Applicant

Coram: S. C. Gupte

Date: 30th October, 2015

MINUTES OF THE ORDER

UPON the Application of the Applicant Company above named by a Company Summons for Directions **AND UPON HEARING** Mr. Anurag Mankar instructed by Ms. Prachi Manekar, Advocate for the Applicant Company **AND UPON READING** the Affidavit dated 19th September, 2015 of Mr Ajaykumar Attuvappil, Director of the Applicant Company, in support of Company Summons for Directions and the Exhibits therein referred to, **IT IS ORDERED:**

1. That 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 Yogi Machining and Forging Private Limited with Kumars Autotech (Pune) Private Limited and their respective Shareholders, is dispensed with in view of the consent given by all the 6 (Six) Equity Shareholders of the Applicant Company, which are annexed as **Exhibits C-1 to C-6** to the Affidavit in support of Company Summons for Direction.
2. That the question of convening and holding the meeting of Secured Creditors does not arise, since there are no Secured Creditors in the Applicant Company as stated in paragraph 14 of the Affidavit in support of the Company Summons for Directions.
3. That the convening and holding the meeting of the Unsecured Loan 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 Yogi Machining and Forging Private Limited with Kumars Autotech (Pune) Private Limited and their respective Shareholders, is dispensed with in view of the averment made in Paragraph 15 of the Affidavit in support of the Company Summons for Directions inter alia stating that there is no arrangement and/or compromise with the Unsecured Loan Creditors and their rights will not be affected by the proposed Scheme of Amalgamation and the Applicant Company undertakes to issue individual notice of the date of hearing of the Company Scheme Petition by R.P.A.D to all its Unsecured Loan Creditors and also publish the same in two local daily newspapers viz 'Economic Times' in English language and translation thereof in 'Maharashtra Times' in Marathi language, both having circulation in Pune. The said undertaking is accepted.

4. The convening and holding 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 Yogi Machining and Forging Private Limited with Kumars Autotech (Pune) Private Limited and their respective Shareholders, is dispensed with in view of the averment made in Paragraph 16 of the Affidavit in support of the Company Summons for Directions inter alia stating that there is no arrangement and/or compromise with the Unsecured Creditors and their rights will not be affected by the proposed Scheme of Amalgamation and the Applicant Company undertakes to issue individual notice of the date of hearing of the Company

Scheme Petition by R.P.A.D to all its Unsecured Creditors and also publish the same in two local daily newspapers viz 'Economic Times' in English language and translation thereof in 'Maharashtra Times' in Marathi language, both having circulation in Pune. The said undertaking is accepted.

(S. C. Gupte, J.)

CERTIFICATE

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

Uploaded by: Shri. Shankar Gawde, Stenographer