

IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTION NO. 919 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 of the  
Companies Act, 1956 and other relevant provision  
of the Companies Act, 2013;

AND

In the matter of Scheme of Amalgamation of  
SOUTH WEST ELECTRONICS PRIVATE  
LIMITED, the First Transferor Company and TAPTI  
APPLIANCES PRIVATE LIMITED, the Second  
Transferor Company and ELEGANCE  
APPLIANCES PRIVATE LIMITED, the Third  
Transferor Company and NEETU APPLIANCES  
PRIVATE LIMITED, the Fourth Transferor  
Company and GANDAK ELECTRONICS  
PRIVATE LIMITED, the Fifth Transferor Company  
and YAKME ELECTRONICS PRIVATE  
LIMITED, the Sixth Transferor Company with  
ROSHI APPLIANCES PRIVATE LIMITED, the  
Transferee Company.

NEETU APPLIANCES PRIVATE )

LIMITED, a company incorporated under )  
 the Companies Act, 1956 having its )  
 registered office at Unit No. 103, 1<sup>st</sup> Floor, )  
 Adeshwar Arcade, Building No.4, Andheri )  
 Kurla Road, Chakala, Andheri East, )  
 Mumbai – 400 093. ) ...Applicant Company.

Called Summons for Direction for hearing

Mr. Rajesh Shah i/b M/s. Rajesh Shah & Co., Advocate for the Applicant

Coram: K. R. Shriram, J.

Date: 11th December, 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 23<sup>rd</sup> October, 2015 of Mr. Dinesh Rana, Director 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 SOUTH WEST ELECTRONICS PRIVATE LIMITED, the First Transferor Company and TAPTI APPLIANCES PRIVATE LIMITED, the Second Transferor Company and ELEGANCE APPLIANCES PRIVATE LIMITED, the Third

Transferor Company and NEETU APPLIANCES PRIVATE LIMITED, the Fourth Transferor Company and GANDAK ELECTRONICS PRIVATE LIMITED, the Fifth Transferor Company and YAKME ELECTRONICS PRIVATE LIMITED, the Sixth Transferor Company with ROSHI APPLIANCES 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' and 'C-2'** 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 17 of the Affidavit in support of Summons for Direction.
  
3. 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 SOUTH WEST ELECTRONICS PRIVATE LIMITED, the First Transferor Company and TAPTI APPLIANCES PRIVATE LIMITED, the Second Transferor Company and ELEGANCE APPLIANCES PRIVATE LIMITED, the Third Transferor Company and NEETU APPLIANCES PRIVATE LIMITED, the Fourth Transferor Company and GANDAK ELECTRONICS PRIVATE LIMITED, the Fifth Transferor

Company and YAKME ELECTRONICS PRIVATE LIMITED, the Sixth Transferor Company with ROSHI APPLIANCES PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the three Unsecured Creditors of the Applicant Company, which are annexed as **Exhibit 'D-1' and 'D-3'** to the Affidavit in support of Summons for Direction.

(K. R. Shriram, J.)

CERTIFICATE

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

Uploaded by : Shankar Gawde, Stenographer.