

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 161 OF 2016.

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

In the matter of Scheme of Arrangement
BETWEEN

JSW Power Trading Company Limited AND
JSW Green Energy Limited AND JSW Energy
Limited

AND their Respective Shareholders

JSW Green Energy Limited, a)
company incorporated under)
the Companies Act, 1956)
having its registered office at)
JSW Centre, Bandra Kurla)
Complex, Bandra (East),)
Mumbai - 400051.

...Applicant Company.

Called Summons for Direction for Hearing

Mr. Hemant Sethi i/b. M/s Hemant Sethi & Co., for Applicant

Coram: K.R. Shriram, J

Date: 4th March 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a
Summons for Direction AND UPON HEARING Mr. Hemant Sethi

instructed by M/s. Hemant Sethi & Co., Advocate for the Applicant Company, AND UPON READING the Affidavit dated 31st December 2015 of Mr. Sampath Madhavan, Director of the Applicant Company, in support of the Summons for Direction and the Exhibit therein referred to, IT IS ORDERED:-

1. That 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 Arrangement between JSW Power Trading Company Limited and JSW Green Energy Limited and JSW Energy Limited and their respective shareholders, is dispensed with in view of consent given by all the seven Equity Shareholders of the Applicant Company, which are annexed as Exhibit 'C1' to 'C7' to the Affidavit in support of the Summons for Direction.
2. That there are no Secured Creditors in the Applicant Company as stated in paragraph 10 of the Affidavit in support of Summons for Direction. Hence the question of convening and holding the meeting of Secured Creditors of the Applicant Company does not arise.
3. That 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 Arrangement between JSW Power Trading Company Limited and JSW Green Energy Limited and JSW Energy Limited and their respective shareholders, is dispensed with in view of averments made in paragraph 11 of the Affidavit in support of company Summons for Direction, inter-alia stating that the Scheme does not envisage any compromise or arrangement with the Unsecured Creditors and there will be no dilution in the rights of the Unsecured Creditors and that the Applicant Company undertakes to issue individual notices of the date of hearing of the Petition by R.P.A.D. to all its Unsecured Creditors and also to publish the same

in two local newspapers 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.

(K.R. Shriram, J)

CERTIFICATE

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

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