

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO.446 OF 2016.

In the matter of the Companies Act I of
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 ARMAN COMMODEAL
PRIVATE LIMITED, the Transferor
Company No. 1 and DAYANIDHI
BARTER PRIVATE LIMITED, the
Transferor Company No. 2 and
JYESHTHAH SALES PRIVATE LIMITED,
the Transferor Company No. 3 and
SIDHISHREE PLAZA MANAGEMENT
PRIVATE LIMITED, the Transferor
Company No. 4 with DIWAKAR
INFRASTRUCTURE PRIVATE LIMITED,
the Transferee Company.

DIWAKAR INFRASTRUCTURE PRIVATE)
LIMITED, a company incorporated)
under the Companies Act, 1956)
having its registered office at Temple)
Terrace, 55, Forjett Street, Gowalia)
Tank, Mumbai – 400036.) ...Applicant Company.
CIN: U45400MH2007PTC172287)

Called Summons for Direction for hearing

Ms. Sara Sancheti, Advocate of Sancheti & Sancheti, Advocates for
the Applicant Company.

CORAM: B.P. COLABAWALLA, J

DATE : 1st JULY , 2016

MINUTES OF ORDER

UPON the application of the Applicant Company above named
by a Summons for Direction AND UPON HEARING Ms. Sara
Sancheti, Advocate for the Applicant Company, AND UPON

READING the Affidavit dated 18th day of January, 2016 of Mr. Bimal Sancheti, Authorised Signatory of the Applicant Company, in support of Company Summons for Direction and the Exhibits referred to therein, 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 ARMAN COMMODEAL PRIVATE LIMITED, the Transferor Company No. 1 and DAYANIDHI BARTER PRIVATE LIMITED, the Transferor Company No. 2 and JYESHTHAH SALES PRIVATE LIMITED, the Transferor Company No. 3 and SIDHISHREE PLAZA MANAGEMENT PRIVATE LIMITED, the Transferor Company No. 4 with DIWAKAR INFRASTRUCTURE PRIVATE LIMITED, the Transferee Company, is dispensed with in view of the consents given by both the Equity Shareholders of the Applicant Company which are annexed as Exhibits "M-1" and "M-2" to the Affidavit in Support of Company Summons for Direction.

2. That there are no Secured Creditors of the Applicant Company as stated in paragraph 32 of the Affidavit in Support of Company Summons for Direction. Hence, the question of convening and holding meeting of Secured Creditors does not arise, hence dispensed with.

3. That 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 ARMAN COMMODEAL PRIVATE LIMITED, the Transferor Company No. 1 and DAYANIDHI BARTER PRIVATE LIMITED, the Transferor Company No. 2 and JYESHTHAH SALES PRIVATE LIMITED, the Transferor Company No. 3 and SIDHISHREE PLAZA MANAGEMENT PRIVATE LIMITED, the Transferor Company No. 4 with DIWAKAR INFRASTRUCTURE PRIVATE LIMITED, the Transferee Company, is dispensed with in view of the consents given by its 5 (Five) Unsecured Creditors of the Applicant Company which is annexed as Exhibit “N-1”, “N-2”, “N-3”, “N-4” and “N-5” the Affidavit in Support of Company Summons for Direction.

(B.P. COLABAWALLA, J)

C E R T I F I C A T E

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

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