

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 254 OF 2016

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

And

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

And

In the matter of Scheme of Amalgamation of Minimax Finlease Private Limited (The Transferor Company)

With

Poona Forge Private Limited (The Transferee Company)

And

Their respective shareholders

Poona Forge Private Limited,)
a company incorporated under)
the Companies Act, 1956)
having its registered office at)
148 5 Block MIDC Bhosari Industrial Estate,)
MIDC, Pune- 411026)

....Applicant Company

Called for Summons for Directions for hearing

Ms. Prachi Manekar a/w Mr. Anurag Mankar, Advocates for the Applicant

Coram: B. P. Colabawalla, J.

Date: 15th April, 2016

MINUTES OF THE ORDER

UPON the Application of the Applicant Company above named by a Company Summons for Directions **AND UPON HEARING** Prachi Manekar, Advocate for the Applicant Company **AND UPON READING** the Affidavit dated 23rd January, 2016 of Mr Anil Baburao Javlekar, 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 Minimax Finlease Private Limited (The Transferor Company) with Poona Forge Private Limited (The Transferee Company) and their respective shareholders and creditors, 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 I-1 to I-6** to the Affidavit in support of Company Summons for Direction.
2. That the convening and holding the meeting of the three Secured (Long Term & Short Term) 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 Minimax Finlease Private Limited (The Transferor

Company) with Poona Forge Private Limited (The Transferee Company) and their respective Shareholders, is dispensed with in view of the averment made in Paragraph 14 of the Affidavit in support of the Company Summons for Directions inter alia stating that there is no arrangement and/or compromise with the Secured (Long Term & Short Term) 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 Secured (Long Term & Short Term) 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.

3. That the convening and holding the meeting of the three 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 Minimax Finlease Private Limited (The Transferor Company) with Poona Forge Private Limited (The Transferee Company) and their respective shareholders and creditors, 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. That the convening and holding the meeting of all the 262 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 Minimax Finlease Private Limited (The Transferor Company) with Poona Forge Private Limited (The Transferee Company) and their respective shareholders and creditors, 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 Mumbai. The said undertaking is accepted.

(B. P. Colabawalla, J.)

CERTIFICATE

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

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