

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 189 OF 2016

In the matter of the Companies Act, 1 of 1956 and
other relevant provisions of the Companies Act,
2013;

AND

In the matter of Sections 391 to 394 of the
Companies Act, 1956 and other relevant provisions
of the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement between
EVERGREEN ENGINEERING CO PRIVATE LIMITED
(the Demerged Company) and EVERGREEN
ELECTRICALS PRIVATE LIMITED (the Resulting
Company)

EVERGREEN ENGINEERING CO)
PRIVATE LIMITED, a company incorporated)
under the Companies Act, 1956 having its)
registered office at 35-B, Mahal Industrial)
Estate, Mahakali Caves Road, 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: B. P. Colabawalla, J.

Date: 1st April, 2016

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 29th day of January, 2016 of Mr. Vinay Arvind Rao, 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 Arrangement between EVERGREEN ENGINEERING CO PRIVATE LIMITED (the Demerged Company) and EVERGREEN ELECTRICALS PRIVATE LIMITED (the Resulting Company) is dispensed with in view of the consent given by all the thirteen Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'C-1' to 'C-13'** to the Affidavit in support of Summons for Direction.

2. The convening and holding of the meeting of the Secured Creditor 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 EVERGREEN ENGINEERING CO PRIVATE LIMITED (the Demerged Company) and EVERGREEN ELECTRICALS PRIVATE LIMITED (the Resulting Company) is dispensed with in view of the averments made in paragraph 17 of the Affidavit in support of the Summons

for Direction and that the Applicant undertakes to issue individual notice of date of hearing of the Company Scheme Petition by Registered Post A. D. to the Sole Secured Creditor and also to publish the same in two local news papers 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.

3. The convening and holding of 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 EVERGREEN ENGINEERING CO PRIVATE LIMITED (the Demerged Company) and EVERGREEN ELECTRICALS PRIVATE LIMITED (the Resulting Company) is dispensed with in view of the averments made in paragraph 18 of the Affidavit in support of the Summons for Direction and that the Applicant undertakes to issue individual notice of date of hearing of the Company Scheme Petition by Registered Post A. D. to all its Unsecured Creditor and also to publish the same in two local news papers 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.

(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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