

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 197 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 Amalgamation
between AAA ADVERTISEMENT PRIVATE
LIMITED, the First Transferor Company and
AAA HOME ENTERTAINMENT SERVICES
PRIVATE LIMITED, the Second Transferor
Company and ALPSOFT TECHVENTURES
PRIVATE LIMITED, the Third Transferor
Company and WHITEHILLS MERCANTILE
PRIVATE LIMITED, the Fourth Transferor
Company and QUADRO MERCANTILE
PRIVATE LIMITED, the Fifth Transferor
Company with RELCOM SOFTWARE
SOLUTIONS PRIVATE LIMITED, the
Transferee Company.

RELCOM SOFTWARE SOLUTIONS)
PRIVATE LIMITED, a company)
incorporated under the Companies Act,)
1956 having its registered office at 502,)
Plot No. 91/94, Prabhat Colony,)
Santacruz (East), Mumbai – 400 055.) ...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 2nd February, 2016 Mr. Pushkar Marathe Jointly with Mr. Pramod Satam, Authorised Signatories 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 between AAA ADVERTISEMENT PRIVATE LIMITED, the First Transferor Company and AAA HOME ENTERTAINMENT SERVICES PRIVATE LIMITED, the Second Transferor Company and ALPSOFT TECHVENTURES PRIVATE LIMITED, the Third Transferor Company and WHITEHILLS MERCANTILE PRIVATE LIMITED, the Fourth Transferor Company and QUADRO MERCANTILE PRIVATE LIMITED, the Fifth Transferor Company with RELCOM SOFTWARE SOLUTIONS

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 'O-1' and 'O-2'** to the Affidavit in support of Summons for Direction.

2. 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 37 of the Affidavit in support of Summons for Direction.

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 Amalgamation between AAA ADVERTISEMENT PRIVATE LIMITED, the First Transferor Company and AAA HOME ENTERTAINMENT SERVICES PRIVATE LIMITED, the Second Transferor Company and ALPSOFT TECHVENTURES PRIVATE LIMITED, the Third Transferor Company and WHITEHILLS MERCANTILE PRIVATE LIMITED, the Fourth Transferor Company and QUADRO MERCANTILE PRIVATE LIMITED, the Fifth Transferor Company with RELCOM SOFTWARE SOLUTIONS PRIVATE LIMITED, the Transferee Company is dispensed with in view of the averments made in paragraph 39 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 its all

Unsecured Creditors 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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