

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 261 OF 2016.

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

AND

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

AND

In the matter of Scheme of Arrangement of Skystar Buildcon Private Limited ('the Transferor Company')

WITH

Satguru Corporate Services Private Limited ('the Transferee Company')

AND

Their respective Shareholders

Skystar Buildcon Private Limited, a)
company incorporated under the)
Companies Act, 1956 having its)
registered office at 5th Floor, Sunteck)
Centre, Subhash Road, Vile Parle (East),) ...Applicant Company
Mumbai-400057

Called Summons for Direction for Hearing

Mr. Rajesh Shah i/b. M/s Rajesh Shah & Co., for the Applicant .

Coram: B. P. Colabawalla, J.

Date: 22nd April, 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Company 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 15th February, 2016 of Ms. Sapna Patel , Authorized Signatory, of the Applicant Company, in support of the Company 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 Scheme of Arrangement of Skystar Buildcon Private Limited ('Skystar') with Satguru Corporate Services Private Limited ('Satguru') and their respective Shareholders, is dispensed with in view of consent given by both the Equity Shareholders of the Applicant Company, which are annexed as **Exhibits 'D-1'** and **'D-2'** to the Affidavit in support of the Company Summons for Direction.
2. The convening and holding of the meeting of the sole Secured Creditor of the Applicant Company for the purpose of considering and, if thought fit, approving, with or without modification(s), the Scheme of Arrangement of Skystar Buildcon Private Limited ('Skystar') with Satguru Corporate Services Private Limited ('Satguru') and their respective Shareholders, is dispensed with in view of the averment made in paragraph (11) of the affidavit in support of the Summons for Directions and that the Applicant Company undertakes to issue notice of the hearing of the Petition individually by Registered Post A.D. to all its Secured Creditor and also publish the same in one issue each of

Free Press Journal, in English language and Navshakti in Marathi language both circulated 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 Scheme of Arrangement of Skystar Buildcon Private Limited ('Skystar') with Satguru Corporate Services Private Limited ('Satguru') and their respective Shareholders, is dispensed with in view of the averment made in paragraph (12) of the affidavit in support of the Summons for Directions interalia stating that two Unsecured creditors having outstanding balance of Rs.24,06,00,000/- have already given their consent, which are annexed as **Exhibits F1 and F2** and that the Applicant Company undertakes to issue notice of the hearing of the Petition individually by Registered Post A.D. to all its balance Unsecured Creditors whose consents have not been obtained and also to publish the same in one issue each of Free Press Journal, in English language and Navshakti in Marathi language both circulated 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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