

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO.298 OF 2016

In the matter of Companies Act, 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

MCD Nitrile India Private Limited
(Transferor Company)

into

Tranter India Private Limited
(Transferee Company)

Tranter India Private Limited, a)
company incorporated under the)
Companies Act, 1956 and having)
its registered office at Gat No. 127)
and 128, Dingrajwadi, Taluka -)
Shirur, Pune - 412208)Applicant Company

Called Summons for Direction for hearing

Mr. Kunal Mehta i/b M/s. Crawford Bayley & Co, Advocate for Applicant
Company

CORAM: B.P. COLABAWALLA, J

DATE: 22nd APRIL, 2016

MINUTES OF THE ORDER

UPON the Application of the Applicant Company above named by a
Summons for Direction, AND UPON HEARING Mr. Kunal Mehta
instructed by M/s. Crawford Bayley & Co., Advocates for the Applicant
Company, AND UPON READING the Affidavit dated February 18, 2016 of

Mr. Satish L. Shewalkar, Authorised Signatory of the Applicant Company, in support of Summons for Direction, 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 MCD Nitrile India Private Limited (Transferor Company) into Tranter India Private Limited (Transferee Company), is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which are annexed as Exhibits “J-1” to “J-2” to the Affidavit in Support of Company Summons for Direction.

2. The convening and holding of the meeting of the Secured Creditors of the Applicant Company above named for the purpose of considering and if thought fit, approving, with or without modification the proposed Scheme of Amalgamation of MCD Nitrile India Private Limited (Transferor Company) into Tranter India Private Limited (Transferee Company) is dispensed with in view of the consent given by the Secured Creditor of the Applicant Company which is annexed as Exhibits “L” to the Affidavit in Support of Company Summons for Direction.

3. That convening and holding of the meeting of Unsecured Creditors of the Applicant Company above named for the purpose of considering and if thought fit, approving, with or without modification the proposed

Scheme of Amalgamation of MCD Nitrile India Private Limited (Transferor Company) into Tranter India Private Limited (Transferee Company) is dispensed with in view of the averment made in paragraph 25 of the Affidavit in Support of the Summons for Directions. The Applicant Company undertakes to issue individual notice of the date of hearing of the Petition by Registered Post A.D. upon its Unsecured Creditors and also to publish notice of hearing of the Petition in local 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.

(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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