

**IN THE HIGH COURT OF JUDICATURE AT BOMBAY**  
**ORDINARY ORIGINAL CIVIL JURISDICTION**  
**COMPANY SUMMONS FOR DIRECTIONS NO. 536 OF 2016**

In the matter of the Companies Act, 1956 (I of 1956)

And

In the matter of Sections 391 and 394 of the Companies  
Act, 1956 (I of 1956)

And

In the matter of the Scheme of Amalgamation of **Zawar  
Sales Limited** (Transferor Company - I")

And

**Zawar Foods Private Limited** ("Transferor Company II")

with

**Jaibalaji Business Corporation Private Limited**  
("Transferee Company") and their respective shareholders

|                                       |   |                            |
|---------------------------------------|---|----------------------------|
| <b>Jaibalaji Business Corporation</b> | ) |                            |
| <b>Private Limited</b> a Company      | ) |                            |
| incorporated under the Companies      | ) |                            |
| Act, 1956 (I of 1956) and having its  | ) |                            |
| Registered Office at B-105, Kalpataru | ) |                            |
| Plaza, 224, Bhavani Peth, Pune        | ) |                            |
| 411042, Maharashtra, bearing CIN:     | ) |                            |
| U26960PN2011PTC150933                 | ) | ... Applicant / Transferee |
|                                       |   | Company                    |

**Called Summons for Directions**

Mr. Ajinkya Kurdukar, Advocate for the Applicant

Coram: B. P. Colabawalla, J

Date: 1<sup>st</sup> July 2016

**MINUTES OF ORDER**

UPON the application of the Applicant Company above named by a Summons for Directions AND UPON HEARING Mr. Ajinkya Kurdukar, Advocate for the Applicant Company, AND UPON READING the Affidavit dated 24<sup>th</sup> February, 2016 of Mr. Satish Parale, the Authorised Signatory of the Applicant Company, in support of Summons for Directions and the exhibits therein referred to, **IT IS ORDERED:**

1. That 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 of Zawar Sales Limited (Transferor Company - I”) and Zawar Foods Private Limited (“Transferor Company II”) with Jaibalaji Business Corporation Private Limited (“Transferee Company”) is dispensed with in view of consent given by all (eighteen) equity shareholders of the Applicant company which is annexed as Exhibit ‘N-1 to N-18’ to the Affidavit in support of the Summons for Directions.
2. That there are no Secured Creditors of the Applicant Company as stated in the paragraph number 24 of the Affidavit in support of the Summons for Directions. Hence the question of convening and holding the meeting of Secured Creditors does not arise.
3. That there are no Unsecured Creditors of the Applicant Company as stated in the paragraph 24 of the Affidavit in support of the Summons for Directions. Hence the

question of convening and holding the meeting of Unsecured Creditors does not arise.

(B. P. Colabawalla, J)

**CERTIFICATE**

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

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