

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 449 OF 2016

In the matter of the Companies Act, 1956 (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 between Sumer Builders Private Limited ('the Demerged Company')

With

Loonkar Properties Private Limited ('the Transferee Company')

AND

their respective Shareholders and Creditors

SUMER BUILDERS PRIVATE)
LIMITED, a Company incorporated)
under the provisions of Companies)
Act, 1956 having its registered office)
at 220, Commerce House, 140)
N.M.Road, Fort ,Mumbai -400023)

.....Applicant Company

Called Summons for Direction for hearing

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

Coram: B. P. Colabawalla, J.

Date: 1st July, 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Summons for Directions **AND UPON HEARING** Mr. Rajesh Shah instructed by Rajesh Shah & Co., Advocates for the Applicant Company, **AND UPON READING** the Affidavit

dated 29th March, 2016 of Mr. Kunal Goswani Authorised signatory of the Applicant Company, in support of Summons for Directions and the Exhibits therein referred to,
IT IS ORDERED THAT:

1. The convening and holding of 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 Sumer Builders Private Limited ('the Demerged Company') with Loonkar Properties Private Limited ('the Transferee Company') and their respective shareholders and Creditors, is dispensed with in view of the consent given by all the Eight Equity Shareholders of the Applicant Company, which are annexed as **Exhibits 'I1' to 'I8'** to the affidavit in support of the Summons for Directions.
2. There are no Secured Creditors of the Applicant Company as mentioned in paragraph 12 of the affidavit in support of Summons for Directions. Hence, the question of convening and holding the meeting of Secured Creditors does not arise.
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 Sumer Builders Private Limited ('the Demerged Company') with Loonkar Properties Private Limited ('the Transferee Company') and their respective shareholders and Creditors is dispensed with in view of the averment made in paragraph 13 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. upon all its Unsecured Creditors and also to publish the same in one issue each of '**Free Press Journal**', in English language and translation thereof in '**Nav**

Shakti' 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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