

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 592 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 of EMDEE PRIVATE
LIMITED, the Transferor Company with
JSUN FOODS PRIVATE LIMITED, the
Transferee Company.

JSUN FOODS PRIVATE LIMITED, a)	
company incorporated under the)	
Companies Act, 1956 having its)	
registered office at 509 & 510, Centre)	
Square Building, S. V. Road, Opp.)	
Nadko Shopping Centre, Andheri (W),)	
Mumbai – 400 058.)	...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 : 8th July, 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 11th day of April, 2016 of Mr. Ashok Jhunjhunwala, Director 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 of EMDEE PRIVATE LIMITED, the Transferor Company with JSUN FOODS PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the Seventeen Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'G-1' to 'G-17'** to the Affidavit in support of Summons for Direction.
2. The convening and holding of the meeting of the Secured Creditor 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 EMDEE PRIVATE LIMITED, the Transferor Company with JSUN FOODS PRIVATE LIMITED, the Transferee Company is dispensed with in view of the averments

made in paragraph 17 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 Sole Secured Creditor 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.

3. The convening and holding 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 of EMDEE PRIVATE LIMITED, the Transferor Company with JSUN FOODS PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the three Unsecured Creditors of the Applicant Company, which are annexed as **Exhibit 'I-1' to 'I-3'** to the Affidavit in support of Summons for Direction.

(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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