

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 565 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 METRO ENTERTAINMENT (BOMBAY)
PRIVATE LIMITED, the Transferor
Company with PRIMEZONE REALTY
PRIVATE LIMITED, the Transferee
Company.

PRIMEZONE REALTY PRIVATE)
LIMITED, a company incorporated)
under the Companies Act, 1956 having)
its registered office at Metro House, 2nd)
Floor, M G Road, Mumbai – 400 020.) ...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 9th day of June, 2016 of Mr. Vikram Gupta, 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 METRO ENTERTAINMENT (BOMBAY) PRIVATE LIMITED, the Transferor Company with PRIMEZONE REALTY PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the four Equity Shareholders of the Applicant Company, which are annexed as **Exhibit 'G-1' to 'G-4'** to the Affidavit in support of Summons for Direction.
2. That the question of convening and holding of the meeting of Secured Creditors does not arise since there are no Secured Creditors of the Applicant Company as stated in paragraph 17 of the Affidavit in support of Summons for Direction.
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

METRO ENTERTAINMENT (BOMBAY) PRIVATE LIMITED, the Transferor Company with PRIMEZONE REALTY PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by both the Unsecured Creditors of the Applicant Company, which are annexed as **Exhibit 'H-1' and 'H-2'** 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.

Uploaded by : Shankar Gawde, Stenographer.