

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 621 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
VORTEX COMMERCIAL PRIVATE
LIMITED, the Transferor Company with
HOTEL TUNGA REGALE (INDIA) PRIVATE
LIMITED, the Transferee Company and Their
Respective Shareholders And Creditors.

HOTEL TUNGA REGALE (INDIA))
PRIVATE LIMITED, a company)
incorporated under the Companies Act,)
1956 having its registered office at Plot)
No.31, M.I.D.C., Andheri (East),)
Mumbai- 400 093.) ...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: 22nd 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 23rd day of June, 2016 of Mr. Manjunatha Devadiga, Authorized Signatory 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 VORTEX COMMERCIAL PRIVATE LIMITED, the Transferor Company with HOTEL TUNGA REGALE (INDIA) PRIVATE LIMITED, the Transferee Company and Their Respective Shareholders And Creditors is dispensed with in view of the consent given by all the Seven Equity Shareholders of the Applicant Company, which are annexed as **Exhibits 'G-1' to 'G-7'** to the Affidavit in support of Summons for Direction.
2. 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 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 Amalgamation of VORTEX COMMERCIAL PRIVATE LIMITED, the Transferor Company with HOTEL TUNGA REGALE (INDIA) PRIVATE LIMITED, the Transferee Company and Their Respective Shareholders And Creditors is dispensed with in view of the averments made in paragraph 19 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 all its Unsecured Creditors 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.

(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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