IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTION NO. 780 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 BHORUKA POWER HOLDINGS PRIVATE LIMITED, the Transferor Company with BHORUKA POWER INVESTMENTS INDIA PRIVATE LIMITED, the Transferee Company

BHORUKA POWER HOLDINGS)
PRIVATE LIMITED, a company)
incorporated under the Companies Act,)
1956 having its registered office at 812,)
Tulsiani Chambers, Nariman Point,)
Mumbai- 400021) …Applicant Company.

<u>Called Summons for Direction:</u>

Mr. Rajesh Shah i/b M/s. Rajesh Shah & Co., Advocate for the Applicant

Coram: A. K Menon J.

Date : 29th September, 2016

<u>MINUTES OF THE ORDER</u>

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 12th day of July, 2016 of Mr. S.K. Warerkar, 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 BHORUKA POWER HOLDINGS PRIVATE LIMITED, the Transferor Company with BHORUKA POWER INVESTMENTS INDIA 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 'C-1' to 'C-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 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 BHORUKA POWER HOLDINGS PRIVATE LIMITED, the Transferor Company with BHORUKA POWER INVESTMENTS INDIA 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 'D-1, D-2 and 'D-5'** to the Affidavit in support of Summons for Direction and in view of the averments made in paragraph 18 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 other Unsecured 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.

(A. K. Menon, J.)

CERTIFICATE

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

Uploaded by : Shankar Gawde, Stenographer.