

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 756 OF 2016

In the matter of the Companies Act 1 of 1956 and other relevant provision of Companies Act,2013;

AND

In the matter of Sections 391 to 394 of the Companies Act, 1956 and other relevant provision of Companies Act,2013;

AND

In the matter of Nandi Seeds Private Limited

AND

In the matter of Scheme of Amalgamation of Nandi Seeds Private Limited

WITH

Biostadt MHseeds Limited and their respective Shareholders and Creditors.

Nandi Seeds Private Limited, a)
company incorporated under the)
Companies Act, 1956 having its)
registered office at:602-A, Poonam)
Chambers, Dr.A.B.Road, Worli,)
Mumbai-400018, Maharashtra, India) ...Applicant Company

Called: Summons for Direction

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

Coram: A. K Menon, J.

Date: 8th September, 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 26th day of July, 2016 of Mr. Satish Kamath, Authorised 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 Nandi Seeds Private Limited with Biostadt MHseeds Limited and their respective Shareholders and Creditors is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which are annexed as **Exhibits 'C-1' and 'C-2'** to the Affidavit in support of Summons for Direction.
2. The convening and holding the meeting of the Preference 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 Nandi Seeds Private Limited with Biostadt MHseeds Limited and their respective Shareholders and Creditors is dispensed with in view of the consent given by the Sole Preference Shareholders of the Applicant Company, which are annexed as **Exhibits 'D-1'** to the Affidavit in support of Summons for Direction

3. 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 24 of the Affidavit in support of Summons for Direction.
4. 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 Nandi Seeds Private Limited with Biostadt MHseeds Limited and their respective Shareholders and Creditors is dispensed with in view of the averments made in paragraph 25 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.

(A. K Menon, J)

CERTIFICATE

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

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