

IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTION NO. 768 OF 2016

In the matter of Companies Act,
1956 (1 of 1956);

AND

In the matter of Sections 391 to 394
of the Companies Act, 1956;

AND

In the matter of Scheme of Amalgamation of Global Information Services Private Limited, Transferor Company No. 1 and TBSS Healthcare TPA Services Limited, Transferor Company No. 2 with Tata Business Support Services Limited, Transferee Company and Their Respective Shareholders and Creditors

Global Information Services Private Limited,)
a Company incorporated under the)
Companies Act, 1956 and having its registered)
office at A-501, 5th Floor, Building No. 4,)
Infinity Park, Gen. A.K. Vaidya Marg, Dindoshi,)
Malad (East), Mumbai 400 097) ... Applicant Company

Called Summons for Direction

Mr. Karthik Somasundram a/w Mr. Anirban Sen and Ms. Oendri Neogi i/b. M/s Krishnamurthy and Co., Advocates for the Applicant

Coram: A.K. Menon, J.
Date: 29th September, 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Summons for Direction AND UPON HEARING Mr. Karthik Somasundram instructed by M/s. Krishnamurthy and Co., Advocates for the Applicant Company, AND UPON READING THE AFFIDAVIT DATED 27th July, 2016 of Mr. Sampath V., Director and Authorised Signatory of the Applicant Company, in support of the Summons for Directions and the Exhibits therein referred, IT IS ORDERED:-

1. That the convening and holding of 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 GLOBAL INFORMATION SERVICES PRIVATE LIMITED, Transferor Company No. 1/ Applicant Company and TBSS HEALTHCARE TPA SERVICES LIMITED, Transferor Company No. 2 with TATA BUSINESS SUPPORT SERVICES LIMITED, Transferee Company 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 **Exhibit ‘T’ and Exhibit ‘U’** to the Affidavit in support of the Summons for Direction.

2. That the convening and holding of the meeting of the Secured 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 GLOBAL INFORMATION SERVICES PRIVATE LIMITED, Transferor Company No. 1/ Applicant Company and TBSS HEALTHCARE TPA SERVICES LIMITED, Transferor Company No. 2 with TATA BUSINESS SUPPORT SERVICES LIMITED, Transferee Company and Their Respective Shareholders and Creditors, is dispensed with in view of the averment made in paragraph 25 of the Affidavit in support of the Summons for Directions inter alia stating that there are no secured creditors in the Applicant Company. Hence, the question of convening and holding the meeting of Secured Creditors does not arise.
3. That 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 GLOBAL INFORMATION SERVICES PRIVATE LIMITED, Transferor Company No. 1/ Applicant Company and TBSS HEALTHCARE TPA SERVICES LIMITED, Transferor Company No. 2 with TATA BUSINESS SUPPORT SERVICES LIMITED, Transferee Company and Their Respective Shareholders and Creditors, is dispensed

with in view of the averment made in paragraph 25 of the Affidavit in support of the Summons for Directions inter alia stating that there are no unsecured creditors in the Applicant Company. Hence, the question of convening and holding the meeting of Unsecured Creditors does not arise.

(A.K. Menon, J.)

CERTIFICATE

I certify that the order uploaded is a true and correct copy of Original signed order.

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