

**IN THE HIGH COURT OF JUDICATURE AT BOMBAY**  
**ORDINARY ORIGINAL CIVIL JURISDICTION**  
**COMPANY SUMMONS FOR DIRECTION NO. 944 OF 2016**

In the matter of the Companies Act,  
1956;

And

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

And

In the matter of the Scheme of  
Amalgamation under Sections 391  
to 394 of the Companies Act, 1956  
and other applicable provisions of  
the Companies Act, 1956 and the  
Companies Act, 2013, of  
MeadWestvaco India Private  
Limited and MWV India  
Paperboard Packaging Private  
Limited and their Respective  
Shareholders And Creditors

MeadWestvaco India Private )

Limited, a company )  
incorporated under the )  
Companies Act, 1956 and )  
having its registered office at )  
Alpha Building, 10<sup>th</sup> Floor, )  
Office No. 1001 & 1002, )  
Hiranandani Business Park, )  
Powai Mumbai  
400076,Maharashtra

.....Applicant Company

**Called for Summons for Direction**

Mr. Peshwan Jehangir, Ms. Krishna Kedia, Mr. Himanshu Vidhani,  
and Ms. Yashashree Mahajan i/b Khaitan & Co., Advocates for the  
Applicant Company

**Coram: S.C. Gupte J.**

**Dated: 25<sup>th</sup> November 2016**

**Minutes of Order**

Upon the application of the Applicant Company abovenamed by a  
Summons for Direction AND UPON HEARING the Advocates for  
the Applicant Company AND UPON READING the Affidavit dated  
3<sup>rd</sup> day of August, 2016 of Sachin Kumar Jhankal, Authorised

Signatory of the Applicant Company, in support of the Summons for Direction along with the Exhibits therein referred to, IT IS ORDERED:-

1. That a 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 under Sections 391 to 394 of the Companies Act, 1956 and applicable provisions under the Companies Act, 2013 of MeadWestvaco India Private Limited (“**Applicant Company**”/ “**Transferor Company**”) and MWV India Paperboard Packaging Private Limited (“**Transferee Company**”) and their respective shareholders and creditors (“**Scheme**”), be dispensed with in view of averments in paragraph 21 of the Affidavit in Support of the Company Summons for Direction of the Applicant Company and the letters of consent given by both the equity shareholders of the Applicant Company, being Exhibit Nos. “**E-1**” to “**E-2**”, respectively of the Affidavit in Support of the Company Summons for Direction.

2. That the question of convening and holding a meeting of the Preference Shareholders of the Applicant Company does not arise as there are no Preference Shareholders of the Applicant Company as stated in paragraph 22 of the Affidavit in Support of the Company Summons for Direction.
3. That the question of convening and holding a meeting of the Secured Creditors of the Applicant Company does not arise as there are no Secured Creditors of the Applicant Company as stated in paragraph 23 of the Affidavit in Support of the Company Summons for Directions.
4. That a 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 is dispensed in view of the consent letters obtained from 4 unsecured creditors of the Applicant Company having an aggregate outstanding of about 95% of the total outstanding unsecured debt of the Applicant Company as of 30<sup>th</sup> June 2016 as

stated in the averments in paragraph 24 of the Affidavit in Support of the Company Summons for Direction of the Applicant Company, being Exhibits No. “G-1” to “G-4” of the Affidavit in Support of the Company Summons for Directions of the Applicant Company and the undertaking that the Applicant Company will issue individual notices of the date of hearing of the Company Scheme Petition to the remaining Unsecured Creditors of the Applicant Company, and issue public notice of the date of hearing of the Company Scheme Petition in two local newspapers viz. The Free Press Journal in English language and translation thereof in Navshakti in Marathi language, both having circulation in Mumbai.

5. That the question of convening and holding a meeting of the Debenture Holders of the Applicant Company does not arise as there are no Debenture Holders of the Applicant Company as stated in paragraph 25 of the Affidavit in Support of the Company Summons for Direction.

6. Publication of notice of the proposed Scheme of in the  
Maharashtra Government Gazette is dispensed with.

**(S. C. Gupte J.)**

**C E R T I F I C A T E**

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

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