

IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTION NO. 875 OF 2016

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

AND

In the matter of Sections 391 to 394 and other
relevant provisions of the Companies Act, 1956

AND

In the matter of Scheme of Amalgamation of
Creative Computer and Marketing Private
Limited ('Transferor Company 1'), Creative
Home Furnishing International Private Limited
('Transferor Company 2'), CG Leasing
(Bombay) Private Limited ('Transferor
Company 3'), Creative Polytex Private Limited
('Transferor Company 4'), Dream Wisdom
Constructions Company Private Limited
('Transferor Company 5'), Harmony Landmarks
and Real Estate Private Limited ('Transferor
Company 6') with Creative Estates Private
Limited (the 'Transferee Company') and their
Respective Shareholders

Creative Polytex Private Limited,	)
a company incorporated under the provisions of	)
Companies Act, 1956 having its Registered Office	)
at 103, Cama Industrial Estate, Sun Mill Compound,	)
Lower Parel (West), Mumbai - 400013, India	).....Applicant Company

Called: Summons for Direction

Hemant Sethi i/b. Hemant Sethi & Co, Advocates for the Applicant Company

Coram: A. K. MENON, J

Date: 27th October 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named by a Summons for Direction **AND UPON HEARING** Mr. Hemant Sethi i/b. M/s Hemant Sethi & Co, Advocates for the Applicant Company, **AND UPON HEARING** the Affidavit dated 7th September 2016, of Mr. Shivkumar Kishanlal Kedia, Authorised Signatory of the Applicant Company, in support of the Company Summons for Direction and the Exhibits therein referred to, **IT IS ORDERED THAT:**

- 1) 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, the proposed Scheme of Amalgamation of Creative Computer and Marketing Private Limited and Creative Home Furnishing International Private Limited and CG Leasing (Bombay) Private Limited and Creative Polytex Private Limited and Dream Wisdom Constructions Company Private Limited and Harmony Landmarks and Real Estate Private Limited with Creative Estates Private Limited and their Respective Shareholders is dispensed with, in view of the consent given by both the Equity shareholders of the Applicant Company as per the original consent letters annexed as **EXHIBITS “C-1 and C-2”** to the affidavit in support of the Summons for Directions.

- 2) There are no Secured Creditors in the Applicant Company as stated in paragraph 6 of the Affidavit in support of Company Summons for Direction. Hence, the question of convening and holding the meeting of Secured Creditors does not arise.
- 3) The convening and holding the meeting of Unsecured Creditors of the Applicant Company for the purpose of considering, and, if thought fit, approving with or without modification, the Scheme of Amalgamation of Creative Computer and Marketing Private Limited and Creative Home Furnishing International Private Limited and CG Leasing (Bombay) Private Limited and Creative Polytex Private Limited and Dream Wisdom Constructions Company Private Limited and Harmony Landmarks and Real Estate Private Limited and with Creative Estates Private Limited and their Respective Shareholders, is dispensed with, in view of the averments made in paragraph 7 of the affidavit in support of the Summons for Directions, *inter alia* stating that the rights of the Unsecured Creditors of the Applicant Company are concerned, they will not be affected adversely with the proposed Scheme as all the Unsecured Creditors will be paid off by the Transferee Company in the ordinary course of the business and that the Applicant Company undertakes to issue individual notices by R.P.A.D. to all its Unsecured Creditors and also to publish notices of the date of hearing of Petition in “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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