

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 898 OF 2016

In the matter of the Companies Act, 1956;

And

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

And

In the matter of the Scheme of Amalgamation
of Aryaman Properties and Investments Private
Limited and Arjuna Agencies Private Limited
with Radha Krishna Properties Private
Limited.

Aryaman Properties and
Investments Private Limited.

a Company incorporated under the
Companies Act 1956 and
having its registered office at

4th Floor, Raheja Centre Point, 294, Vidya Nagri Marg,
C.S.T Road, Kalina, Santacruz (East), Mumbai-400 098

...Applicant Company

Called for Summons for Direction

Mr. Ramesh Saraogi, Advocate for the Applicant

Coram : S.C.Gupte J.

Date :- 25 th November, 2016

MINUTES OF THE ORDER

Upon the Application of the Company above named by a Summons for Direction AND UPON HEARING Mr. Ramesh Saraogi, Advocate for the Applicant Company AND UPON READING the Affidavit in Support dated 28-9-2016 of Mr N.Balakrishnan, Authorized Signatory of the Applicant Company in support of the Summons for Direction and the Exhibits therein referred to, IT IS ORDERED THAT:-

1. That 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 Aryaman Properties and Investments Private Limited and Arjuna Agencies Private Limited with Radha Krishna Properties Private Limited is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which is annexed as **Exhibit – “B-1” to “B-2”** to the Affidavit in Support of the Summons For Directions.

2. That 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 Aryaman Properties and Investments Private Limited and Arjuna Agencies Private Limited with Radha Krishna Properties Private Limited is dispensed with in view of the consent given by the sole Preference Shareholder of the Applicant Company, which is annexed as **Exhibit – "C"** to the Affidavit in Support of the Summons For Directions.

3. That convening and holding the meeting of the Secured Creditors of the Applicant Company for the purpose of considering, and if thought fit approving with or without modifications the proposed Scheme of Amalgamation of Aryaman Properties and Investments Private Limited and Arjuna Agencies Private Limited with Radha Krishna Properties Private Limited is dispensed with in view of the averment made in para 22 of the affidavit in support of Summons for Directions as the Applicant has obtained the consent from the sole Secured Creditor which is annexed as "**Exhibit D-1**" to the Affidavit in support for Summons for Directions. Also Applicant Company undertakes to issue notice of date of hearing of the petition by RPAD to its sole secured creditor and will also publish the notice of date of hearing of the Petition in the two local newspapers i.e. Free Press Journal in English language and translation thereof in Navshakti in Marathi language both having circulation in Mumbai. The said undertaking is accepted.

4. That convening and holding the meeting of the Unsecured Creditors of the Applicant Company for the purpose of considering and if thought fit approving with or without modifications the proposed Scheme of Amalgamation of Aryaman Properties and Investments Private Limited and Arjuna Agencies Private Limited with Radha Krishna Properties Private Limited is dispensed with in view of the averment made in para 23 of the affidavit in support of Summons for Directions interalia stating that the interests of the Unsecured Creditors of the Applicant Company will not be affected as no compromise is sought with any of the Unsecured Creditors of the Applicant Company. The Applicant undertakes to issue the individual

notice of date of hearing of the Company Scheme Petition by RPAD to all its Unsecured Creditors of value of Rs 1,00,000/- or more and also to publish the date of hearing of the Petition in the two local newspapers i.e. Free Press Journal in English language and translation thereof in Navshakti in Marathi language both having circulation in Mumbai. The said undertaking is accepted.

(S.C.Gupte J.)

CERTIFICATE

I certify that the order uploaded is a true copy of original signed order.

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