

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 1002 OF 2016

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

AND

In the matter of Sections 391 to 394 of the
Companies Act, 1956 read with Sections 100 to
103 of the Companies Act, 1956 and Section 52
of the Companies Act, 2013 other relevant
provisions of the Companies Act
1956/Companies Act, 2013;

AND

In the matter of Scheme of Arrangement between
GEOSANSAR ADVISORS PRIVATE LIMITED
(the Demerged Company) and ATYATI
TECHNOLOGIES PRIVATE LIMITED (the
Resulting Company)

GEOSANSAR ADVISORS PRIVATE)
LIMITED, a company incorporated under)
the Companies Act, 1956 having its)
registered office at 161-162, Mittal Court, A)

wing, Nariman Point, Mumbai 400 021.) ...Applicant Company.

Called Summons for Direction

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

Coram: S. C. Gupte, J.

Date: 9th December, 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 21st day of October, 2016 of Mr. Raunak Singhvi, Authorized 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 Arrangement between GEOSANSAR ADVISORS PRIVATE LIMITED (the Demerged Company) and ATYATI TECHNOLOGIES PRIVATE LIMITED (the Resulting Company) is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company,

which are annexed as **Exhibit ‘J-1’ and ‘J-2’** to the Affidavit in support of Summons for Direction.

2. 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 Arrangement between GEOSANSAR ADVISORS PRIVATE LIMITED (the Demerged Company) and ATYATI TECHNOLOGIES PRIVATE LIMITED (the Resulting Company), is dispensed with in view of the averments made in paragraph 17 of the Affidavit in support of the Summons for Direction and that the Applicant Company undertakes to issue individual notice of date of hearing of the Company Scheme Petition by Registered Post A. D. to its Sole Secured Creditor 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.

3. 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 Arrangement between GEOSANSAR ADVISORS PRIVATE LIMITED (the Demerged Company) and ATYATI TECHNOLOGIES PRIVATE LIMITED (the Resulting Company) is dispensed with in view of the averments made in paragraph 18 of the Affidavit in support of the Summons for Direction and that the Applicant Company 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.

(S. C. Gupte, J.)

CERTIFICATE

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

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