

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 1022 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 and other
relevant provisions of the Companies
Act, 2013;

AND

In the matter of Scheme of Arrangement between
Wadhwa Group Holdings Private Limited and
Epitome Residency Private Limited

Epitome Residency Private Limited, a)
company incorporated under the Companies)
Act, 2013 having its Registered Office at)
301, Platina, 3rd Floor, Plot C-59, G Block ,)
Bandra Kurla Complex, Bandra (East),) ...Applicant Company.
Mumbai-400051

Called Summons for Direction

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

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 Mrs. Alpana Ghone instructed by M/s. Rajesh Shah & Co., Advocate for the Applicant Company, AND UPON READING the Affidavit dated 25th day of October, 2016 of Mr. Paresh Verma, Authorised 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 of Wadhwa Group Holdings Private Limited, the Transferor Company and Epitome Residency Private Limited, the Transferee Company is dispensed with in view of the consent given by both Equity Shareholders of the Applicant Company, which are annexed as Exhibits 'G-1' and 'G-2' to the Affidavit in support of Summons for Direction.
2. The question of convening and holding of the meeting of Secured Creditors does not arise since there are no Secured Creditors of the

Applicant Company as stated in paragraph 18 of the Affidavit in support of Summons for Direction.

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 of Wadhwa Group Holdings Private Limited, the Transferor Company and Epite Residency Private Limited, the Transferee Company is dispensed with in view of the averment made in paragraph 19 of the affidavit in support of the Company Summons for Direction and that the Applicant Company undertakes to issue individual notice of the hearing of the Petition by Registered Post A.D. to all its Unsecured Creditors and undertakes to publish the same in one issue each of a daily newspaper viz. "Free Press Journal", in English language and translation thereof in "Navshakti", in Marathi language having circulation in Mumbai. The 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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