

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 52 OF 2016

In the matter of application under Section
391 – 394 of the Companies Act, 1956 (1 of
1956);

AND

In the matter of ABP News Network Private
Limited, CIN No.
U92132MH2002PTC136072; a company
incorporated under the Companies Act,
1956, having its registered office at 301, 3rd
Floor, Boston House, Suren Road, Western
Express Highway, Andheri East, Mumbai –
400 093, Maharashtra, India.

AND

In the matter of Composite Scheme of
Amalgamation (pursuant to the Sections
391 to 394 and other applicable provisions
of the Companies Act, 1956) Between (i)
Goldvision Entertainment Private Limited,
(ii) Satellite Holdings Private Limited and (iii)
ABP TV Private Limited (collectively referred
to as the “Transferor Companies”)

AND

ABP News Network Private Limited
(“Transferee / Applicant Company”)
And their respective Shareholders.

ABP News Network Private Limited,)
a company registered under the)
provisions of the Companies Act,)
1956 and having its registered)
office at ABP News Center, 301,)
Boston House, 3rd Floor, Suren)
Road, Andheri - East, Mumbai-)
400093.) ... Transferee/Applicant Company

Called Company Summons For Direction for Hearing
Mr. Iqbal Chagla, Senior Counsel with Mr. Riyaz Chagla
i/b Bachubhai Munim & Co., Advocates for the Transferee/Applicant
Company.

CORAM : S.C. GUPTA – J.

DATE : 28TH JANUARY, 2016

MINUTES OF ORDER

Upon the Application of the Applicant Company abovenamed, by
Summons for Directions AND UPON HEARING Advocate for Applicant
Company AND UPON READING the Affidavit dated 5th December, 2015
of Mr. Ashok Venkatramani, Chief Executive and Authorised Signatory of
the Transferee/Applicant Company in support of the Summons for
Direction and Exhibits therein referred to, IT IS ORDERED:

1. That convening and holding the meeting of the Equity
Shareholders of the Transferee/Applicant company for the purpose
of considering and if thought fit approving, with or without
modification(s), the proposed Scheme of Amalgamation
between (i) Goldvision Entertainment Private Limited, (ii) Satellite

Holdings Private Limited and (iii) ABP TV Private Limited, and their respective shareholders is dispensed with in view of the consents given by all Three (3) Equity Shareholders of the Applicant Company as set out in paragraph No. 18 therein which are annexed as Exhibit “N-1” to “N-3” to the affidavit in support of the Summons for Direction.

2. That convening and holding the meeting of the Secured Creditors of the Transferee/ Applicant Company for the purpose of considering and if thought fit Approving with or without modification(s), the proposed Scheme of Amalgamation between (i) Goldvision Entertainment Private Limited, (ii) Satellite Holdings Private Limited and (iii) ABP TV Private Limited and their respective shareholders is dispensed. In view of the averments made in paragraph 18 (a) at page 29A of the Affidavit in support of Company Summons for Directions, that the Applicant Company undertakes to issue notice to its sole Secured Creditor by RPAD and also to publish the notice in Free Press Journal, in English and Navshakti, in Marathi having circulation in Mumbai.
3. That the convening and holding the meeting of Unsecured Creditors of the Trasnferee/Applicant Company for the purpose of considering and if thought fit approving, with or without modification(s), the proposed Scheme of Amalgamation between (i) Goldvision Entertainment Private Limited, (ii) Satellite Holdings Private Limited and (iii) ABP TV Private Limited and their respective shareholders is dispensed with as Applicant Company undertake to served all the Unsecured Creditors by RPAD and also

to publish the notice in Free Press Journal, in English and Navshakti, in Marathi having circulation in Mumbai.

(S.C. GUPTE J.)

CERTIFICATE

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

Uploaded by : Shri. Shankar Gawde, Stenographer.