

IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY SUMMONS FOR DIRECTION NO. 39 OF 2016

In the matter of the Companies Act, 1956
(1 of 1956) and Companies Act, 2013 (18
of 2013);

AND

In the matter of Sections 391 to 394 read
with Sections 100 to 103 of the
Companies Act, 1956 and Section 55 of
the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement
between Jay Instruments and Systems
Private Limited, the Demerged Company

AND

Suchi Managed Services Private Limited,
the Resulting Company

AND

Their Respective Shareholders and
Creditors

SUCHI MANAGED SERVICES PRIVATE
LIMITED, a Company incorporated under)
the Companies Act, 2013 and having its)
Registered Office at 301, Sumer Kendra,)
Pandurang Budhkar Marg, Worli,)
Mumbai, Maharashtra – 400 018) Applicant Company

Called Summons for Direction

Mr. Chandrakant Mhadeshwar, Advocate for the Applicant

Coram: K. R. Shriram, J.

Date: 11th February, 2016

MINUTES OF THE ORDER

UPON the application of the Applicant Company above named
by a Summons for Direction AND UPON HEARING Mr.

Chandrakant Mhadeshwar, Advocate for the Applicant Company, AND UPON READING the Affidavit dated 10th day of December, 2015 of Mr. Vijay Palav, Authorised Signatory of the Applicant Company, in support of the Summons for Direction and the Exhibit therein referred to, IT IS ORDERED: -

1. That 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 Jay Instruments and Systems Private Limited, the Demerged Company and Suchi Managed Services Private Limited, the Resulting Company and their respective shareholders and creditors, is dispensed with in view of the consent given by both the Equity Shareholders of the Applicant Company, which are annexed as Exhibits 'I-1' and 'I-2' to the Affidavit in support of Summons for Direction.

2. That there are no Secured Creditors of the Applicant Company as stated in paragraph 16 of the Affidavit in support of Summons for Direction. Hence, the question of convening and holding the meeting of Secured Creditors does not arise.

3. That the 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 modification(s), the proposed Scheme of Arrangement between Jay Instruments and Systems Private Limited, the Demerged Company and Suchi Managed Services Private Limited, the Resulting Company and their respective shareholders and creditors, is dispensed with in view of the consent given by its sole the Unsecured Creditors of the Applicant Company, which are annexed as Exhibits 'J-1' to the Affidavit in support of Summons for Direction.

(K. R. Shriram, J.)

CERTIFICATE

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

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