

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 48 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 Amalgamation of EMERALD BUILDING AND CONSTRUCTION PRIVATE LIMITED, the First Transferor Company and GARNET BUILDING AND CONSTRUCTION PRIVATE LIMITED, the Second Transferor Company and GERARD VIEGAS FINVEST PRIVATE LIMITED, the Third Transferor Company and NISCHAL ENTERPRISES PRIVATE LIMITED, the Fourth Transferor Company and PREDICT INVESTMENT AND FINANCE CONSULTANTS PRIVATE LIMITED, the Fifth Transferor Company and QUARTZ STONE DEVELOPMENT AND HOLDINGS PRIVATE LIMITED, the Sixth Transferor Company with AQUA PROOF WALL PLAST PRIVATE LIMITED, the Transferee Company.

NISCHAL ENTERPRISES PRIVATE)
LIMITED, a company incorporated)
under the Companies Act, 1956 having)
its registered office at 47-A, Floor-3rd,)
Plot-308, Hanuman Building, Perin)
Nariman Street, Fort Market, Fort,)
Mumbai – 400 001.) ...Applicant Company.

Called Summons for Direction for hearing

Mr. Rajesh Shah i/b M/s. Rajesh Shah & Co., 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. Rajesh Shah instructed by M/s. Rajesh Shah & Co., Advocate for the Applicant Company, AND UPON READING the Affidavit dated 14th day of December, 2015 of Mr. Nitesh Porwal, Director 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 Amalgamation of EMERALD BUILDING AND CONSTRUCTION PRIVATE LIMITED, the First Transferor Company and GARNET BUILDING AND CONSTRUCTION PRIVATE LIMITED, the Second Transferor Company and GERARD VIEGAS FINVEST PRIVATE LIMITED, the Third Transferor Company and NISCHAL ENTERPRISES PRIVATE LIMITED, the Fourth Transferor Company and PREDICT INVESTMENT AND FINANCE CONSULTANTS PRIVATE LIMITED, the Fifth Transferor Company and QUARTZ STONE DEVELOPMENT AND HOLDINGS PRIVATE LIMITED, the Sixth Transferor Company with AQUA PROOF WALL PLAST PRIVATE LIMITED, the Transferee Company is dispensed with in view

of the consent given by all the Eight Equity Shareholders of the Applicant Company, which are annexed as **Exhibit ‘C-1’ to ‘C-8’** to the Affidavit in support of Summons for Direction.

2. The 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 EMERALD BUILDING AND CONSTRUCTION PRIVATE LIMITED, the First Transferor Company and GARNET BUILDING AND CONSTRUCTION PRIVATE LIMITED, the Second Transferor Company and GERARD VIEGAS FINVEST PRIVATE LIMITED, the Third Transferor Company and NISCHAL ENTERPRISES PRIVATE LIMITED, the Fourth Transferor Company and PREDICT INVESTMENT AND FINANCE CONSULTANTS PRIVATE LIMITED, the Fifth Transferor Company and QUARTZ STONE DEVELOPMENT AND HOLDINGS PRIVATE LIMITED, the Sixth Transferor Company with AQUA PROOF WALL PLAST PRIVATE LIMITED, the Transferee Company is dispensed with in view of the consent given by all the Three Preference Shareholders of the Applicant Company, which are annexed as **Exhibit ‘D-1’ to ‘D-3’** to the Affidavit in support of Summons for Direction.

3. The question of convening and holding of the meeting of Secured Creditors and Unsecured Creditors did not arise since there are no Secured Creditors and Unsecured Creditors of the Applicant Company as stated in paragraph 44 of 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.

Uploaded by : Shankar Gawde, Stenographer.