

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO.129 of 2016

In the matter of Companies Act,
1956;

And

In the matter of Sections 392 to 394
of the Companies Act, 1956;

And

In the matter of BIFL Finance
Limited, a company incorporated
under the provisions of the
Companies Act, 1956;

And

In the matter of scheme of
amalgamation of BFIL Finance
Limited (“Transferor Company”)
with Russel Credit Limited
(“Transferee Company”)

BFIL Finance Limited (CIN U65910MH1991PLC064662))
a company incorporated under the Indian Companies)
Act, 1956 and being the company within the meaning)
of Companies Act, 2013 having its registered office at)
Eucharistic Congress Building No.1, Fourth Floor, 5,)
Convent Street, Colaba, Mumbai, 400039) ...Applicant Company

Called for Summons for Direction

Sairam Subramanian i/b Khaitan & Co, Advocates for the Applicant Company.

Coram: K. R. Shriram, J.

Dated: 26 February, 2016

MINUTES OF ORDER

Upon the application of the Applicant Company abovenamed by a Summons for Direction AND UPON HEARING Mr. Sairam Subramanian instructed by Khaitan & Co, Advocates for the Applicant Company AND UPON READING the Affidavit dated 25th December 2015 of Mr Metti Yelamanda, Chief Financial Officer of the Applicant Company, in support of the Summons for Direction along with the Exhibits therein referred to.

IT IS ORDERED THAT

1. That convening and holding of 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 BFIL Finance Limited with Russell Credit Limited (the “**scheme of Amalgamation**”), be dispensed with in view of the averments made in paragraph 12 of the Affidavit in support of this Company Summons for Directions and the letters of consent given by all the seven Equity Shareholders of the Applicant Company, which are annexed and marked as **Exhibits “H-1” to “H-7”** to the Affidavit in support of the Summons for Directions;
2. That the convening and holding of the meetings of the creditors and debenture holders of the Applicant Company, for the purpose of considering, and if thought fit, approving,

with or without modification(s), the proposed Scheme of Amalgamation, be dispensed with in view of the averments made in paragraphs 11 and 13 of the Affidavit in support of this Company Summons for Directions and the letters of consent given by all the creditors and debenture-holders of the Applicant Company, which are annexed and marked as **Exhibits “H-1”** and **“J”** to the Affidavit in support of the Summons for Directions.

3. That the publication of the notice of the proposed Scheme of Amalgamation in the Maharashtra Government Gazette be dispensed with.

(K.R. Shriram, J.)

C E R T I F I C A T E

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

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