

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 133 OF 2016

In the matter of the Companies Act, 1956;

And

In the matter of Section 391 to 394 of the
Companies Act, 1956;

And

In the matter of Scheme of Arrangement
and Demerger of Erudite Eduventures
Private Limited (Demerged Company)
with Riaan Ventures Private Limited
(Resulting Company)

Erudite Eduventures Private Limited.	)
a Company incorporated under the	)
Companies Act 1956 and	)
having its registered office at	)
Friendship Center, Near Agripada Police	)
Station, Opp YMCA Garden, Mumbai	)
Central (east) ,Mumbai – 400011	) ...Applicant Company

Called for Summons for Direction for Hearing

Mr. Ramesh Saraogi, Advocate for the Applicant

Coram : K R Shriram.J

Date :- 26 th February, 2016

MINUTES OF THE ORDER

Upon the Application of the Company above named by a Summons for Direction AND UPON HEARING Mr. Ramesh Saraogi, Advocate for the Applicant Company AND UPON READING the Affidavit in Support dated 18 th December, 2015 of Mr. Hitesh Sanklecha, Director of the Applicant Company in support of the Summons for Direction and the Exhibits therein referred to, IT IS ORDERED THAT:-

1. That 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 and Demerger between Erudite Eduventures Private Limited and Riaan Ventures Private Limited is dispensed with in view of the consent given by all the five Equity Shareholders of the Applicant Company, which is annexed as Exhibit – “G-2” to “G-6” to the Affidavit in Support of the Summons For Directions.

2. That convening and holding the meeting of the Secured 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 and Demerger between Erudite Eduventures Private Limited and Riaan Ventures Private Limited is dispensed with in view of the statement made in para 15 of the affidavit in support of Summons for Directions that the Scheme of Arrangement and demerger does not affect the interest of the Secured creditors of the Applicant and no compromise is sought with any of the Secured Creditors of the Applicant Company and the Applicant Company undertakes to give notice of hearing of the Petition by RPAD to all its

Secured Creditors and undertakes to publish the notice of date of hearing of the Petition in the news paper “Free Press Journal” in english language and its Marathi translation in the news paper “Navshakti”. The undertaking is accepted.

3. That convening and holding the meeting of the Unsecured Creditor of the Applicant Company for the purpose of considering, and if thought fit, approving, with or without modification(s), the proposed Scheme of Arrangement and Demerger between Erudite Eduventures Private Limited and Riaan Ventures Private Limited is dispensed with in view of the averment made in para 16 of the Support in support of Summons for Directions interalia stating that the scheme does not affect the interest of the Unsecured creditor of the company as no compromise is sought with the Unsecured Creditors of the Applicant Company and that the Applicant undertakes to issue the individual notice of date of hearing of Company Scheme Petition by RPAD to all of its Unsecured creditors and also to publish the same in the two local newspapers i.e. Free Press Journal in English language and translation thereof in Navshakti in Marathi language both having circulation in Mumbai. The said undertaking is accepted.

(K R Shriram.J.)

CERTIFICATE

I certify that the order uploaded is a true copy of original signed order.

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