

IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO 786 OF 2014

In the matter of the Companies Act, 1956;

And

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

And

In the matter of SPECTRUM TRIMPEXPVT
LTD

And

In the matter of the Scheme of
Amalgamation of:

LATA MEDICAL & PHARMACEUTICAL
PRODUCTS PVT LTD

And

MID LAND ANIMAL NUTRITION PVT LTD
(The Transferor Companies)

With

SPECTRUM TRIMPEX PRIVATE LIMITED
(The Transferee Company)

Spectrum Trimpex Private Limited)
a Company incorporated under)
the provisions of the Companies Act, 1956,)
having its registered office at 6W,)
Merchant Chamber, 41, New Marine Lines,)
Opp Patkar Hall, Mumbai-400020) ...Applicant

Called Summons for Direction for hearing

Mr. S.L.Shah instructed by M/s. SHAH LEGAL, Advocates for the
Applicant

Coram: S. J. KATHAWALLA, J.

Date : 31st October, 2014

MINUTES OF THE ORDER

UPON the Application of the Applicant abovenamed by a Summons for
Direction AND UPON HEARING Mr. S.L.Shah i/b M/s. SHAH LEGAL,
Advocates for Applicant AND UPON READING the Affidavit dated
28.04.2014 of Mr. Anil Chokhani, Director of the Applicant Company
in support Summons for Direction and the Exhibits 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 approving, with or without modifications, the
proposed Scheme of Amalgamation of Lata Medical &
Pharmaceutical Products Private Limited and Mid Land Animal
Nutrition Private Limited (The Transferor Companies) with

Spectrum Trimpex Private Limited (The Transferee Company) is dispensed with in view of the consent given by all the twelve Equity Shareholders of the Applicant Company, which are annexed as **EXHIBIT "N-1" to "N-12"** to the Affidavit in support of Company Summons for Directions

- (2) there are no Secured Creditors of the Applicant Company, as stated in paragraph 30 of the Affidavit in support of this Company Summons for Directions. Hence, the question of convening and holding the meeting of Secured Creditors does not arise.
- (3) 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 Amalgamation of Lata Medical & Pharmaceutical Products Private Limited and Mid Land Animal Nutrition Private Limited (The Transferor Companies) with Spectrum Trimpex Private Limited (The Transferee Company) is dispensed with in view of the averments made in paragraph 30 (a) of the Affidavit in support of the Summons for Direction inter alia, stating that all the Unsecured Creditors will be paid in the normal course of business as per agreed terms and that no sacrifice are called from them and their rights will in no way be affected by the sanction of the Scheme of Amalgamation and that the Applicant Company undertakes to issue individual notice of hearing of the Petition to all its Unsecured Creditors by R.P.A.D. and also publish the same in

two news papers 'Free Press Journal', in English, language and a translation thereof in 'Navshakti' in Marathi language both having circulation in Mumbai. The said undertaking is accepted.

(S. J. KATHAWALLA, J)

