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IN THE HIGH COURT OF JUDICATURE AT BOMBAY ORDINARY ORIGINAL CIVIL JURISDICTION **COMPANY SUMMONS FOR DIRECTIONS NO. 887 OF 2014**

In the matter of:

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

in the matter of:

Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 and Section 52 of the Companies Act

AND

In the matter of:

the Scheme of Amalgamation and Arrangement between PCS International Limited, Mauritius ('the Transferor Company') and PCS Technology Limited ('the Transferee Company')

AND

Their respective Shareholders

PCS TECHNOLOGY LIMITED, a company within the meaning of the Companies Act 1956, (1 of 1956) having its registered office No. 1, Gat No. 478, Alandi Markaal Road, Tal. Khed, Alandi District, Pune 412 106.

Applicant Company

Notice is hereby given that by an order, dated the 12th day of December, 2014 the court has directed separate meetings to be held of equity shareholders, secured creditors and unsecured including sundry creditors of the said Applicant Company for the purpose of considering and if thought fit, approving with or without modification, the "Scheme of Amalgamation and Arrangement" between PCS International Limited, Mauritius ('the Transferor Company') and PCS Technology Limited ('the Transferee Company') pursuant to sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 ("the Scheme") and the shareholders and creditors of the company as aforesaid.

In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of equity shareholders to be held at Conference Hall, Ginger Hotel, Kala Khadak, Near Indira College, Wakad Naka, Wakad, Pune – 411 057 on Friday, 23rd January, 2015 at 12.00 noon, or any adjournment or adjournments thereof at which time and place the said equity shareholders, are requested to attend.

In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of secured creditors to be held at Conference Hall, Ginger Hotel, Kala Khadak, Near Indira College, Wakad Naka, Wakad, Pune - 411 057 on Friday, 23rd January, 2015 at 2.00 p.m. or any adjournment or adjournments thereof at which time and place the said secured creditors are requested to attend. In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of unsecured including sundry creditors to be held at Conference Hall, Ginger Hotel, Kala Khadak, Near Indira College, Wakad Naka, Wakad, Pune - 411 057 on Friday, 23rd January, 2015 at 3.00 p.m. or any adjournment or adjournments thereof at which time and place the said unsecured including sundry creditors are requested to attend.

Copies of the said Scheme and of the statement under section 393 can be obtained free of charge at the registered office of the Applicant Company at office no. 1, Gat No. 478, Alandi Markaal Road, Taluka Khed, Alandi, Dist. Pune 412 106.

Persons entitled to attend and vote at the meeting (or respective meeting), may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Applicant Company at office no. 1, Gat No. 478, Alandi Markaal Road, Taluka Khed, Alandi, Dist. Pune 412 106 not later than 48 hours before the meeting.

Forms of proxy can be obtained at the registered office of the Applicant Company.

The Court has appointed Shri. Harish Chandra Tandon, Managing Director and CEO of the Applicant Company and failing him, Shri. M.P. Jain, CFO and failing him Mr. Bhaskar Patel, Company Secretary of the Applicant Company as chairman of the said meetings. The above mentioned Scheme, if approved by the meetings, will be subject to the subsequent approval of the Court. Dated this 17th day of December, 2014.

Sd/-

H C Tandon