

FORM NO. CAA. 2

[Pursuant to Section 230 (3) of the Companies Act 2013 and rules 6 and 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH

CA (CAA) No 1652 of 2018

IN THE MATTER OF SCHEME OF AMALGAMATION AMONG

SAGE METALS PRIVATE LIMITED

AND

GLUHEND INDIA PRIVATE LIMITED

Details of the applicants:

1. SAGE METALS PRIVATE LIMITED, a private limited company incorporated under the Companies Act, 1956, having its registered office at 23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba, Mumbai - 400005 represented by its authorised signatory, Bhupesh Chhajer.

CIN: U28998MH1983PTC313652

Email: accounts@sagemetals.co.in; Website: www.sagemetals.com

.....Applicant No. 1 / Transferor Company

2. GLUHEND INDIA PRIVATE LIMITED, a private limited company incorporated under the Companies Act, 2013, having its registered office at 23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba, Mumbai - 400005 represented by its authorised signatory, Bhupesh Chhajer.

CIN: U74994MH2017FTC303216

Email: compliance.gluhend@gmail.com; Website: www.gluhend.com

..... Applicant No. 2 / Transferee Company

Notice and advertisement of notice of the meeting of Equity Shareholders

Notice is hereby given that by an order dated 8 January 2019, the Mumbai Bench of the National Company Law Tribunal has directed a meeting to be held of Equity Shareholders of Sage Metals Private Limited ("Transferor Company") and Gluhend India Private Limited ("Transferee Company") for the purpose of considering, and if thought fit, approving with or without modification, the scheme of amalgamation between the Transferor Company with the Transferee Company (the scheme hereinafter referred to as the "Scheme of Amalgamation") whereby and whereunder, the entire undertaking of the said Transferor Company together with all rights, interests, claims, duties and obligations of the Transferor Company relating thereto is proposed to be transferred to the Transferee Company on the terms and conditions stated therein.

In pursuance of the said order and as directed therein, further notice is hereby given that a meeting of the Equity Shareholders of the Transferor Company ("Meeting") will be held on 24 February 2019 at 11 AM at the registered office of the Transferor Company (i.e., 23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba, Mumbai - 400005).

Copies of the Scheme of Amalgamation, and of the statement under section 230 can be obtained free of charge from 10 AM to 5 PM Monday to Friday, at the registered office of the Transferor Company, situated at 23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba, Mumbai - 400005. Persons entitled to attend and vote at the Meeting may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Transferor Company, situated at 23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba, Mumbai - 400005, not later than 48 hours before the meeting.

Forms of proxy can be had at the registered office of the Transferor Company, between 10 AM and 5 PM, Monday to Friday.

The Tribunal has appointed Mr Bhupesh Chhajer, Director, and failing him, Mr Ankit Mahnot, as chairperson of the Meeting and Ms Nikita Kothari, Company Secretary, as scrutinizer for the Meeting. The Scheme of Amalgamation, if approved by the Meeting, will be subject to the subsequent approval of the Tribunal.

sd/-

Bhupesh Chhajer

Chairperson appointed for the meeting of the Equity Shareholders of the Transferor Company

Dated this 23rd day of January 2019