

Equinox Solutions Limited

CIN: (CIN U29190GJ1984PLC007317)

Regd. Office: 41,NOBLES, A Building, Ashram Road, Ahmedabad 380009
in the state of Gujarat.

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NOTICE OF THE MEETING OF THE SECURED CREDITORS OF Equinox Solutions Limited (Convened pursuant to an Order dated 19th May 2023 passed by Hon'ble National Company Law Tribunal, Ahmedabad Bench)

MEETING DETAILS:

Day	Monday
Date	17 th July 2023
Time	11.00 a.m.
Venue	Corporate Office at 101-103, 1st Floor, North Tower, ONE42, Behind Ashok Vatika, Iskcon Ambli Road, Ambli , Ahmedabad 380058 in the state of Gujarat.

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**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
AHMEDABAD BENCH
C A (CAA) NO 33 of 2023**

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 read with Section
66 and other applicable provisions of the Companies
Act, 2013;

AND

In the matter of Scheme of Arrangement in the nature of
Amalgamation of Avikal Tradelink Private Limited, Perfect
Connections Limited with Equinox Solutions Limited.

Equinox Solutions Limited.

(CIN U29190GJ1984PLC007317)

A company incorporated under the Companies Act, 1956
and having its registered office at 41, NOBLES, A Building,
Ashram Road, Ahmedabad 380009
in the state of Gujarat.....**Applicant Transferee Company**

**NOTICE CONVENING THE MEETING OF SECURED CREDITORS OF
Equinox Solutions Limited.**

To,

The Secured Creditors of Equinox Solutions Limited.

TAKE NOTICE that by an order dated 19th May 2023, the Ahmedabad Bench of the National Company Law Tribunal (“**NCLT**” or “**Tribunal**”) has directed a meeting to be convened and held of Secured Creditors of Equinox Solutions Limited (“Equinox” or “**Transferee Company**”) for the purpose of considering, and, if thought fit, approving, with or without modification, the Composite Scheme of Arrangement in the nature of Amalgamation of Avikal Tradelink Private Limited, Perfect Connections Limited with Equinox Solutions Limited and their respective Shareholders and Creditors.

TAKE FURTHER NOTICE THAT in pursuance of the said order and as directed therein further notice is hereby given that the meeting of Secured Creditors of Equinox Solutions Limited will be held on Monday, 17th July 2023 at 11.00 a.m. IST at the Corporate Office of the Company at 101-103, 1st Floor, North Tower, ONE42, Behind Ashok Vatika, Iskcon Ambli Road, Ambli , Ahmedabad

380058 in the state of Gujarat (“**Meeting**”) at which time and place the said Secured Creditors are requested to attend.

The following resolution will be considered and if thought fit, be passed, with or without modification(s) :

“**RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the National Company Law Tribunal Rules, 2016, and subject to any provision of any other Applicable law / statute and in accordance with the relevant clauses of the Memorandum of Association and Articles of Association of the Company and subject to the approval of the Hon’ble National Company Law Tribunal, Ahmedabad Bench (“**NCLT**” or “**Tribunal**”) and approval of such other Regulatory / Statutory / Government authority (ies), as may be necessary or as may be directed by the NCLT or such other competent authority(ies), as the case may be, approval of the Secured Creditors of the Company be and is hereby accorded to the proposed Scheme of Arrangement in the nature of Amalgamation of Avikal Tradelink Private Limited, Perfect Connections Limited with Equinox Solutions Limited and their respective Shareholders and Creditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter called the ‘**Board**’, which term shall be deemed to include any person (s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), be and are hereby authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required or directed by the NCLT while sanctioning the Scheme or by any authorities under law or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the board of directors may deem fit and proper.”

TAKE FURTHER NOTICE THAT you may attend and vote at the said meeting in person or through Authorised Representative or by proxy provided that the copy of authorization or prescribed form of proxy, duly signed by you, is deposited at the registered office of the Applicant Transferee Company at 41, NOBLES, A Building, Ashram Road, Ahmedabad 380009 in the state of Gujarat, not later than 48 (forty eight) hours before the time fixed for the aforesaid meeting (i.e. 13th July 2023, 11.00 a.m.). The form of proxy, if required, can be obtained free of charge from the registered office of the Applicant Transferee Company.

TAKE FURTHER NOTICE that

a) in compliance with the applicable provisions of the Act and the Order passed by NCLT, (a)

the aforesaid Notice, (b) the Scheme, (c) the explanatory statement under Sections 230(3), 232(1) and (2) and 102 of the Companies Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other applicable provisions of Companies Act and the rules made there under, and (d) the enclosures as indicated in the Index (collectively referred to as “**Particulars**”), are being sent (i) through electronic mode to those Secured Creditors whose e-mail IDs are registered with TGPL and (ii) through registered post or speed post or courier, physically to those Secured Creditors who have not registered their e-mail ids with Equinox. The aforesaid Particulars are being sent to all the Secured Creditors whose names appear in the records of the Company as on 31st March 2023.

- b) copies of the aforesaid Particulars can be obtained free of charge, between 11.00 a.m. to 1.00 p.m. on all working days, at the registered office of TGPL, up to the date of the Meeting, or from the office of its advocates, Mrs. Swati Saurabh Soparkar, 301, Shivalik 10, Opp. SBI Zonal Office, S.M. Road, Ambawadi, Ahmedabad-380015, Gujarat.
- c) Hon’ble NCLT has appointed Shri Amar N. Bhatt, an Independent Practicing Advocate and failing him (ii) Shri Kunal P. Vaishnav, an Independent Practicing Advocate to be the Chairman of the Meeting including for any adjournment or adjournments thereof;
- d) the Scheme, if approved at the Meeting, will be subject to the subsequent approval by the Hon’ble National Company Law Tribunal, Ahmedabad Bench.

Sd

Amar N Bhatt

Dated : 12th June , 2023

Chairman appointed for the Meeting

Registered Office:

41,NOBLES, A Building, Ashram Road,
Ahmedabad 380009 in the state of Gujarat

NOTES:

- a) A copy of the explanatory statement, under Sections 230(3), 232(1) and (2) and 102 of the Companies Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other applicable provisions of Companies Act and the rules made there under, the Scheme and the other enclosures as indicated in the Index are enclosed.
- b) A SECURED CREDITOR ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A SECURED CREDITOR OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- c) Form of Proxy is annexed to this Notice and can also be obtained from the registered office

- d) All alterations made in the Form of Proxy should be initialed.
- e) Secured Creditors whose names appear in the records of the Company as on 31st March 2023 will be considered for the purpose of voting in proportion to their outstanding amount of Secured loan to the Company as on the date of the meeting.
- f) The authorised representative of a Body Corporate or Bank or Institution, which is a registered Secured Creditor of the Company may attend and vote at the meeting, provided a certified true copy of the resolution of the Board of Directors or other governing body of such Body Corporate, authorizing such a representative to attend and vote at the meeting is deposited at the registered office of the Company not later than 48 hours before the scheduled time of the commencement of the meeting.
- g) Secured Creditors are requested to hand over the enclosed Attendance Slip, duly filled and signed in accordance with their specimen signature(s) registered with the Company for admission to the venue of the meeting.
- h) The Notice convening the aforesaid meeting will be published through advertisement in Indian express, Ahmedabad edition in the English language and Sandesh, Ahmedabad edition in the Gujarati language.
- i) The quorum of the Meeting of the Secured Creditors of Equinox shall be 1 (One).
- j) Shri Nirav Soni, practicing Company secretary, having membership No. 39566 has been appointed as the scrutinizer to scrutinize the voting through ballot / polling paper during the Meeting in a fair and transparent manner;
- k) The scrutinizer will submit his report to the Chairman or a person authorized by him, after the completion of scrutiny. The result would be displayed at the Registered Office along with the Scrutinizer's report, after the same is filed with the NCLT.
- l) The material documents, referred to in the Explanatory Statement will be available for inspection at the registered office of the Company during working hours on all working days from the date of dispatch of the Notice upto the date of the meeting.

**THE NATIONAL COMPANY LAW TRIBUNAL,
AHMEDABAD BENCH
C A (CAA) NO 33 of 2023**

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Arrangement in the nature of Amalgamation of Avikal Tradelink Private Limited, Perfect Connections Limited with Equinox Solutions Limited.

Equinox Solutions Limited.
(CIN U29190GJ1984PLC007317)

A company incorporated under the Companies Act, 1956 and having its registered office at 41, NOBLES, A Building, Ashram Road, Ahmedabad 380009 in the state of Gujarat.....**Applicant Transferee Company**

PROXY FORM

Name of the Secured Creditor _____

Registered address _____

E-mail Id _____

Value of Debt as on 31st March 2023 Rs. -----

I/ We, being the Secured Creditor of Equinox Solutions Limited, the Applicant Transferee Company, do hereby appoint.

1.	Name	
	Address	
	E-mail Id	

Signature:

as my/our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the NCLT convened meeting of the Secured Creditors of the Applicant Transferee Company to be held at the Corporate Office of the Company at 101-103, 1st Floor, North Tower, ONE42, Behind Ashok Vatika, Iskcon Ambli Road, Ambli , Ahmedabad 380058 in the state of Gujarat on Monday the 15th day of July 2023 at 11.00 A.M. in respect of such resolution as are indicated below:

Resolution No.	Description	Vote (Optional) (Please put a (*) mark	
		For	Against
1.	Approval of the Scheme of Arrangement involving amalgamation of Avikal Tradelink Private Limited, Perfect Connections Limited with Equinox Solutions Limited. under Section 230 to 232 read with other applicable provisions of the Companies Act, 2013		

Signed this _____ day of _____, 2023

Signature of Secured Creditor with Stamp:

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Applicant Transferee Company, not less than 48 hours before the commencement of the Meeting.
2. Corporate Secured Creditors intending to send their authorised representative(s) to attend the meeting are requested to send a certified copy of the Board resolution/ Authority Letter authorizing their representative(s) to attend and vote on their behalf at the meeting.
3. All alterations made in the form of proxy should be initialled
4. Please affix revenue stamp not less than Re.1 before putting signature.
5. In case of multiple proxies, the proxy later in time shall be accepted.
6. Proxy need not be an Secured Creditor of the Applicant Transferee Company.
7. No person shall be appointed as a proxy who is a minor.
8. It is optional to indicate your preference. If you leave the for and against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may think appropriate.