

IN THE SUPREME COURT OF MAURITIUS
Bankruptcy Division

SC/COM/MOT/000359/2022

In the matter of:
Ex Parte:

Heal Holdings

Applicant

And in the matter of:

The Companies Act 2001 of the Republic of Mauritius

Scheme of Amalgamation

of

Heal Holdings

('the Transferor Company')

With

Rhea Healthcare Private Limited
(‘the Transferee Company’)

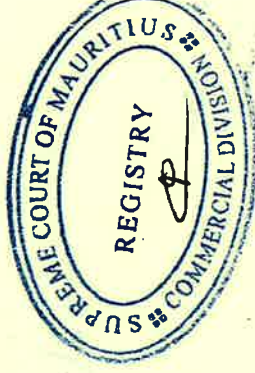
And

Their Respective Shareholders

● **ORDER**

Upon the application of Mr. Attorney F. Hardy for the applicant and after considering the motion paper and affidavit both dated 24 May 2022 as well as the documents thereto annexed, the additional affidavit and amended motion paper both dated 27 May 2022, the notice of publication in "L'Express" and "Le Quotidien" newspapers of 13 June 2022 and the stand of the Registrar of Companies and the Financial Services Commission to the effect that they have no objection to the present application, I hereby-

- (iv) sanction the Scheme of Amalgamation (hereinafter referred to as the "Scheme") (being Annex 1 to Exhibit 2), with or without modification, so as to be binding on the Transferor Company and its shareholders;



Hardy

(v) order that with effect from the appointed date (which expression is defined in the Scheme) but subject to all the conditions of the Scheme being fulfilled, the Transferor Company and all its properties, assets, rights, liabilities, benefits and interest shall stand transferred to and vested into the Transferee Company in accordance with sections 230-232 and 234 and other applicable provisions of the Companies Act, 2013 of India and sections 261 to 264 and Part XVIII and Part II of the Fourteenth Schedule of the Companies Act and other applicable provisions of the laws of Mauritius, as a going concern so as to become the business, property and liabilities of the Transferee Company without any further act, deed, matter or thing; and

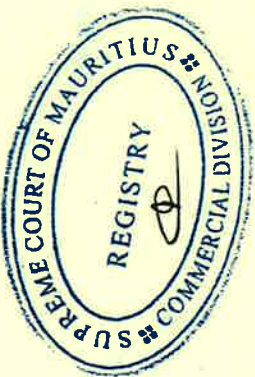
(vi) order that all costs, charges, taxes including duties, levies and all other expenses, if any of the Transferor Company relating to the Scheme and its implementation and matters incidental thereto shall be arranged to be paid by the Transferor Company.

Chambers, this 13th day of July 2022

APOSTILLE
 (CONVENTION DE LA HAYE DU 5 OCTOBRE 1961)
 1 Pays : République de Maurice
 Country : Republic of Mauritius
 Le Présent acte public
 This Public document
 2 a été signé par) M.R. CHOTOYE
 has been signed by)
 3 agissant en qualité de) Chief Manager
 acting in the capacity of)
 4 est revêtu de sceau / timbre de) Supreme Court
 bears the seal / stamp of the)
 ATTESTÉ
 CERTIFIED
 5 à) Port Louis 6 le)
 at) 15-07-2022
 7 par)
 8)
 9)
 10 Signature)
 * SECOURS DU BUREAU DU PREMIER MINISTRE
 * PERMANENT SECRETARY OF THE PRIME MINISTER'S OFFICE
 PRIME MINISTER'S OFFICE
 REPUBLIC OF MAURITIUS
 19/04/2022

Chitto
P. D. R. GOORDYAL-CHITTOO
 JUDGE

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CERTIFIED TRUE COPY OF THE ORIGINAL
Chotoye
M.R. CHOTOYE
 Registrar of Companies/Chief Registrar of Companies/Court Manager

CF 201 =
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Shankar