

IN THE HIGH COURT OF DELHI AT NEW DELHI
COMPANY JURISDICTION

Company Application (Main) No. 209 of 2010
(Under Section 391(1) read with Section 394 of the Companies Act, 1956)

IN THE MATTER OF:
The Companies Act, 1956

AND IN THE MATTER OF:
An Application under Sections 391(1), 393 and 394 of the Companies Act, 1956

AND IN THE MATTER OF:
A Scheme of Arrangement of

PEARL GLOBAL LIMITED, a company incorporated under the Companies Act, 1956 with its registered office at A-3, Community Centre, Naraina Industrial Area, Phase II, New Delhi 110 028

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

HOUSE OF PEARL FASHIONS LIMITED, a company incorporated under the Companies Act, 1956 with its registered office at A-3, Community Centre, Naraina Industrial Area, Phase II, New Delhi 110 028

... Applicant Company No. 2/ Transferee Company

**NOTICE CONVENING MEETING OF
THE UNSECURED CREDITORS**

Notice is hereby given that pursuant to an order dated December 3, 2010 in the above referenced Company Application, the Hon'ble High Court of Delhi at New Delhi has directed that a meeting of the unsecured creditors of House of Pearl Fashions Limited (the "Transferee Company"), be held at 12:00 p.m. on Thursday, February 17, 2011, at PAF Auditorium, 2nd Floor, c/o Pearl Academy of Fashion, A-8 & A-9, Naraina Industrial Area, Phase - II, New Delhi - 110 028 for the purpose of considering, and if thought fit, approving, with or without modification(s), the scheme of amalgamation and arrangement under Sections 391 to 394 of the Companies Act, 1956, as amended (the "Companies Act"), among Pearl Global Limited and House of Pearl Fashions Limited and their respective shareholders and creditors (the "Scheme").

Pursuant to the above referenced order and as directed therein, further notice is hereby given that a meeting of the unsecured creditors of the Transferee Company will be held at 12:00 p.m. on Thursday, February 17, 2011, at PAF Auditorium, 2nd Floor, c/o Pearl Academy of Fashion, A-8 & A-9, Naraina Industrial Area, Phase - II, New Delhi - 110 028, at which place and time, the unsecured creditors of the Transferee Company are requested to attend.

A copy of the Scheme, the valuation report, the fairness opinion dated August 14, 2010 obtained from Enam Securities Private Limited and the statement under Section 393 of the Companies Act can be obtained free of charge at the registered office of the Transferee Company at A-3, Community Centre, Naraina Industrial Area, Phase II, New Delhi 110 028.

Persons entitled to attend and vote at the respective meetings may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Transferee Company not later than 48 hours before the meeting.

Form of proxy together with the attendance slip can be obtained from the registered office of the Transferee Company.

The Hon'ble High Court of Delhi has appointed Mr. Shalinder Saini, Advocate, as the Chairperson and Mr. Vikrant Rohilla, Advocate, as the Alternate Chairperson to conduct such meeting of the unsecured creditors of the Transferee Company. The Scheme, if approved at the meeting, will be subject to the subsequent approval of the Hon'ble High Court of Delhi.

Sd/-
Shalinder Saini
Chairperson appointed for the Meeting

Dated this 12th day of January, 2011

Registered Office:
A-3, Community Centre, Naraina Industrial Area,
Phase II, New Delhi 110 028

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... Applicant Company No. 2/ Transferee Company

**NOTICE CONVENING MEETING OF
THE SECURED CREDITORS**

Notice is hereby given that pursuant to an order dated December 3, 2010 in the above referenced Company Application, the Hon'ble High Court of Delhi at New Delhi has directed that a meeting of the secured creditors of House of Pearl Fashions Limited (the "Transferee Company"), be held at 11:30 a.m. on Thursday, February 17, 2011, at PAF Auditorium, 2nd Floor, c/o Pearl Academy of Fashion, A-8 & A-9, Naraina Industrial Area, Phase - II, New Delhi - 110 028 for the purpose of considering, and if thought fit, approving, with or without modification(s), the scheme of amalgamation and arrangement under Sections 391 to 394 of the Companies Act, 1956, as amended (the "Companies Act"), among Pearl Global Limited and House of Pearl Fashions Limited and their respective shareholders and creditors (the "Scheme").

Pursuant to the above referenced order and as directed therein, further notice is hereby given that a meeting of the secured creditors of the Transferee Company will be held at 11:30 a.m. on Thursday, February 17, 2011, at PAF Auditorium, 2nd Floor, c/o Pearl Academy of Fashion, A-8 & A-9, Naraina Industrial Area, Phase - II, New Delhi - 110 028, at which place and time, the secured creditors of the Transferee Company are requested to attend.

A copy of the Scheme, the valuation report, the fairness opinion dated August 14, 2010 obtained from Enam Securities Private Limited and the statement under Section 393 of the Companies Act can be obtained free of charge at the registered office of the Transferee Company at A-3, Community Centre, Naraina Industrial Area, Phase II, New Delhi 110 028.

Persons entitled to attend and vote at the respective meetings may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Transferee Company not later than 48 hours before the meeting.

Form of proxy together with the attendance slip can be obtained from the registered office of the Transferee Company.

The Hon'ble High Court of Delhi has appointed Mr. Shalinder Saini, Advocate, as the Chairperson and Mr. Vikrant Rohilla, Advocate, as the Alternate Chairperson to conduct such meeting of the secured creditors of the Transferee Company. The Scheme, if approved at the meeting, will be subject to the subsequent approval of the Hon'ble High Court of Delhi.

Sd/-
Shalinder Saini
Chairperson appointed for the Meeting

Dated this 12th day of January, 2011

Registered Office:
A-3, Community Centre, Naraina Industrial Area,
Phase II, New Delhi 110 028

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... Applicant Company No. 2/ Transferee Company

**NOTICE CONVENING MEETING OF
THE EQUITY SHAREHOLDERS**

Notice is hereby given that pursuant to an order dated December 3, 2010 in the above referenced Company Application, the Hon'ble High Court of Delhi at New Delhi has directed that a meeting of the equity shareholders of Pearl Global Limited (the "Transferor Company"), be held at 10:30 a.m. on Wednesday, February 16, 2011, at Sri Sathya Sai International Centre, Pragati Vihar, Near Pragati Vihar Hostel, Lodhi Road, New Delhi - 110 003 for the purpose of considering, and if thought fit, approving, with or without modification(s), the scheme of amalgamation and arrangement under Sections 391 to 394 of the Companies Act, 1956, as amended (the "Companies Act"), among Pearl Global Limited and House of Pearl Fashions Limited and their respective shareholders and creditors (the "Scheme").

Pursuant to the above referenced order and as directed therein, further notice is hereby given that a meeting of the equity shareholders of the Transferor Company will be held at 10:30 a.m. on Wednesday, February 16, 2011, at Sri Sathya Sai International Centre, Pragati Vihar, Near Pragati Vihar Hostel, Lodhi Road, New Delhi - 110 003, at which place and time, the equity shareholders of the Transferor Company are requested to attend.

A copy of the Scheme, the valuation report, the fairness opinion dated August 14, 2010 obtained from Enam Securities Private Limited and the statement under Section 393 of the Companies Act can be obtained free of charge at the registered office of the Transferor Company at A-3, Community Centre, Naraina Industrial Area, Phase II, New Delhi 110 028.

Persons entitled to attend and vote at the respective meetings 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 not later than 48 hours before the meeting.

Form of proxy together with the attendance slip can be obtained from the registered office of the Transferor Company.

The Hon'ble High Court of Delhi has appointed Mr. D.S. Chauhan, Advocate, as the Chairperson and Mr. Manoj Arora, Advocate, as the Alternate Chairperson, to conduct such meeting of the equity shareholders of the Transferor Company. The Scheme, if approved at the meeting, will be subject to the subsequent approval of the Hon'ble High Court of Delhi.

Sd/-
D.S. Chauhan
Chairperson appointed for the Meeting

Dated this 11th day of January, 2011

Registered Office:
A-3, Community Centre, Naraina Industrial Area,
Phase II, New Delhi 110 028