

**CRO**

COMPANIES REGISTRATION OFFICE  
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



# **Gazette**

**ISSUE ID:00002018/J/15**

**CROSS BORDER MERGER GAZETTE**

**11th April 2018**

CROSS BORDER MERGER SUBMISSIONS RECEIVED BETWEEN 16-MAR-18 AND 10-APR-18							
Company Number	Company Name	Document	Date of Receipt	Company Number	Company Name	Document	Date of Receipt
525086	Aspen Pharma Ireland Limited	Court Order	16/03/2018				
599911	Ankh Life Sciences Limited	Court Order	22/03/2018				
599938	Ionics Life Sciences Limited	Court Order	20/03/2018				

### **European Communities (Cross Border Merger) Regulations 2008**

Notice is hereby given that in accordance with Regulation 17 (2) of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, a copy of a court order issued by the High Court of Ireland was received by the Registrar of Companies on 22 March 2018, concerning the proposed merger between the following companies:

Aspen Pharma Ireland Limited (registered in Ireland Company No.525086) and

Aspen Europe GMBH Registered with The Commercial Register of the Munich local court under HRB 212474

A copy of the court order is attached.

Registrar of Companies



THE HIGH COURT

COMMERCIAL

2018 No. 88 COS

(2018 No. 34 COM)

TUESDAY THE 20<sup>TH</sup> DAY OF MARCH 2018

BEFORE MR JUSTICE MCGOVERN

IN THE MATTER OF AN APPLICATION UNDER REGULATION 13  
AND REGULATION 14 OF THE EUROPEAN COMMUNITIES (CROSS-  
BORDER MERGERS) REGULATIONS 2008

AND

IN THE MATTER OF ASPEN PHARMA IRELAND LIMITED

AND

IN THE MATTER OF ASPEN EUROPE GmbH

Upon Motion of Counsel for Aspen Pharma Ireland Limited and Aspen Europe GmbH (the “**Applicants**”) pursuant to Originating Notice of Motion dated the 26<sup>th</sup> day of February 2018 (filed on the 27<sup>th</sup> day of February 2018) for the following reliefs:-

1. Pursuant to Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008 (the “**Regulations**”), an Order confirming scrutiny of the legality of the proposed cross-border merger (the “**Merger**”) to be entered into between the Applicants as regards that part of the merger procedure which concerns the completion of the Merger
2. Pursuant to Regulation 14(4) of the Regulations, an Order specifying the date on which the Merger is to take effect as being the 31<sup>st</sup> day of March 2018 or such other date or time as this Honourable Court might deem appropriate

And on reading said Originating Notice of Motion the Affidavits of Alan Quinn filed on the 27<sup>th</sup> day of February 2018 and the 16<sup>th</sup> day of March 2018

grounding the said Originating Notice of Motion together with the exhibits thereto and the Affidavit of Lorraine Hill filed on the 27<sup>th</sup> day of February 2018

And there being no attendance in Court by or on behalf of any creditor or member of the Applicants or any other interested party

And on hearing said Counsel for the Applicants

**IT IS ORDERED AND CONFIRMED** that

- i. The Court has completed the scrutiny of the legality of the Merger as regards that part of the procedure which concerns the completion of the Merger
- ii. The Merger shall take effect at 11:59:59 pm on the 31<sup>st</sup> day of March 2018

And the Court doth give liberty to apply

**NIAMH DERMODY  
REGISTRAR**

**Date of Perfection: 21 MARCH 2018**

Eversheds Sutherland,  
Solicitors for the Applicants

**A COPY WHICH I ATTEST**

*N. Dermody*

.....  
**FOR REGISTRAR**



An tSeirbhís Chúirteanna  
Courts Service

The Registrar of Companies,  
Companies Registration Office,  
Bloom House,  
Gloucester Place Lower,  
Dublin 1.



22 March 2018

**Re: In the matter of a Merger between Aspen Pharma Ireland Limited and  
Aspen Europe GmbH  
High Court Record Number 2018/ 88 COS (2018 No. 34 COM)**

Dear Registrar,

Pursuant to Order 75 Rule 22(5) of the Rules of the Superior Courts, please find enclosed an attested copy of an Order made on 20 March 2018 in the High Court in the above matter under Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008.

Yours faithfully,

Niamh Dermody  
Registrar  
High Court



Encl/

cc: Eversheds Sutherland, Solicitors, One Earlsfort Centre, Earlsfort Terrace,  
Dublin 2

### **European Communities (Cross Border Merger) Regulations 2008**

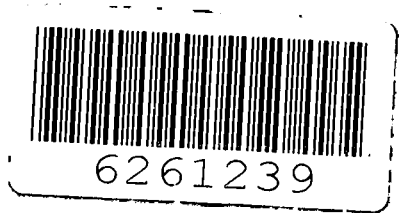
Notice is hereby given that in accordance with Regulation 17 (2) of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, a copy of a court order issued by the High Court of Ireland was received by the Registrar of Companies on 16 March 2018, concerning the proposed merger between the following companies:

Ankh Life Sciences Limited (registered in Ireland Company No.599911) and

Ions Pharmaceutical S.à.r.l registered with the Luxembourg Trade and Companies Register under number B194.956

A copy of the court order is attached.

Registrar of Companies



**THE HIGH COURT**  
**COMMERCIAL**  
**2018 No. 67 COS**  
**(2018 No. 29 COM)**

**FRIDAY THE 9<sup>TH</sup> DAY OF MARCH 2018**

**BEFORE MR JUSTICE MCGOVERN**

**IN THE MATTER OF AN APPLICATION UNDER REGULATION 13 AND  
REGULATION 14 OF THE EUROPEAN COMMUNITIES (CROSS-  
BORDER MERGERS) REGULATIONS 2008**

**AND**

**IN THE MATTER OF ANKH LIFE SCIENCES LIMITED**

**AND**

**IN THE MATTER OF IONS PHARMACEUTICAL S.à r.l.**

**APPLICANTS**

Upon Motion of Counsel for the Applicants, Ankh Life Sciences Limited of 88 Harcourt Street, Dublin 2 (the “Successor Company”), and Ions Pharmaceutical S.à r.l. of 10a, rue Henri M. Schnadt, L-2530 Luxembourg, Grand Duchy of Luxembourg (the “Transferor Company”) pursuant to Originating Notice of Motion dated the 15<sup>th</sup> day of February 2018

And on reading said Originating Notice of Motion, the Certificate thereto of Sharon McCaffrey of ByrneWallace Solicitors dated the 9<sup>th</sup> day of February 2018, the Affidavit of Daire McCaughley sworn on the 14<sup>th</sup> day of February 2018 and the documents and exhibits referred to therein and the Affidavit of Xavier Soulard sworn on the 14<sup>th</sup> day of February 2018 and the documents and exhibits referred to therein

And on hearing said Counsel for the Applicants



**THE COURT DOTH CONFIRM** scrutiny of the legality of the cross-border merger between the Successor Company and the Transferor Company as regards that part of the procedure which concerns the completion of the cross-border merger within the meaning of Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008

And **IT IS ORDERED** that the cross-border merger shall have effect as of 23:59 (Dublin time) on the 9<sup>th</sup> day of March 2018.

**NIAMH DERMODY  
REGISTRAR**

**Date of Perfection: 14 MARCH 2018**

ByrneWallace,  
Solicitors for the Applicants

A COPY WHICH I ATTEST

*N. Dermody*  
.....  
FOR REGISTRAR



An tSeirbhís Chúirteanna  
Courts Service

The Registrar of Companies,  
Companies Registration Office,  
Bloom House,  
Gloucester Place Lower,  
Dublin 1.

15 March 2018

**Re: In the matter of a Merger between Ankh Life Sciences Limited and Ions  
Pharmaceutical S.à r.l.  
High Court Record Number 2018/ 67 COS (2018 No. 29 COM)**

Dear Registrar,

Pursuant to Order 75 Rule 22(5) of the Rules of the Superior Courts, please find enclosed an attested copy of an Order made on 9 March 2018 in the High Court in the above matter under Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008 (as amended).

Yours faithfully,

Niamh Dermody  
Registrar  
High Court



Encl/

cc: ByrneWallace, Solicitors, 88 Harcourt Street, Dublin 2

### **European Communities (Cross Border Merger) Regulations 2008**

Notice is hereby given that in accordance with Regulation 17 (2) of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, a copy of a court order issued by the High Court of Ireland was received by the Registrar of Companies on 20 March 2018, concerning the proposed merger between the following companies:

Ionics Life Sciences Limited (registered in Ireland Company No.599938) and

Ionics Pharmaceutical S.A registered with the Luxembourg Trade and Companies Register under number B194.910

A copy of the court order is attached.

Registrar of Companies



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**THE HIGH COURT**

**COMMERCIAL**

**2018 No. 68 COS**

**(2018 No. 30 COM)**

**FRIDAY THE 9<sup>TH</sup> DAY OF MARCH 2018**

**BEFORE MR JUSTICE MCGOVERN**

**IN THE MATTER OF AN APPLICATION UNDER REGULATION 13 AND**

**REGULATION 14 OF THE EUROPEAN COMMUNITIES (CROSS-**

**BORDER MERGERS) REGULATIONS 2008**

**AND**

**IN THE MATTER OF IONICS LIFE SCIENCES LIMITED**

**AND**

**IN THE MATTER OF IONICS PHARMACEUTICAL S.A.**

**APPLICANTS**

Upon Motion of Counsel for the Applicants, Ionics Life Sciences Limited of 88 Harcourt Street, Dublin 2 (the "Successor Company"), and Ionics Pharmaceutical S.A. of 10a, rue Henri M. Schnadt, L-2530 Luxembourg, Grand Duchy of Luxembourg (the "Transferor Company") pursuant to Originating Notice of Motion dated the 15<sup>th</sup> day of February 2018

And on reading said Originating Notice of Motion, the Certificate thereto of Sharon McCaffrey of ByrneWallace Solicitors dated the 9<sup>th</sup> day of February 2018, the Affidavit of Daire McCaughley sworn on the 14<sup>th</sup> day of February 2018 and the documents and exhibits referred to therein and the Affidavit of Xavier Soulard sworn on the 14<sup>th</sup> day of February 2018 and the documents and exhibits referred to therein

And on hearing said Counsel for the Applicants

**THE COURT DOTH CONFIRM** scrutiny of the legality of the cross-border merger between the Successor Company and the Transferor Company as regards that part of the procedure which concerns the completion of the cross-border merger within the meaning of Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008.

And **IT IS ORDERED** that the cross-border merger shall have effect as of 23:59 (Dublin time) on the 9<sup>th</sup> day of March 2018.

**NIAMH DERMODY  
REGISTRAR**

**Date of Perfection: 14 MARCH 2018**

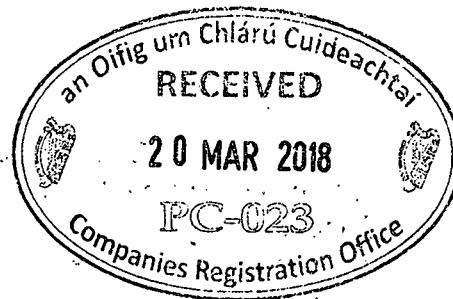
ByrneWallace,  
Solicitors for the Applicants

**A COPY WHICH I ATTEST**  
*N. Dermody*  
.....  
**FOR REGISTRAR**



An tSeirbhís Chúirteanna  
Courts Service

The Registrar of Companies,  
Companies Registration Office,  
Bloom House,  
Gloucester Place Lower,  
Dublin 1.



15 March 2018

**Re: In the matter of a Merger between Ionics Life Sciences Limited and Ionics  
Pharmaceutical S.A.  
High Court Record Number 2018/ 68 COS (2018 No. 30 COM)**

Dear Registrar,

Pursuant to Order 75 Rule 22(5) of the Rules of the Superior Courts, please find enclosed an attested copy of an Order made on 9 March 2018 in the High Court in the above matter under Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008 (as amended).

Yours faithfully,

Niamh Dermody  
Registrar  
High Court

Encl/

cc: ByrneWallace, Solicitors, 88 Harcourt Street, Dublin 2