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COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Gazette

ISSUE ID: 0002011/H/48
CROSS BORDER MERGER GAZETTE
2 December 2011

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 18 November 2011, concerning the proposed merger between the following companies:

MSD Pharmaceuticals Investments 1 Limited (registered in Ireland No 502328.) and

Schering –Plough International Holdings B.V. Limited, registered with the Trade Register of the Chamber of Commerce in OSS, The Netherlands, under file number 30226247.

Registrar of Companies

C. R. O.
18 NOV 2011

THE HIGH COURT
COMMERCIAL
2011 No. 572 COS
(2011 No. 213 COM)

TUESDAY THE 15TH DAY OF NOVEMBER 2011

BEFORE MR JUSTICE KELLY

IN THE MATTER OF AN APPLICATION UNDER REGULATIONS 13

AND 14 OF THE EUROPEAN COMMUNITIES (CROSS-BORDER

MERGERS) REGULATIONS, 2008 AS AMENDED BY EUROPEAN

COMMUNITIES (MERGERS AND DIVISIONS OF COMPANIES)

(AMENDMENT) REGULATIONS 2011

AND IN THE MATTER OF

MSD PHARMACEUTICALS INVESTMENTS 1 LIMITED and SCHERING-

PLOUGH INTERNATIONAL HOLDINGS B.V.

APPLICANTS

Upon Motion of Counsel for MSD Pharmaceuticals Investments 1 Limited and Schering-Plough International Holdings B.V ("the Applicants") pursuant to an Originating Notice of Motion herein dated 5 October 2011 seeking an Order confirming scrutiny of the legality of the proposed cross-border merger between the Applicants as regards that part of the merger procedure which concerns the completion of the cross-border merger pursuant to Regulation 14 of the European Communities (Cross-Border Merger) Regulations 2008 ("the Regulations") coming on for hearing this day in the presence of Counsel for the Applicants

And upon reading the said Originating Notice of Motion and the proceedings had herein including the Affidavit of Pamela Diane Froud sworn on 29 September 2011, the Supplemental Affidavit of Pamela Diane Froud sworn on 19

THE HIGH COURT

October 2011, the Affidavit of Elizabeth Hondius sworn on 4 November 2011 and the Affidavit of Colin Kavanagh sworn on 8 November 2011 and the documents and exhibits therein referred to

And on hearing said Counsel

And the Court being satisfied having regard to what is averred to in the Affidavit of Colin Kavanagh sworn on 8 November 2011 that the directions which it gave on 28 October 2011 have been complied with by the Applicants

IT IS ORDERED AND CONFIRMED as follows:

1. That the Court has completed the scrutiny of the legality of the cross-border merger between MSD Pharmaceuticals Investments 1 Limited and Schering-Plough International Holdings B.V as regards that part of the procedure which concerns the completion of the cross-border merger.

2. That for the purposes of Regulation 14(4) of the Regulations, the merger between MSD Pharmaceuticals Investments 1 Limited and Schering-Plough International Holdings B.V shall take effect at 8:00 a.m. Central European Time on 30 November 2011.

Liberty to apply

**NIAMH DERMODY
REGISTRAR
16 NOVEMBER 2011**

Arthur Cox,

Solicitors for the Applicants

A COPY WHICH I ATTEST
[Signature]
FOR REGISTRAR

C. R. O.
18 NOV 2011

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 18 November 2011, concerning the proposed merger between the following companies:

MSD Pharmaceuticals Investments 2 Limited (registered in Ireland No.502327) and

Organon Biosciences B.V. registered with the Trade Register of the Chamber of Commerce in OSS, The Netherlands, under file number 17195170.

Registrar of Companies

C. R. O.
18 NOV 2011

THE HIGH COURT

COMMERCIAL

2011 No. 571 COS

(2011 No. 214 COM)

TUESDAY THE 15TH DAY OF NOVEMBER 2011

BEFORE MR JUSTICE KELLY

IN THE MATTER OF AN APPLICATION UNDER REGULATIONS 13

AND 14 OF THE EUROPEAN COMMUNITIES (CROSS-BORDER

MERGERS) REGULATIONS, 2008 AS AMENDED BY EUROPEAN

COMMUNITIES (MERGERS AND DIVISIONS OF COMPANIES)

(AMENDMENT) REGULATIONS 2011

AND IN THE MATTER OF

MSD PHARMACEUTICALS INVESTMENTS 2 LIMITED and ORGANON

BIOSCIENCES B.V.

APPLICANTS

Upon Motion of Counsel for MSD Pharmaceuticals Investments 2 Limited and Organon Biosciences B.V. ("the Applicants") pursuant to an Originating Notice of Motion herein dated 5 October 2011 seeking an Order confirming scrutiny of the legality of the proposed cross-border merger between the Applicants as regards that part of the merger procedure which concerns the completion of the cross-border merger pursuant to Regulation 14 of the European Communities (Cross-Border Merger) Regulations 2008 ("the Regulations") coming on for hearing this day in the presence of Counsel for the Applicants

And upon reading the said Originating Notice of Motion and the proceedings had herein including the Affidavit of Pamela Diane Froud sworn on 29 September 2011, the Supplemental Affidavit of Pamela Diane Froud sworn on 19 October 2011, the Affidavit of Elizabeth Hondius sworn on 4 November 2011 and

the Affidavit of Colin Kavanagh sworn on 8 November 2011 and the documents and exhibits therein referred to

And on hearing said Counsel

And the Court being satisfied having regard to what is averred to in the Affidavit of Colin Kavanagh sworn on 8 November 2011 that the directions which it gave on 28 October 2011 have been complied with by the Applicants

IT IS ORDERED AND CONFIRMED as follows:


1. That the Court has completed the scrutiny of the legality of the cross-border merger between MSD Pharmaceuticals Investments 2 Limited and Organon Biosciences B.V. as regards that part of the procedure which concerns the completion of the cross-border merger.

2. That for the purposes of Regulation 14(4) of the Regulations, the merger between MSD Pharmaceuticals Investments 2 Limited and Organon Biosciences B.V. shall take effect at 7:30 a.m. Central European Time on 30 November 2011.

Liberty to apply

**NIAMH DERMODY
REGISTRAR
16 NOVEMBER 2011**

Arthur Cox,
Solicitors for the Applicants

A COPY WHICH I ATTEST

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FOR REGISTRAR

C. R. O.
18 NOV 2011