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COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Gazette

ISSUE ID: 0002015/J/35
CROSS BORDER MERGER GAZETTE
2nd September 2015

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 6 August 2015, concerning the proposed merger between the following companies:

Accenture Holdings Public Limited Company Limited (registered in Ireland No. 560222 and

Accenture SCA , registered with the Luxembourg Trade and Companies Register Registre de Commerce et des Sociétés du Luxembourg under registration number B 79874

A copy of the court order is attached.

Registrar of Companies

CROSS BORDER MERGER SUBMISSIONS RECEIVED BETWEEN 26- AUG-15 AND 1-SEP-15							
Company Number	Company Name	Document	Date of Receipt	Company Number	Company Name	Document	Date of Receipt
560222	Accenture Holdings Public Limited Company	Court Order	6/08/2015				

THE HIGH COURT

COMMERCIAL

2015 No. 270 COS

(2015 No. 42 COM)

THURSDAY THE 30TH DAY OF JULY 2015

BEFORE MR JUSTICE MCGOVERN

IN THE MATTER OF AN APPLICATION UNDER REGULATIONS 13

AND 14 OF THE EUROPEAN COMMUNITIES (CROSS-BORDER

MERGERS) REGULATIONS 2008

AND IN THE MATTER OF ACCENTURE HOLDINGS PLC

ACCENTURE HOLDINGS PLC AND ACCENTURE SCA

Applicants

Upon Motion of Counsel for the Applicants pursuant to the
Originating Notice of Motion herein dated 1 July 2015 seeking orders:

- i. Pursuant to Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008 (as amended) (the "Regulations") confirming scrutiny of the legality of the proposed cross-border merger between the Applicants (the "Merger") as regards that part of the procedure which concerns the completion of the Merger
- ii. Confirming the fairness of the terms and conditions of the Merger (both procedurally and substantively) to all persons to whom it is proposed to issue shares of the First Named Applicant in connection therewith
- iii. Pursuant to Regulation 14(4) of the Regulations, specifying the time and date on which the Merger is to take effect as 00:01 (Irish time) on 26 August 2015, or such other date or time as to this Court appears appropriate

Whereupon and on reading the aforementioned Originating Notice
of Motion, the Affidavit of Brian Connolly sworn on 30 June 2015 grounding the

THE HIGH COURT

aforementioned Originating Notice of Motion, together with the exhibits thereto, the Affidavit of Aaron B. Holmes sworn on 30 June 2015, and the Affidavit of Colin Monaghan sworn on 30 July 2015, together with the exhibits thereto, and copies of Iris Oifigiúil, The Irish Times, the Irish Independent, The Financial Times (Europe edition) and The Wall Street Journal (U.S. edition), each dated 10 July 2015, and each containing an advertisement of the day and time appointed for the hearing of the application for an order pursuant to Regulation 14 of the Regulations, including an order confirming the fairness of the terms and conditions of the Merger (both procedurally and substantively) to all persons to whom it is proposed to issue shares of the First Named Applicant in connection therewith

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:

1. 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
2. The terms and conditions of the Merger (both procedurally and substantively) are fair to all persons to whom it is proposed to issue shares of the First Named Applicant in connection therewith
3. The Merger shall take effect at 00:01 (Irish time) on 26 August 2015

And the Court doth give the Applicants liberty to apply to the Court

**NIAMH DERMODY
REGISTRAR**

Date of Perfection: 30 JULY 2015

Arthur Cox,
Solicitors for the Applicants

A Copy which I attest

N. Dermody
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N. Dermody
Superintendent of Copyist