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COMPANIES REGISTRATION OFFICE  
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# **Gazette**

**ISSUE ID: 0002011/H/ 3**  
**CROSS BORDER MERGER GAZETTE**  
**21st January 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 13 January 2011, concerning the proposed merger between the following companies:

FGA Capital Ireland Public Limited company (registered in Ireland No. 398711) and

FGA Capital Lux S.A. (registered WITH THE Luxembourg Trade and Companies Register under number B-67835)

A copy of the court order is attached.

Registrar of Companies



4271348

THE HIGH COURT

COMMERCIAL  
2010 536 COS  
(2010 251 COM)

THURSDAY THE 25<sup>TH</sup> DAY OF NOVEMBER 2010

BEFORE MR JUSTICE KELLY

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 FGA CAPITAL IRELAND PLC AND FGA  
CAPITAL LUX S A

APPLICANTS

Upon Motion of Counsel for FGA Capital Ireland plc and FGA Capital Lux S.A. ("the Applicants") pursuant to an Originating Notice of Motion herein dated 6<sup>th</sup> day of October 2010 seeking an Order confirming scrutiny of the legality of the proposed cross-border merger between FGA Capital Ireland plc and FGA Capital Lux S.A. 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 Ronan Walsh filed the 6<sup>th</sup> day of October 2010 the Affidavit of Conor Barry filed on the 6<sup>th</sup> day of October 2010 the Supplemental Affidavit of Ronan Walsh filed on the 29<sup>th</sup> day of October 2010 the Second Supplemental Affidavit of Ronan Walsh filed the 18<sup>th</sup> day November 2010 and the documents and exhibits therein referred to

C.R.O.  
13 JAN 2011

And on hearing said Counsel

And the Court being satisfied that the directions given on the 4<sup>th</sup> day of November 2010 with regard to publication of the date fixed for the Regulation 14 hearing have been complied with by the Applicants

**IT IS ORDERED** that

1. the Court has completed the scrutiny of the legality of the cross-border merger between FGA Capital Ireland plc and FGA Capital Lux S.A. 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 FGA Capital Ireland plc and FGA Capital Lux S.A. shall take effect at 23:00 G.M.T. on 30<sup>th</sup> day of December 2010

Liberty to apply

C. R. O.  
13 JAN 2011

*Marianne White*

**MARIANNE WHITE  
REGISTRAR**

**Perfected 25<sup>th</sup> November 2010**

Arthur Cox  
Solicitors for the Applicants