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COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Gazette

ISSUE ID: 0002010/H/50
CROSS BORDER MERGER GAZETTE
17th December 2010

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 December 2010, concerning the proposed merger between the following companies:

IBM Ireland Product Distribution Limited company (registered in Ireland No. 92815 and

IBM International Holdings B.V. (registered at the Trade Register in Amsterdam, The Netherlands, under the registration number 33207719).

A copy of the court order is attached.

Registrar of Companies



92815



COURTS SERVICE
An tSeirbhís Chúirteanna

Companies Registration Office
14 Parnell Square,
Dublin 1.

m
1 December 2010

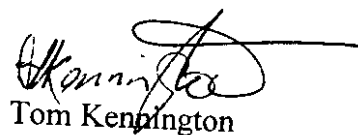
Dear Sir,

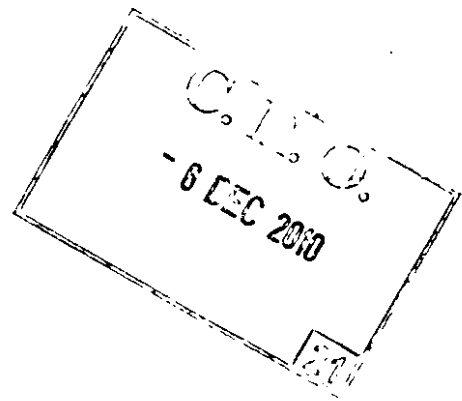
High Court Record No. 2010 411 COS

European Communities (Cross-Border Merger) Regulations 2008

I enclose herewith a copy of an Order of the High Court made on the 22nd day of October 2010 concerning a proposed cross-border merger between IBM Ireland Product Distribution Limited and IBM International Holdings B.V. pursuant to Regulation 14 of the European Communities (Cross-Border Merger) Regulations 2008

Yours sincerely,


Tom Kennington
Registrar



COMMERCIAL
2010.411 COS
(2010 224 COM)

Friday the 22nd day of October 2010

BEFORE MS JUSTICE FINLAY GEOGHEGAN

**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 IBM IRELAND PRODUCT DISTRIBUTION
LIMITED AND IBM INTERNATIONAL HOLDINGS B.V.**

APPLICANTS

Upon Motion of Counsel for IBM Ireland Product Distribution Limited and IBM International Holdings B.V. ("the Applicants") pursuant to an Originating Notice of Motion herein dated the 14th day of July 2010 seeking an Order confirming scrutiny of the legality of the proposed cross-border merger between IBM Ireland Product Distribution Limited and IBM International Holdings B.V. 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 IBM Ireland Product Distribution Limited and IBM International Holdings B.V.

And upon reading the said Originating Notice of Motion and the proceedings had herein including the Affidavit of Paul Snoek filed on the 14th day of July 2010 the Supplemental Affidavit of Paul Snoek filed on the 14th day of July 2010 the Second Supplemental Affidavit of Paul Snoek filed on the 18th day of October 2010 the Affidavit of Dermot Marah filed on the 18th day of October and the Affidavit of Fiona Joyce filed in Court on this day together with the documents and exhibits therein referred to

And on hearing said Counsel

And the Court being satisfied having regard to what is averred to at Second Supplemental Affidavit of Paul Snoek filed on the 18th day of October 2010 that the directions which it gave on the 8th day of October 2010 with regard to publication of the date fixed for the Regulation 14 hearing 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 IBM Ireland Product Distribution Limited and IBM 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 IBM Ireland Product Distribution Limited and IBM International Holdings B.V. shall take effect at 6:00 p.m. on the 30th day of November 2010

Liberty to apply

T. Kennington
REGISTRAR
27th October 2010

Arthur Cox
Solicitors for the Applicants