

CRO

COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Gazette

ISSUE ID: 0002011/H/24
CROSS BORDER MERGER GAZETTE
17th June 2011

European Communities (Cross Border Merger) Regulations 2008

Notice is hereby given that in accordance with Regulation 8 of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, notice was received by the Registrar of Companies on 9 June 2011 of a proposed merger between the following companies:

Massridge Holdings Limited (registered in Ireland Company number 465944.) and

Comparex PC-Ware Holdings Ges.m.b.h.registered with the Austrian Company Register (Firmenbuch), under registered number 342709i.

The Form CBM1 which contains the details required by Regulation 8(1)(b) is set out below.

The Common Draft Terms of the proposed merger can be obtained from the Registrar of Companies at www.cro.ie

The Common Draft Terms of the proposed merger are available for inspection between the hours of 10.00am and 12.00 noon at the registered office of Massridge Holdings Limited, 21 Priory Hall, Stillorgan, Co. Dublin.

The Directors' Explanatory Report relating to the Merger is available for inspection between the hours of 10.00am and 12.00 noon at the registered office of Massridge Holdings Limited, 21 Priory Hall, Stillorgan, Co. Dublin.

Registrar of Companies

CRO GAZETTE, FRIDAY, 17th June 2011

CROSS BORDER MERGER SUBMISSIONS RECEIVED BETWEEN 09-JUN-11 AND 16-JUN-11							
Company Number	Company Name	Document	Date of Receipt	Company Number	Company Name	Document	Date of Receipt
465944	Massridge Holdings Limited	CBM1	9/6/2011				



Draft terms of formation of Cross-Border Merger involving an Irish registered company
Regulation 8 (1) of the European Communities (Cross-Border Mergers) Regulations 2008
S249A Companies Act 1990 (inserted by s107 Company Law Enforcement Act 2001)
Companies Act 1990 (Form and Content of Documents Delivered to Registrar) Regulations 2002



4275450



CRO receipt date stamp
Companies Acts 1963 to 2009

CBM1

Company number

4 6 5 9 4 4

Please complete using black typescript or BOLD CAPITALS, referring to explanatory notes

Company name

in full

Massridge Holdings Limited

Pursuant to Regulation 8(1) of the European Communities (Cross-Border Mergers) Regulations 2008, a copy of the Common Draft Terms is attached to this form.

Type of merger

note one

By acquisition By formation of a new company By absorption

Company details

note two

Copies of the Common Draft Terms, the Directors' Explanatory Report and the Expert's Report where relevant, are available for inspection at the registered office of the company, namely:

21 Priory Hall, Stillorgan, Co. Dublin

Information relating to the Company is kept by the Registrar under registered number:

4 6 5 9 4 4

Legal form and law which governs the company:

Private company limited by shares governed by the laws of Ireland

Certification

note three

I hereby certify that the particulars contained in this form are correct and have been given in accordance with the Notes on Completion of Form CBM1.

Signature

Name *in block letters or typescript*

JÖRG WINDBICHLER

Date

30 May 2011

Presenter details

note four

Name

Mason Hayes+Curran

Address

South Bank House, Barrow Street, Dublin 4

DX number

11

DX exchange Dublin

Telephone number

01 614 5807

Fax number 01 614 5001

Email

dmangan@mhc.ie

Reference number JMCK/DMA

NOTES ON COMPLETION OF FORM CBM1

These notes should be read in conjunction with the relevant legislation.

General This form must be completed correctly, in full and in accordance with the following notes. Every section of the form must be completed.

Where "not applicable", "nil" or "none" is appropriate, please state.

Where the space provided on Form CBM1 is considered inadequate, the information should be presented on a continuation sheet in the same format as the relevant section in the form. The use of a continuation sheet must be so indicated in the relevant section.

For the purposes of this form, "EEA Company" means a company governed by the law of an EEA State other than Ireland. An EEA State is a State that is a contracting party to the Agreement on the European Economic Area, signed at Oporto on 2nd May 1992, as adjusted by the Protocol signed at Brussels on the 17th March 1993, and any subsequent amendments.

"Irish registered company" refers to a company incorporated in Ireland under the Companies Acts 1963-2006 and does not include a company registered in Northern Ireland.

note one Please tick the relevant box.

note two Any change of registered office must be notified to the CRO. Form B2 ought to be used for this purpose. Form B2 can be filed free of charge at www.core.ie.

note three This form **must** be certified by a director of the company on behalf of the Board.

note four This section must be completed by the person who is presenting Form CBM1 to the CRO. This may be either the applicant or a person on his/her behalf.

note five Where space is considered inadequate, a continuation sheet should be completed, in the same format as the relevant section.

Further information

CRO address When you have completed and signed the form, please file with the CRO. The Public Office is at 14 Parnell Square, Dublin 1. The DX number for the CRO is 145001. If submitting by post, please send with the prescribed fee to the Registrar of Companies at:

New Companies Section, Companies Registration Office, 14 Parnell Square, Dublin 1

Payment If paying by cheque, postal order or bank draft, please make the fee payable to the Companies Registration Office. Cheques or bankdrafts must be drawn on a bank in the Republic of Ireland.

Please *carefully* study the explanatory notes above. A Form CBM1 that is not completed correctly or is not accompanied by the correct documents or fee is liable to be rejected and returned to the presenter by the CRO pursuant to section 249A Companies Act 1990 (inserted by section 107 Company Law Enforcement Act 2001). Unless the document, duly corrected, is relogged in the CRO within 14 days, it will be deemed to have never been delivered to the CRO.

FURTHER INFORMATION ON COMPLETION OF FORM CBM1, INCLUDING THE PRESCRIBED FEE, IS AVAILABLE FROM www.cro.ie OR BY E-MAIL info@cro.ie