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COMPANIES REGISTRATION OFFICE
AN OIFIG UM CHLÁRÚ CUIDEACHTAÍ



Gazette

ISSUE ID: 0002009/I/42
SOCIETAS EUROPAEA SUBMISSIONS
RECEIVED BETWEEN
07-OCT-2009 AND 13-OCT-2009

COUNCIL REGULATION (EC) NO. 2157/2001 ON THE STATUTE FOR A EUROPEAN COMPANY (SE) AND EUROPEAN COMMUNITIES (EUROPEAN PUBLIC LIMITED-LIABILITY COMPANY) REGULATIONS 2007.

Notice is hereby given pursuant to Article 21 of the above Regulation that draft terms of merger were filed in the CRO on 7 October 2009, indicating that JHIHCBM public limited company will be merged into James Hardie International Holdings N.V.) (a company formed and registered in the Netherlands with registered number 34338342 and registered office at 1077 ZX Amsterdam, Strawinksylaan 3077, The Netherlands) under Article 2(1) of the Council Regulation thereby forming a Societas Europaea, which will be registered in the Netherlands. The following particulars, having been supplied to the Registrar of Companies with the said draft terms of merger, are hereby published by him as required by Article 21 of Council Regulation (EC) No. 2157/2001:

- A. JHIHCBM public limited company is registered in Ireland with registered number 471543 and registered office at Arthur Cox Building, Earlsfort Terrace, Dublin 2.

James Hardie International Holdings N.V. is registered in the Trade Register of Amsterdam with registered number 34338342 and registered office at 1077 ZX Amsterdam, Strawinksylaan 3077, The Netherlands.

- B. JHIHCBM public limited company maintains its company filings in the Companies Registration Office in accordance with Article 3(2) of Directive 68/151/EEC. James Hardie International Holdings N.V. makes its company filings in the Amsterdam Trade Register in accordance with Article 3(2) of Directive 68/151/EEC.

- C. JHIHCBM public limited company does not have any creditors.

James Hardie International Holdings N.V. - under Dutch law, creditors of JHCBM N.V. may oppose the merger by petitioning the Dutch courts (and specifying the extra security they require as a result of the merger) for up to one month after the day on which all the merging entities have given notice of the filing of the merger proposal. If the creditors' claim is sufficiently secured or if the financial condition of the S.E. after the merger provides not less security for satisfaction of the claim than previously, the requested security may not be granted.

- D. Minority Shareholders of JHIHCBM plc (Company Number 471543) shall be entitled to have their shares bought from them by the acquiring company, James Hardie International Holdings N.V., at a price of EUR 1.00 per share.

Minority shareholders of James Hardie International Holdings NV. are protected pursuant to Dutch law. An Accountant must examine the Merger proposal and certify whether in his opinion the share exchange ratio is reasonable.

Full information on the arrangements made for the exercise of the rights of the creditors and of any minority shareholders of the merging companies, may be obtained free of charge, from the following address:
Arthur Cox, Earlsfort Terrace, Dublin 2.

- E. Once the merger is complete the resulting Societas Europaea, James Hardie International Holdings SE, will have a registered office at 1077 ZX, Amsterdam, Strawinskylaan, 3077, The Netherlands.

Registrar of Companies

INDEX OF SUBMISSION TYPES

- SE18 – Draft Terms of Merger Irish plc with non-Irish plc to form Societas Europaea, which will be registered otherwise than in Ireland.

SOCIETAS EUROPAEA (SE) SUBMISSIONS RECEIVED BETWEEN 7-OCT-09 AND 13-OCT-09							
Company Number	Company Name	Document	Date of Receipt	Company Number	Company Name	Document	Date of Receipt
471543	JHIHCBM Public Limited Company	SE18	07/10/2009				