

Claim number: 5996 of 2011

**IN THE HIGH COURT OF JUSTICE**

**CHANCERY DIVISION**

**COMPANIES COURT**

**MR JUSTICE ARNALD**

**IN THE MATTER OF  
MAXELL EUROPE LIMITED**

**and**

**IN THE MATTER OF  
MAXELL DEUTSCHLAND GMBH**

**and**

**IN THE MATTER OF  
THE COMPANIES (CROSS-BORDER MERGERS) REGULATIONS 2007**



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**ORDER**

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**UPON THE APPLICATION** by the Part 8 Claim Form (the **Claim Form**) of the above mentioned Maxell Europe Limited (**Maxell UK**) whose registered office is situated at Whitebrook Park, Lower Cookham Road, Maidenhead, Berkshire, SL6 8YA and the above mentioned Maxell Deutschland GmbH (**Maxell Germany**), a company incorporated in Germany and registered at the Commercial Register of the local Court of Neuss under number HRB 8048 and whose registered office is at Mollsfeld 2, 40670 Meerbusch, Germany.

**AND UPON HEARING** Counsel for Maxell UK and Maxell Germany as joint claimants.

**AND UPON READING** the said Claim Form and the evidence

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**AND UPON IT APPEARING THAT:**

- 1 The boards of directors of Maxell UK and Maxell UK and Maxell Germany have drawn up the draft terms of a cross-border merger by Maxell UK of its wholly-owned subsidiary, Maxell Germany to be effected pursuant to regulation 2(3) of the Companies (**Cross-Border Mergers**) Regulations 2007 (the **Regulations**) with Maxell Germany to be the transferor company and Maxell UK to be the transferee company (the **Merger**)
2. The requirements of regulation 16 of the Regulations have been satisfied in relation to the Merger

**IT IS ORDERED THAT:**

1. The completion of the Merger is hereby approved
- 2 The consequences of the Merger as described in regulation 17(1) of the Regulations shall take effect on 9 August 2011.
- 3 Maxell UK shall deliver a copy of this order, along with the other documents specified in regulation 19(2) of the Regulations, to the Registrar of Companies.

**Date: 18 July 2011**

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**ORDER**

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**Solicitors for the  
Company**

This Order was sealed by *HL*  
Chancery Associate (Tel 020 7947 7061) to whom all enquiries  
regarding this Order should be made between the hours 9.00-10.15am  
and after 4.15pm. When correspondence with the Court please address  
enquiries to The Court Clerk.  
Chancery Chambers, Thomas Telford Building, Royal Courts of Justice,  
Strand, London WC2A 2LL (DX 4455 Strand) and quote the case number.