IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

MR JUSTICE HILDYARD

IN THE MATTER OF CHARTIS INSURANCE UK LIMITED

-and-

IN THE MATTER OF CHARTIS INSURANCE IRELAND LIMITED

-and-



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



UPON THE APPLICATION by Part 8 Claim Form (the *Claim Form*) of the abovenamed Chartis Insurance UK Limited and Chartis Insurance Ireland Limited (the *Companies*)

AND UPON HEARING Counsel for the Companies

AND UPON READING the said Claim Form and the evidence

It is ordered pursuant to Regulation 16 of the Companies (Cross-Border Mergers) Regulations 2007 that the completion of the proposed cross-border merger as between the Companies be approved for the purposes of Article 11 of Directive 2005/56/EC on cross-border mergers of limited liability companies

AND IT IS ORDERED that the consequences of the merger will take effect at 00:01am,

London time on 1 December 2011

DATED 8 NOVEMBER 2011

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RCS 14/11/2011
COMPANIES HOUSE

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IN THE HIGH COURT OF JUSTICE CHANCERY DIVISION COMPANIES COURT

IN THE MATTER OF CHARTIS INSURANCE UK LIMITED

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IN THE MATTER OF CHARTIS INSURANCE IRELAND LIMITED

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

ORDER

FRESHFIELDS BRUCKHAUS DERINGER LLP

65 Fleet Street London EC4Y 1HS 020 7936 4000 Ref. IMP/GHFS (153385-0013)

SOLICITORS FOR THE CLAIMANTS