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Claim No. 8963 of 2012

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

BEFORE MR JUSTICE SALES

4 DECEMBER 2012

IN THE MATTER OF DIAMOND RESORTS (EUROPE) LIMITED

AND

IN THE MATTER OF CITRONSA CANARIAS S.L. (SOCIEDAD UNIPERSONAL)

AND

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



ORDER

UPON THE APPLICATION by claim form dated 22 November 2012 of Diamond Resorts (Europe) Limited ("**DREL**") whose registered office is at Citrus House, Caton Road, Lancaster, Lancashire, LA1 3UA and Citronsa Canarias S L (Sociedad Unipersonal) ("**Citronsa**") whose registered office is at Santa Barbara Urb , Golf del Sur, San Miguel, Santa Cruz de Tenerife, Spain

AND UPON HEARING counsel for DREL and Citronsa

AND UPON READING the witness statements of Ms Susan Crook on behalf of DREL and of Mr Charles Alan Bentley on behalf of Citronsa

THE COURT HEREBY APPROVES the final completion of the cross-border merger of DREL and Citronsa pursuant to Regulation 16 of the Companies (Cross-Border Mergers) Regulations 2007 and for the purposes of Article 11 of Directive 2005/56/EC on cross-border mergers of limited liability companies, the consequences of such shall take effect on 31 December 2012