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COMPANIES HOUSE

2353649

Claim No. 8987 of 2012

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

BEFORE MR JUSTICE SALES

4 NOVEMBER 2012

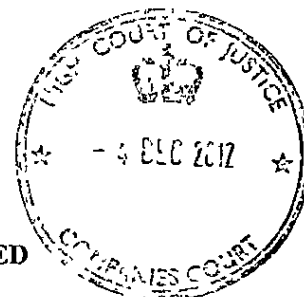
IN THE MATTER OF DIAMOND RESORTS (EUROPE) LIMITED

AND

IN THE MATTER OF SUNSET SUR 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 Sunset Sur S L (Sociedad Unipersonal) ("Sunset Sur") 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 Sunset Sur

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

THE COURT HEREBY APPROVES the final completion of the cross-border merger of DREL and Sunset Sur 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