

Company number 10861354

CR-2019-001594

IN THE HIGH COURT OF JUSTICE

BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES

COMPANIES COURT (ChD)

Mr Justice Norris

Thursday the 7th day of March 2019



IN THE MATTER OF

PHOTON INTERACTIVE UK LIMITED

and

IN THE MATTER OF

PHOTON N.V.

and

IN THE MATTER OF

THE COMPANIES (CROSS-BORDER MERGERS) REGULATIONS 2007

ORDER

UPON THE APPLICATION by Claim Form dated 4 March 2019 of the above-named Photon Interactive UK Limited (the **Company**) whose registered office is at Devonshire House, 60 Goswell Road, London, United Kingdom, EC1M 7AD and the above-named Photon N.V. (the **Transferor**), a company incorporated in the Netherlands whose registered office is at Kingsfordweg 103, 1043GP, Amsterdam, the Netherlands

AND UPON HEARING Andrew Thornton, Counsel for the Company and the Transferor

AND UPON READING the said Claim Form, the order made by this court on 1 March 2019 in relation to the Company and in accordance with Regulation 6 of the Companies (Cross-Border Mergers)

CFD-#29948534-v1



RCS *R81ZAQYO* #41
25/03/2019
COMPANIES HOUSE

Regulations 2007 (the **Regulations**) for the purposes of Article 127(2) of Chapter II of Title II of Directive (EU) 2017/1132 of the European Parliament and the Council of 14 June 2017 relating to certain aspects of company law (codification) and the evidence

IT IS ORDERED that in accordance with Regulation 16 of the Regulations, the Court approves the completion of the merger between the Company and the Transferor for the purposes of Article 128 (Scrutiny of the legality of the cross-border merger) of Directive (EU) 2017/1132

IT IS FURTHER ORDERED that in accordance with Regulation 16(2) of the Regulations the consequences of the cross-border merger between the Company and the Transferor shall have effect from 01.00am (London time) on 29 March 2019

Dated this 7th day of March 2019

SERVICE OF THIS ORDER

The Court has provided a sealed copy of this order to the serving party:

Norton Rose Fulbright LLP

3 More London Riverside

London

SE1 2AQ

Ref: RAXH/1001030168

Solicitors for the Applicants