



Gazette

ISSUE ID: 0000/2021/J/31
CROSS BORDER MERGER GAZETTE
15 December 2021

CRO GAZETTE, WEDNESDAY, 15 December 2021

CROSS BORDER MERGER SUBMISSIONS RECEIVED BETWEEN 8-DEC-21 AND 14-DEC-21							
Company Number	Company Name	Document	Date of Receipt	Company Number	Company Name	Document	Date of Receipt
669282	Telus International Services Limited	Court Order	06/12/2021				
518160	Fortum Finance Ireland Designated Activity Company	Court Order	06/12/2021				

European Communities (Cross Border Merger) Regulations 2008

Notice is hereby given that in accordance with Regulation 17 (2) of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, a copy of a court order issued by the High Court of Ireland was received by the Registrar of Companies on 6 December 2021, concerning the proposed merger between the following companies:

Telus International Services (registered in Ireland Company No.669282) and

Transactel International Services Limited. Registered with the Malta Business Register under the number C96117.

A copy of the court order is attached.

Registrar of Companies

FRIDAY THE 3RD DAY OF DECEMBER 2021

BEFORE MR JUSTICE MCDONALD

IN THE MATTER OF AN APPLICATION UNDER REGULATIONS 13

AND 14 OF THE EUROPEAN COMMUNITIES (CROSS-BORDER
MERGERS) REGULATIONS 2008

AND IN THE MATTER OF TELUS INTERNATIONAL SERVICES

LIMITED AND TRANSACTEL INTERNATIONAL SERVICES LIMITED

TELUS INTERNATIONAL SERVICES LIMITED and TRANSACTEL
INTERNATIONAL SERVICES LIMITED

APPLICANTS

The Originating Notice of Motion herein dated and filed on 10th day of November 2021 coming on for hearing before the Court on this day pursuant to the Order of this Court made on 15 November 2021, in the presence of Counsel for the Applicants

Whereupon and on reading the said Originating Notice of Motion herein, the Grounding Affidavit of Thomas Barry sworn on 8 November 2021 grounding the said Originating Notice of Motion herein, and the Affidavit of Domhnall Breatnach sworn on 2 December 2012, together with the exhibits to the said affidavits

And there being no attendance in Court by or on behalf of any creditor or contributory of the Applicants or any other interested party

And on hearing said Counsel for the Applicants

This Court **DOETH MAKE AN ORDER** pursuant to Regulation 14 of the European Communities (Cross-Border Mergers) Regulations 2008 (as



amended) confirming scrutiny of the legality of the proposed cross-border merger by the Applicants (the "**Merger**") as regards that part of the procedure which concerns the completion of the Merger

And **IT IS ORDERED** that the Merger shall take effect at 23:59 (Irish time) on 31 December 2021

And the Court doth give the Applicants liberty to apply to the Court

MARIANNE WHITE
REGISTRAR

Date of Perfection: 03rd December 2021

Arthur Cox LLP,
Solicitors for the Applicants

A COPY WHICH I ATTEST

.....*M. White*.....
FOR REGISTRAR

European Communities (Cross Border Merger) Regulations 2008

Notice is hereby given that in accordance with Regulation 17 (2) of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, a copy of a court order issued by the High Court of Ireland was received by the Registrar of Companies on 6 December 2021, concerning the proposed merger between the following companies:

Fortum Finance Ireland Designated Activity Company (registered in Ireland Company No 518160)
and

Fortum Finance B.V. Registered with the trade register of the Dutch Chamber of Commerce under registration number 27199606.
A copy of the court order is attached.

Registrar of Companies

THURSDAY THE 2ND DAY OF DECEMBER 2021

BEFORE MR JUSTICE MCDONALD

IN THE MATTER OF FORTUM FINANCE IRELAND DESIGNATED
ACTIVITY COMPANY

AND

IN THE MATTER OF FORTUM FINANCE B.V.

-and-

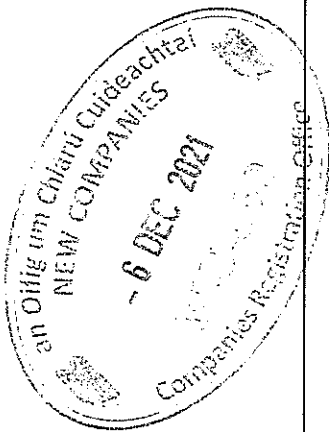
IN THE MATTER OF THE EUROPEAN COMMUNITIES (CROSS-
BORDER MERGERS) REGULATIONS 2008

FORTUM FINANCE IRELAND DESIGNATED ACTIVITY COMPANY
AND FORTUM FINANCE B.V.

APPLICANTS

Upon Motion of Counsel for Fortum Finance Ireland Designated Activity Company (**Fortum Ireland**) pursuant to an Originating Notice of Motion dated the 13th day of October 2021, (the **Originating Notice of Motion**) for a certificate pursuant to Regulation 13 of the European Communities (Cross Border Mergers) Regulations 2008 (the **Irish Regulations**) that the Court is satisfied that Fortum Ireland has completed the pre-merger requirements under a proposed cross border merger (the **Merger**) to be entered into between Fortum Ireland and Fortum Finance B.V. (**Fortum BV**), the second mentioned Applicant herein, upon the terms of the Common Draft Terms of Merger (the **Common Draft Terms**).

And thereafter upon Motion of Counsel for Fortum Ireland and Fortum BV for an order pursuant to Regulation 14 of the Irish Regulations confirming scrutiny of the legality of the Merger as regards that part of the procedure which concerns the completion of the Merger, so that Fortum Ireland and Fortum BV may merge upon the terms of the Common Draft Terms and Fortum Ireland shall be the "Successor Company" as defined in the Irish Regulations.



And on reading the said Originating Notice of Motion, the Affidavit of John Turner filed on the 13th day of October 2021 and the Supplemental Affidavit of John Turner filed on the 24th day of November 2021 the documents and exhibits referred to in the said Affidavits including the certificate from the competent authority in the Netherlands confirming that Fortum BV has completed the pre-merger requirements under the Dutch Civil Code, the Affidavit of Ronan Lyons filed on the 24th day of November 2021 and the Supplemental Affidavit of Ronan Lyons filed the 1st day of December 2021 the documents and exhibits referred to in the said Affidavits confirming the Applicants' compliance with the directions of this Court to advertise the hearing of the Originating Notice of Motion.

And upon hearing said Counsel

And no other person appearing on behalf of any creditor or member of, or other interested party in, Fortum Ireland and Fortum BV.

In respect of the application of Fortum Ireland **THE COURT DOTH CERTIFY** that Fortum Ireland, as the successor company for the purpose of the Merger, has completed the pre-merger requirements of the Irish Regulations within the meaning of Regulation 13 thereof for the said Merger and **HEREBY DIRECTS** that a pre-merger certificate in the form prescribed by Order 75 Rule 21 of the Rules of the Superior Courts (**the Pre-Merger Certificate**) issue to Fortum Ireland as confirmation of such.

And the said Pre-Merger Certificate having so issued and been considered by the Court,

In respect of the joint application of Fortum Ireland and Fortum BV, **THE COURT DOTH MAKE AN ORDER** pursuant to Regulation 14 of the Irish Regulations, confirming scrutiny of the legality of the Merger between Fortum Ireland and Fortum BV as regards that part of the procedure which concerns the completion of the Merger.

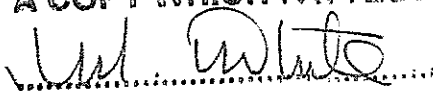
AND THE COURT DOTH ORDER that pursuant to Regulation 14 of the Irish Regulations, the Merger shall take effect at 00.01am (Irish time) on the 4th day of January 2022.

Liberty to Apply

MARIANNE WHITE
REGISTRAR

Date of Perfection: 2nd December 2021

A&L Goodbody LLP
Solicitors for the Applicants

A COPY WHICH I ATTEST

FOR REGISTRAR