



# ***Gazette***

**ISSUE ID:0002013/I/48**  
**SOCIETAS EUROPAEA SUBMISSIONS**  
**27 November 2013**

**COUNCIL REGULATION (EC) NO. 2157/2001 ON THE STATUTE FOR A EUROPEAN COMPANY (SE) AND EUROPEAN COMMUNITIES (EUROPEAN PUBLIC LIMITED-LIABILITY COMPANY) REGULATIONS 2007.**

Notice is hereby given pursuant to Article 21 of the above Council Regulation that draft terms of merger were filed in the Companies Registration Office (**CRO**) on 20 November 2013, indicating that XL DS PLC (**XLDS**) (an Irish public limited company formed and registered in Ireland) will be merged into XL Insurance Company plc (**XLIC**) (a public limited company formed and registered in England and Wales) under Article 2(1) of the Council Regulation thereby forming a Societas Europaea, which will be registered in England and Wales. The following particulars are hereby confirmed in relation to the merger:

- A. XLDS is registered in Ireland as a public limited company with registered number 528784 and registered office at XL House, 8 Saint Stephen's Green, Dublin 2, Ireland.
- XLIC is registered in England and Wales as a public limited company with registered number 01884214 and registered office at XL House, 70 Gracechurch Street, London, EC3V 0XL, United Kingdom.
- B. XLDS maintains its company filings in the CRO under registered number 528784 in accordance with Article 3(2) of Directive 68/151/EEC.
- XLIC maintains its company filings in Companies House in the United Kingdom under registered number 01884214 in accordance with Article 3(2) of Directive 68/151/EEC.
- C. XLDS has no creditors.
- XLIC has creditors. The creditors of XLIC may exercise their rights in accordance with section 938 of the UK Companies Act 2006 which provides for a right of objection. On the formation of the proposed Societas Europaea, all rights and obligations of every creditor of XLIC shall be transferred, by operation of law, to the new Societas Europaea, pursuant to Article 29 of Council Regulation (EC) No. 2157/2001.
- D. XLDS does not have any minority shareholders. XLDS is wholly owned by XLIC and its nominees.
- XLIC does not have any minority shareholders. The entire issued share capital of XLIC is held by XL Insurance (UK) Holdings Limited.
- E. Full information on the arrangements made for the exercise of the rights of creditors of the merging companies may be obtained free of charge from the following address: XL House, 8 Saint Stephen's Green, Dublin 2, Ireland.
- F. Once the merger is complete the resulting Societas Europaea, XL Insurance Company SE, will have its registered office at XL House, 70 Gracechurch Street, London, EC3V 0XL, United Kingdom.

**Registrar of Companies**

# **INDEX OF SUBMISSION TYPES**

SE18      Draft Terms of merger of Irish plc with non-Irish registered plc.

CRO GAZETTE, WEDNESDAY, 27<sup>th</sup> November 2013

SOCIETAS EUROPAEA (SE) SUBMISSIONS REGISTERED BETWEEN 14-NOV-13 AND 26-NOV-13							
Company Number	Company Name	Document	Date of Registration	Company Number	Company Name	Document	Date of Registration
528784	XL DS PUBLIC LIMITED COMPANY	SE18	20/11/13				