



# **Gazette**

**ISSUE ID:0002014 /H/25**  
**CROSS BORDER MERGER GAZETTE**  
**18th June 2014**

## **European Communities (Cross Border Merger) Regulations 2008**

Notice is hereby given that in accordance with Regulation 8 of the European Communities (Cross Border Merger) Regulations 2008, which gives effect to Council Directive No. 2005/56/EC, notice was received by the Registrar of Companies on 16 June 2014 of a proposed merger between the following companies:

Ublqube (Ireland) Public Limited (registered in Ireland Company number 542794) and

Ublqube Solutions S.A. ( the company file is maintained in the Registre du commerce et des Sociétés of the Grenoble Trade and Companies Register under the number 431 855 618. )

The Form CBM1 which contains the details required by Regulation 8(1)(b) is set out below.

The Common Draft Terms of the proposed merger can be obtained from the Registrar of Companies at [www.cro.ie](http://www.cro.ie)

The Common Draft Terms of the proposed merger are available for inspection between the business hours of 10.00am and 4.30 pm at the registered office of Ublqube (Ireland) Public Limited Company, 48/49 Lower Leeson Street, Dublin 2, Ireland

The Directors' Explanatory Report relating to the Merger is available for inspection between the business hours of 10.00am and 4.30 pm at the registered office of Ublqube (Ireland) Public Limited Company, 48/49 Lower Leeson Street Dublin 2, Ireland.

Registrar of Companies

**Draft terms of formation of Cross-Border Merger involving an Irish registered company**  
Regulation 8 (1) of the European Communities (Cross-Border Mergers) Regulations 2008  
S249A Companies Act 1990 (inserted by s107 Companies Law Enforcement Act 2001)  
Companies Act 1990 (Form and Content)  
Delivered to Registrar Regulations 2002

CRO AN OIFIG UM CHLÁRU CUIDEACHTAI  
COMPANIES REGISTRATION OFFICE

816ZL09



CRO receipt date stamp

Companies Acts 1963 to 2013

**CBM1**

Company number

5 4 2 7 9 4

Please complete using black typescript or BOLD CAPITALS, referring to explanatory notes

Company name

*in full*

UBIqube (Ireland) Public Limited Company

☒ Pursuant to Regulation 8(1) of the European Communities (Cross-Border Mergers) Regulations 2008, a copy of the Common Draft Terms is attached to this form.

Type of merger

*note one*

☒ By acquisition ☐ By formation of a new company ☐ By absorption

Company details

*note two*

Copies of the Common Draft Terms, the Directors' Explanatory Report and the Expert's Report where relevant, are available for inspection at the registered office of the company, namely:

48/49 Lower Leeson Street

Dublin 2

Ireland

Information relating to the Company is kept by the Registrar under registered number:

5 4 2 7 9 4

Legal form and law which governs the company:

Public Limited Company

Irish law (principally the Companies Acts 1963 - 2013)

Certification

*note three*

I hereby certify that the particulars contained in this form are correct and have been given in accordance with the Notes on Completion of Form CBM1.

Signature

Name in block letters or typescript

STEPHEN MCCLURE

Date

16 June 2014

Presenter details

*note four*

Name

Address

DX number

Telephone number

Email

Arthur Cox

Earlsfort Centre

Earlsfort Terrace, Dublin 2

27

+353 1 618 1106

chris.mclaughlin@arthurcox.com

DX exchange Dublin

Fax number

Reference number NEW/5922

**Particulars of the company's arrangements for exercise of the rights of creditors and members**

Arrangements made for the exercise of the rights of the creditors and any minority members of the merging companies:

The merger will be a merger by acquisition of UBIqube Solutions S.A. by UBIqube (Ireland) plc. If the merger becomes effective, all rights and obligations of UBIqube Solutions S.A. will transfer to UBIqube (Ireland) plc by operation of law under Regulation 19 of the European Communities (Cross-Border Mergers) Regulations 2008. The rights of the shareholders and creditors of UBIqube Solutions S.A. will be unaffected.

Full information on the arrangements made for the exercise of the rights of the creditors and any minority members of the merging companies, may be obtained free of charge, from the following address:

UBIqube (Ireland) Public Limited Company
48/49 Lower Leeson Street
Dublin 2, Ireland

Name of Company:

UBIcube Solutions S.A.

The registered office of the company:

5 Rue Des Tropiques

38130 Echirolles

France

Legal form of the company and the law by which it is governed:

A société anonyme (corporation) organised under the laws of France

French law

Arrangements made for the exercise of the rights of the creditors and any minority members of the merging companies: *note five*

The merger will be a merger by acquisition of UBIcube Solutions S.A. by UBIcube (Ireland) plc. If the merger becomes effective, all rights and obligations of UBIcube Solutions S.A. will transfer to UBIcube (Ireland) plc by operation of law under Regulation 19 of the European

Communities (Cross-Border Mergers) Regulations 2008. The rights of the shareholders and creditors of UBIcube Solutions S.A. will be unaffected.

Full information on the arrangements made for the exercise of the rights of the creditors and any minority members of the merging companies, may be obtained free of charge, from the following address:

5 Rue des Tropiques

38130 Echirolles

France

☐

If the Company is an Irish Company, Information relating to the Company is kept by the Registrar under registered number:

*note one*

     
☒

If the Company is an EEA Company, particulars of the national register in which the Company's file is kept and its registration number in that register, are as follows:

The company's file is maintained in the Registre du Commerce et des Sociétés of the Grenoble Trade and Companies Register under the number 431 855 618.