

In accordance with Articles 7 and 10 of the Council Regulation (EEC) No. 2137/85 and Regulation 4 and 13 of the European Economic Interest Grouping Regulations 1989.

EE MP01

Notice of documents and particulars required to be filed for an EEIG



Companies House

A fee may be payable with this form.
Please see Section 3 below and 'How to pay' on the last page.

✓ What this form is for
You may use this form to accompany the filing of documents listed in Section 3 below.

✗ What this form is for
You cannot use this form to open or close an establishment or an EEIG. To do this, please use form EE MP02 'Notice of opening or closing of an establishment or an EEIG'.

THURSDAY



A10 *A7GCJKGB* 11/10/2018 #242
COMPANIES HOUSE

1 EEIG details	
Grouping number	G E 0 0 0 0 8 7
Grouping name in full	BRISTOL-MYERS SQUIBB PHARMA EEIG
<p>→ Filing in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by *</p>	
2 Member state address	
Member state in which official address is situated	United Kingdom of Great Britain and Northern Ireland
3 List of documents and particulars	
<p>The following documents are attached. Please note if any document or particulars are not written in English a certified translation must also be attached.</p> <ul style="list-style-type: none"> <input type="checkbox"/> An amendment to the grouping's formation contract. Ⓢ <input type="checkbox"/> A document evidencing a judicial decision regarding nullity. <input type="checkbox"/> An assignment of all of a member's participation. <input type="checkbox"/> An assignment of part of a member's participation. <input type="checkbox"/> A members' order to wind up the grouping. <input type="checkbox"/> A judicial decision to wind up the grouping. <input type="checkbox"/> Liquidator(s) appointment. <input type="checkbox"/> Liquidator(s) termination of appointment. <input type="checkbox"/> A document evidencing the conclusion of liquidation. <input checked="" type="checkbox"/> A proposal to transfer the official address as referred to in Article 14(1) of the EC Regulation. <input type="checkbox"/> An exemption clause relieving a new member from payment of debts and other liabilities which originated before his admission. <p>The following only apply if the grouping has its official address outside the UK:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Notice of the appointment of a manager or managers, name(s) and other identification particulars as required by the Member State where the grouping has its official address together with notification as to whether they may act alone or must act jointly. <input type="checkbox"/> Notice of termination of a manager's appointment. 	
<p>Ⓢ Please tick the appropriate boxes. Ⓢ Please note if the official address of the EEIG is in the UK and the amendment includes a change of name a fee is payable. Please see 'How to pay' on the last page for details.</p>	

EE MP01

Notice of documents and particulars required to be filed

4**Signature**

I am signing this form on behalf of the grouping.

Signature

Signature

X



X

This form may be signed by: A member or manager.

EE MP01

Notice of documents and particulars required to be filed

Presenter information

You do not have to give any contact information but if you do, it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name LUCIANA GRIEBEL

Company name COVINGTON & BURLING LLP

Address 285 STRAND

Post town LONDON

Country/Region

Postcode W C 2 R 1 B H

Country UK

DX

Telephone 02070672268

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The grouping name and number match the information held on the public Register.
- ☐ You have entered the member state in which the official address is situated in Section 2.
- ☐ You have ticked the appropriate boxes in Section 3.
- ☐ You have included the attachments indicated and, where applicable, a certified translation.
- ☐ You have signed the form.
- ☐ Have you enclosed an amendment to the grouping's formation contract with this form? If you have and it includes a change of name, then you must enclose the correct fee. The fee is only required where the official address of the EEIG is in the UK.

Important information

Please note that all information on this form will appear on the public record.

How to pay

If the official address of the EEIG is in the UK and the amendment of the grouping's formation contract (if attached to this form) includes a change of name, then a fee of £10 is a payable.

Make cheques or postal orders payable to 'Companies House.'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For EEIGs registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff.

For EEIGs registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For EEIGs registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

BRISTOL-MYERS SQUIBB PHARMA EEIG

(the "EEIG")

WRITTEN RESOLUTIONS OF THE MEMBERS

Pursuant to the Bye-Laws of the EEIG dated 1 November 1995, as amended on 9 January 2017, we, the undersigned, being all the members of the EEIG (the "Members"), resolve as follows:

1. BACKGROUND

- 1.1 **IT IS PROPOSED THAT** the Members shall consider transferring the official address of the EEIG from the United Kingdom of Great Britain and Northern Ireland, at Uxbridge Business Park, Sanderson Road, Uxbridge, United Kingdom, UB8 1DH to Ireland, at Plaza 254, Blanchardstown Corporate Park 2, Ballycoolin, Dublin 15, D15 T867, Ireland (the "Change of Official Address"), pursuant to the provisions of the Council Regulation (EEC) no. 2137/85 of 25 July 1985 on the European Economic Interest Grouping (the "EC Regulation"), including, in particular article 14, as further detailed in paragraph 2.
- 1.2 **IT IS NOTED THAT** in connection with the Change of Official Address, the following documents are attached hereto:
 - 1.2.1 the transfer proposal to be signed by the Members (the "Transfer Proposal Document"); and
 - 1.2.2 form EE MP01, to be submitted and filed at Companies House, together with the Transfer Proposal Document,together, the "Documents".

2. APPROVAL OF TRANSFER PROPOSAL

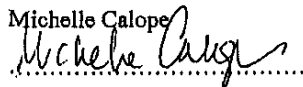
- 2.1 **IT IS NOTED THAT**, in accordance with article 14 of the EC Regulation, where the transfer of the official address results in a change in the law applicable to a grouping pursuant to article 2 of the EC Regulation, a transfer proposal must be drawn up, filed and published with the registry of its current official address. **IT IS FURTHER NOTED THAT** article 2 of the EC Regulation states that the law applicable to the contract for the formation of a grouping is determined by the law of the state in which it has its official address. If implemented, the Change of Official Address would result in a change in the law applicable to the EEIG. Therefore, prior to making any decision in relation to the Change of Official Address a transfer proposal in relation to the Change of Official Address (the "Transfer Proposal") will need to be drawn up, filed with the Registrar of Companies and published by the London Gazette.
- 2.2 **IT IS FURTHER NOTED THAT**, pursuant to article 14 of the EC Regulation no decision to transfer the official address may be taken for two months after publication of the transfer proposal.

3. RESOLUTIONS

- 3.1 After due and careful consideration of the terms of the Documents, the Members are unanimously of the opinion that making the Transfer Proposal would be in the best interests of the BEIG and would be for the purpose of carrying on its business and therefore, **IT IS RESOLVED THAT:**
- 3.1.1 the making of the Transfer Proposal be and is hereby approved;
 - 3.1.2 the entering into of the Documents by any Manager on behalf of the BEIG be and is hereby approved;
 - 3.1.3 the Documents, in the form of the drafts attached to these resolutions and the execution and delivery of the Documents (in such form or with such amendments thereto as the person executing the same pursuant to the authority conferred by these resolutions, may in his/her absolute discretion think fit) be and are hereby approved;
 - 3.1.4 any Manager of the BEIG (an "Authorised Signatory") be hereby jointly and severally authorised to do all acts and things necessary or desirable to give effect to these resolutions and to sign and deliver (by whatever means, including electronically) on behalf of the BEIG any and all documents (including the giving of any notices) which may be required pursuant to or in connection with the Transfer Proposal and the Documents, in each case in such manner or form as such Authorised Signatory may in its or his absolute discretion think fit;
 - 3.1.5 the execution by an Authorised Signatory of the Documents shall be conclusive evidence of such Authorised Signatory's approval of any amendments which may have been made thereto;
 - 3.1.6 the execution of these written resolutions be in any number of counterparts, all of which taken together shall constitute one and the same document; and
 - 3.1.7 any Manager be instructed to arrange for the filing of the following documents with the registrar of companies:
 - (a) the duly executed Transfer Proposal Document; and
 - (b) the duly completed and executed form BE MP01.
- 3.2 These resolutions shall be effective in accordance with regulation 12 of the Bye-Laws of the BEIG upon the approval by a majority of the Members.

Signed by

Michelle Calope



For and on behalf of

Bristol-Myers Squibb GesmbH (Austria)

Date: 26 Sept. 2018 .

Signed by

Scott Cooke

For and on behalf of

Bristol-Myers Squibb Belgium N.V./S.A.
(Belgium & Luxembourg)

Date:

Signed by

Karin Bacmanakova

For and on behalf of

Bristol-Myers Squibb spol. s.r.o (Czech
Republic)

Date:

Signed by

Veronique Walsh

For and on behalf of

Bristol-Myers Squibb Pharmaceuticals Limited
(England)

Date:

Signed by

Oscar Delgado

For and on behalf of

Bristol-Myers Squibb Gyógyszerkereskedelmi
Kft (Hungary & Romania)

Date:

Signed by

Sinead Bailey

For and on behalf of

Bristol-Myers Squibb Pharmaceuticals
Unlimited Company (Ireland)

Date:

Signed by

Emma Charles

For and on behalf of

Bristol-Myers Squibb S.r.l (Italy)

Date:

Signed by

Scott Cooke

For and on behalf of

Bristol-Myers Squibb B.V. (The Netherlands)

Date:

Signed by

Michelle Calope

For and on behalf of

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Signed by

Oscar Delgado

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Kft (Hungary & Romania)

Date: SEP, 27th 2010

Signed by

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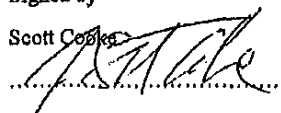
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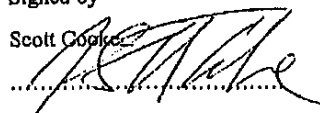
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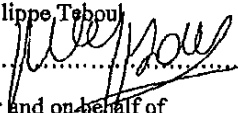
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Bristol-Myers Squibb B.V. (The Netherlands)

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Signed by

Philippe Teboul

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For and on behalf of

Bristol-Myers Squibb SARL (France & Tunisia)

Date: 26 Sept 2018

Signed by

Han Steutel

For and on behalf of

Bristol-Myers Squibb GmbH & Co. KGaA
(Germany)

Date:

~~Signed by
Elizabeth
Prodromou~~
~~For and on behalf of~~
~~Bristol-Myers Squibb
A.E. (Greece & Cyprus)~~
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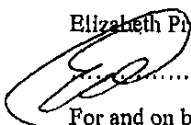
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4/10/18

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(Finland)

Date:

4/10/18

Signed by

Iddo Leshem

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For and on behalf of

Bristol-Myers Squibb Norway Ltd. (Norway)

Date: 4/10/18

Signed by

Iddo Leshem

.....

For and on behalf of

Bristol-Myers Squibb AB, Sverige (Denmark)

Date: 4/10/18

ANNEX 1
PROPOSAL TO TRANSFER THE OFFICIAL ADDRESS OF
BRISTOL-MYERS SQUIBB PHARMA EEIG

**PROPOSAL TO TRANSFER THE OFFICIAL ADDRESS OF
BRISTOL-MYERS SQUIBB PHARMA EEIG**

BRISTOL-MYERS SQUIBB PHARMA EEIG, a European Economic Interest Grouping, with number GE000087 (the "EEIG"), whose official address is in the United Kingdom of Great Britain and Northern Ireland, at Uxbridge Business Park, Sanderson Road, Uxbridge, United Kingdom, UB8 1DH hereby proposes to transfer the official address to Ireland, at Plaza 254, Blanchardstown Corporate Park 2, Ballycoolin, Dublin 15, D15 T867, Ireland.

This transfer proposal has been approved by the requisite majority of the members of the EEIG on 26 September, 2018.

Signed by

.....

Manager

For and on behalf of

Bristol-Myers Squibb Pharma EEIG

ANNEX 2
FORM EE MP01