

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549



05053361

Form F-X

APPOINTMENT OF AGENT FOR SERVICE OF PROCESS AND UNDERTAKING

A. Name of issuer or persons filing ("Filers"):
Merger Company 2005 Limited

B. (1) This is (check one)
 an original filing for the Filer
 an amended filing for the Filer

(2) Check the following box if you are filing the Form F-X in paper in accordance with Regulation S-T Rule 101(b)(9)

C. Identify the filing in conjunction with which this Form is being filed:
Name of subject company: Merger Company 2005 Limited
Form type: Form CB
File Number (if known): None
Filed by:
Merger Company 2005 Limited
Date Filed (if filed concurrently, so indicate): Concurrently



00580752

D. Merger Company 2005 Limited is incorporated or organized under the laws of New Zealand and has its principal place of business at PO Box 9059, New Market, Auckland, New Zealand, telephone (011) (64-9) 579-9999.

PROCESSED
MAY 26 2005
THOMSON
FINANCIAL

E. The Filer designates and appoints Corporation Service Company, 1133 Avenue of the Americas, Suite 3100, New York, NY 10036, telephone (212) 299-5600 ("Agent") as the agent of such Filer upon whom may be served any process, pleadings, subpoenas, or other papers in:

(a) any investigation or administrative proceeding conducted by the Commission; and

(b) any civil suit or action brought against the Filer or to which the Filer has been joined as defendant or respondent, in any appropriate court in any place subject to the jurisdiction of any state or of the United States or of any of its territories or possessions or of the District of Columbia, where the investigation, proceeding or cause of action arises out of or relates to or concerns any offering made or purported to be made in connection with the securities registered or qualified by the Filer on Form CB on the date hereof or any purchases or sales of any security in connection therewith. Each Filer stipulates and agrees that any such civil suit or action or administrative proceeding may be commenced by the service of process upon, and that service of an administrative subpoena shall be effected by service upon such agent for service of process, and that service as aforesaid shall be taken and held in all courts and administrative tribunals to be valid and binding as if personal service thereof had been made.

F. Each person filing this Form in connection with the use of Form CB stipulates and agrees to appoint a successor agent for service of process and file an amended Form F-X if the Filer discharges the Agent or the Agent is unwilling or unable to accept service on behalf of the Filer at any time until six years have elapsed following the effective date of the latest amendment

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to such Form CB.

Each Filer further undertakes to advise the Commission promptly of any change to the Agent's name and address during the applicable period by amendment of this Form, referencing the file number of the relevant form in conjunction with which the amendment is being filed.

G. Each person filing this form undertakes to make available, in person or by telephone, representatives to respond to inquiries made by the Commission staff.

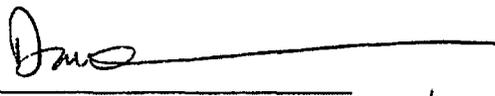
Each filer certifies that it has duly caused this power of attorney, consent, stipulation and agreement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Auckland, Country of New Zealand this 20th day of May, 2005.

MERGER COMPANY 2005 LIMITED

By: 
Name: JOHN FELLES
Title: CEO

This statement has been signed by the following persons in the capacities and on the dates indicated.

CORPORATION SERVICE COMPANY

(Signature) 

Name: DAVID W. NICKELSEN
Title: ASST VICE PRESIDENT
(Authorized Agent)

(Date): 5/18, 2005