



Status: This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

**Status:** This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		
† <input type="checkbox"/>	<small>Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.</small>		
Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
<small>*Please delete as appropriate</small>	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
<b>Consent signature</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		
† <input type="checkbox"/>	<small>Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.</small>		
Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
<small>*Please delete as appropriate</small>	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
<b>Consent signature</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>

Please use a continuation sheet if more members of the proposed SE are to be appointed

Status: This is the original version (as it was originally made).

Proposed name of SE

**Subscribed capital of the proposed SE comprising:**

Subscribed capital in sterling  £  
(Must not be less than £50,000)

Other currency subscribed capital:   
Please specify currency(ies)

Tick box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000

**Proposed Principal sector(s) of activity(ies) of the proposed SE:**

(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

**Please tick the boxes below to confirm that both the following documents are attached to this form:**

Tick the box (✓)  Number of pages

Document description

Statutes of the proposed SE named on page 1

Office Copy of Court Order confirming that Article 26 of Council Regulation (EC) No 2157/2001 has been complied with

I certify that the information given in this form is correct

**Signature**

**Date**

Proposed Member of the management or administrative organ of the proposed SE named on page 1

**Status:** This is the original version (as it was originally made).

# SE6

## Formation of Holding Societas Europaea (SE)

Please complete in typescript, or in bold black capitals.

**For official use**

(Please leave blank)

**Proposed Full Name of SE**

**Proposed Registered Office Address**

*PO Box numbers only are not acceptable*

Post town

County/Region

UK Postcode

### Details of Promoting Companies or SEs

*Please use continuation sheet(s) if necessary*

Name	Registered number <i>(if applicable)</i>	Registered office address	Name of Member State and address of registry where documents are filed

Number of continuation sheets attached

**Contact Details:**

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

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
 For SEs whose registered office is to be in England and Wales    **or**  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**    **DX 235 Edinburgh**  
 For SEs whose registered office is to be in Scotland            **or LP - 4 Edinburgh 2**

**Status:** This is the original version (as it was originally made).

Proposed name of SE

**Subscribed capital of the proposed holding SE comprising:**

Subscribed capital in sterling  £  
(Must not be less than £50,000)

Other currency subscribed capital:  
Please specify currency(ies)

Tick box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000

**Proposed Principal Sector(s) of activity(ies) of SE:**

(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>

**Please tick the boxes to confirm that all of the following documents are attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="text"/>	Statutes of the proposed holding SE
<input type="checkbox"/>	<input type="text"/>	Written report(s) by independent experts given pursuant to Article 32(4) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="text"/>	Copy(ies) of resolution(s) of the promoting company(ies) and/or SE(s) approving the draft terms for the formation of the proposed holding SE pursuant to Article 32(6) of Council Regulation (EC) No 2157/2001

**And if applicable, that the following document(s) is attached:**

<input type="checkbox"/>	<input type="text"/>	Copy(ies) of resolution(s) of the promoting company(ies) and/or SE(s) giving express ratification of employee involvement <i>(required only in the case of reserved rights under Article 32(6))</i>
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**Please list the details of the members of the proposed holding SE on the next page**

**Status:** This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		
† <input type="checkbox"/>	Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.		
Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
Consent signature	<input type="text"/>	Date	<input type="text"/>

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		
† <input type="checkbox"/>	Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.		
Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
Consent signature	<input type="text"/>	Date	<input type="text"/>

Status: This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

Please use a continuation sheet if more members of the proposed SE are to be appointed



**Status:** This is the original version (as it was originally made).

**Proposed name of SE**

**Member's Declaration:** I, \_\_\_\_\_  
of \_\_\_\_\_  
\_\_\_\_\_

being a proposed Member of the management or administrative organ of the proposed SE named on page 1 confirm that:

1. Pursuant to Article 32(2) of Council Regulation (EC) No 2157/2001 (the "Regulation") the draft terms of formation were drawn up by the promoting company(ies) and/or SEs named on page 1 and were publicised by each of those company(ies) and/or SE(s) pursuant to the Regulation and any requirements of the Member State of the promoting companies on: *(please give the date for each promoting company/SE)* \_\_\_\_\_;
2. Pursuant to Article 32(4) and (5) the report(s) (copy(ies) attached to this form) were drawn up on \_\_\_\_\_ by \_\_\_\_\_;
3. The general meeting(s) of each of the promoting company(ies) and/or SE(s) named on page 1 approved the draft terms referred to in paragraph 1 above on *(please specify the date for each company and/or SE)* \_\_\_\_\_;
4. The general meeting(s) of the promoting company(ies) and/or SE(s) *(Please delete (a) or (b) below as appropriate):*
  - (a) did not reserve the right to make registration of the proposed SE conditional upon its express ratification of the employee involvement arrangements pursuant to Council Directive 2001/86/EC; or
  - (b) did reserve the right to make registration of the proposed SE conditional upon its express ratification of the employee involvement arrangements pursuant to Council Directive 2001/86/EC. The general meeting(s) of those promoting company(ies) and/or SE(s) ratified the employee involvement arrangements on: *(please give the name and date for each company and/or SE below)* \_\_\_\_\_;
5. Pursuant to Article 32 of the Regulation the shareholders of the promoting company(ies) and/or SE(s) named on page 1 promoting the formation were given 3 months, from the date upon which the terms for the formation of the proposed SE were finally determined, to inform the promoting company(ies) and/or SE(s) whether they intended to contribute their shares;
6. The shareholders of the promoting company(ies) and/or SE(s) named on page 1 have assigned the minimum proportion of shares in each company(ies) and/or SE(s) pursuant to the draft terms of formation;
7. Each of the promoting company(ies) and/or SE(s) named on page 1 either;
  - (a) has its registered office and head office within the Community, or
  - (b) *(in the case of promoting companies - this does not apply to promoting SE(s))* its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has a real and continuous link with a Member State's economy;
8. Each of at least two of the promoting company(ies) and/or SEs *(please delete (a) or (b) below as appropriate)*
  - (a) is governed by the law of a different Member State, or
  - (b) has for at least two years had a subsidiary company governed by the law of another Member State or a branch situated in another Member State; and
9. The information given on this form is correct.

**Signed**

**Date**

Proposed Member of the management or administrative organ of the proposed holding SE named on page 1

**Status:** This is the original version (as it was originally made).

**Proposed name of SE**

**Lawyer's Declaration:** I, \_\_\_\_\_  
of \_\_\_\_\_  
\_\_\_\_\_

make this declaration in connection with the formation of the proposed holding SE named on page 1 and confirm that:

1. I am a lawyer entitled to pursue my professional activities under one of the denominations laid down in Council Directive 77/249/EEC or Council Directive 98/5/EC; and
2. All the acts, formalities and conditions required by Articles 32 and 33 of Council Regulation (EC) No 2157/2001 have been fulfilled in accordance with the requirements in or referred to in Articles 32 and 33 respectively except that I am not required to confirm that employee involvement has been decided pursuant to Council Directive 2001/86/EC.

**Signature**

**Date**

**Status:** This is the original version (as it was originally made).

<b>Employee Involvement Declarations:</b> <i>Please complete declaration A or B as appropriate</i>	
<b>Employee Involvement Declaration A:</b> <i>(To be signed on the behalf of the SNB and by a proposed Member of the management or administrative organ of the proposed subsidiary SE )</i>	
We, being an authorised member of the Special Negotiating Body ("SNB") and a proposed Member of the management or administrative organ of the proposed SE declare that:	
<ol style="list-style-type: none"><li>1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and</li><li>2. The promoting companies or SEs named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and either <i>(delete as appropriate)</i><ol style="list-style-type: none"><li>i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or</li><li>ii) the SNB established under regulations 21 to 54 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or</li><li>iii) the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.</li></ol></li><li>3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations</li></ol>	
<b>Signed</b>	
<input style="width: 90%;" type="text"/> <small>Authorised Member of SNB</small>	<input style="width: 90%;" type="text"/> <small>A proposed Member of the management or administrative organ of the proposed SE named on page 1</small>
<b>Names</b> in block capitals	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
<b>Date of Signature</b>	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
<b>Employee Involvement Declaration B:</b> <i>(To be signed by a proposed Member of the management or administrative organ of the proposed SE)</i>	
On behalf of the promoting SE named on page 1 of this form, I declare that:	
<ol style="list-style-type: none"><li>1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and</li><li>2. The promoting companies or SEs named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and</li><li>3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.</li></ol>	
<b>Signature</b>	<input style="width: 90%;" type="text"/>
<small>Proposed Member of the management or administrative organ of the proposed SE named on page 1</small>	
<b>Date</b>	<input style="width: 90%;" type="text"/>
<b>Name</b> <small>(in block capitals)</small>	<input style="width: 90%;" type="text"/>

**Status:** This is the original version (as it was originally made).

# SE7

## Formation of Subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001

Please complete in typescript, or in bold black capitals.

**For official use**   
*(Please leave blank)*

**Proposed Full Name of Subsidiary SE**

**Proposed Registered Office Address**   
*PO Box numbers only are not acceptable*

**Post town**

**County/Region**  **UK Postcode**

Details of Subscribing SEs, Companies, Firms or Legal Bodies: <i>Please use continuation sheet(s) if necessary</i>			
Name	Registered number <i>(if applicable)</i>	Registered office address	Name of Member State and registry where documents are filed
<b>Number of continuation sheets attached</b>			<input type="text"/>

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

Tel <input type="text"/>
DX number <input type="text"/> DX exchange <input type="text"/>

When you have completed and signed the form please send it to the Registrar of Companies at:  
**Companies House, Crown Way, Cardiff, CF14 3UZ** **DX 33050 Cardiff**  
For subsidiary SEs whose registered office is to be in England and Wales **or**  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB** **DX 235 Edinburgh**  
For subsidiary SEs whose registered office is to be in Scotland **or LP - 4 Edinburgh 2**

**Status:** This is the original version (as it was originally made).

Proposed name of subsidiary SE

**Subscribed capital of the proposed subsidiary SE comprising:**

Subscribed capital in sterling   
(Must not be less than £50,000)

Other currency subscribed capital:   
Please specify currency(ies)

Tick box to confirm that the total subscribed capital of the proposed subsidiary SE is not less than the equivalent of €120,000

**Proposed Principal sector(s) of activity(ies) of the proposed subsidiary SE:**

(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code <input type="text"/>	SIC Code <input type="text"/>
SIC Code <input type="text"/>	SIC Code <input type="text"/>
SIC Code <input type="text"/>	SIC Code <input type="text"/>

**Please tick the boxes to confirm that the following document is attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="checkbox"/>	Statutes of the proposed subsidiary SE

**Members of the proposed SE** (For SEs with a two-tier board system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

Status: This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier board system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

**Members of the proposed SE** (For SEs with a two-tier board system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

**Status:** This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier board system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>	
Surname	<input type="text"/>	
Previous forename(s)	<input type="text"/>	
Previous surname(s)	<input type="text"/>	
Usual residential address †	<input type="text"/>	
	<input type="text"/>	
Post town	<input type="text"/>	
County/Region	UK Postcode	<input type="text"/>
Country	<input type="text"/>	
† <input type="checkbox"/>	<small>Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.</small>	
Date of birth	<input type="text"/>	Nationality <input type="text"/>
Business Occupation	<input type="text"/>	
Other directorships	<input type="text"/>	
	<input type="text"/>	
<small>*Please delete as appropriate</small>	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE	
<b>Consent signature</b>	<input type="text"/>	<b>Date</b> <input type="text"/>

**Members of the proposed SE** (For SEs with a two-tier board system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>	
Surname	<input type="text"/>	
Previous forename(s)	<input type="text"/>	
Previous surname(s)	<input type="text"/>	
Usual residential address †	<input type="text"/>	
	<input type="text"/>	
Post town	<input type="text"/>	
County/Region	UK Postcode	<input type="text"/>
Country	<input type="text"/>	
† <input type="checkbox"/>	<small>Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.</small>	
Date of birth	<input type="text"/>	Nationality <input type="text"/>
Business Occupation	<input type="text"/>	
Other directorships	<input type="text"/>	
	<input type="text"/>	
<small>*Please delete as appropriate</small>	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE	
<b>Consent signature</b>	<input type="text"/>	<b>Date</b> <input type="text"/>

Please use a continuation sheet if more members of the proposed subsidiary SE are to be appointed

**Status:** This is the original version (as it was originally made).

**Proposed name of SE**

**Member's Declaration:** I,  
of

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

being a proposed member of the management or administrative organ of the proposed subsidiary SE named on page 1 confirm that:

1. Each of the subscribing SEs, companies, firms or other legal bodies governed by public or private law either
  - (a) has its registered office and head office within the Community; or
  - (b) *(in the case of subscribing companies, firms and other legal bodies - this does not apply to subscribing SEs)* its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has a real and continuous link with a Member State's economy; and
2. The information given in this form is correct.

**Signed**

**Date**

Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1



**Status:** This is the original version (as it was originally made).

<b>Employee Involvement Declarations:</b> <i>Please complete declaration A or B as appropriate</i>	
<b>Employee Involvement Declaration A:</b> <i>(To be signed on the behalf of the SNB and by a proposed Member of the management or administrative organ of the proposed subsidiary SE )</i>	
We, being an authorised member of the Special Negotiating Body ("SNB") and a proposed Member of the management or administrative organ of the proposed SE declare that:	
1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and	
2. The subscribing SEs, companies, firms, or other legal bodies named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and either <i>(delete as appropriate)</i>	
i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or	
ii) the SNB established under regulations 21 to 54 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or	
iii) the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.	
3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations	
<b>Signed</b>	
<input style="width: 95%; height: 20px;" type="text"/>	<input style="width: 95%; height: 20px;" type="text"/>
<small>Authorised Member of SNB</small>	<small>A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1</small>
<b>Names</b> in block capitals	
<input style="width: 95%; height: 20px;" type="text"/>	<input style="width: 95%; height: 20px;" type="text"/>
<b>Date of Signature</b>	
<input style="width: 95%; height: 20px;" type="text"/>	<input style="width: 95%; height: 20px;" type="text"/>
<hr style="border: 1px solid black;"/>	
<b>Employee Involvement Declaration B:</b> <i>(To be signed by a proposed Member of the management or administrative organ of the proposed SE)</i>	
On behalf of the promoting SE named on page 1 of this form, I declare that:	
1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and	
2. The subscribing SEs, companies, firms or other legal bodies named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and	
3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.	
<b>Signature</b> <input style="width: 95%; height: 20px;" type="text"/>	<b>Date</b> <input style="width: 95%; height: 20px;" type="text"/>
<small>A Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1</small>	
<b>Name</b> <input style="width: 95%; height: 20px;" type="text"/>	

**Status:** This is the original version (as it was originally made).

# SE8

## Transformation of PLC to Societas Europaea (SE)

Please complete in typescript,  
or in bold black capitals.

For official use   
(Please leave blank)

**Full name of transforming PLC**

**Company number of transforming PLC**

**Proposed Full Name of SE**

**Proposed Registered Office Address**  
PO Box numbers only are not acceptable

Post town

County/Region  UK Postcode

**Subscribed capital comprising:**

Subscribed capital in sterling  £  
(Must not be less than £50,000)

Other currency subscribed capital:  
Please specify currency(ies)

Tick box to confirm that the total subscribed capital of the SE is not less than the equivalent of €120,000

**Proposed Principal sector(s) of Activity(ies) of SE named above:**

(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>

**Contact Details:**

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

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:  
**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
 For SEs whose registered office is to be in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
 For SEs whose registered office is to be in Scotland      or **LP - 4 Edinburgh 2**

**Status:** This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**

Status: This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

Please use a continuation sheet if more members of the SE are to be appointed

**Status:** This is the original version (as it was originally made).

Proposed name of SE

Please tick the boxes to confirm that all of the following documents are attached to this form:

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="checkbox"/>	Resolution approving the draft statutes and draft terms of conversion to SE of the PLC named on page 1 pursuant to Article 37(7) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	Statutes of the SE named on page 1
<input type="checkbox"/>	<input type="checkbox"/>	Copy of certificate(s) of expert(s) pursuant to Article 37(6) Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	Report explaining and justifying the legal and economic aspects of the conversion pursuant to Article 37(4) of Council Regulation (EC) No 2157/2001

**Director's Declaration:**

I, \_\_\_\_\_  
of \_\_\_\_\_  
\_\_\_\_\_

Being a director of the PLC named on page 1 confirm that:

1. Pursuant to Article 37(4) of Council Regulation (EC) No 2157/2001 (the "Regulation") the draft terms of conversion were drawn up by the board of directors of the PLC named on page 1 and were publicised pursuant to the Regulation and The European Public Limited-Liability Company Regulations 2004;
2. Pursuant to Article 37(4) of the Regulation a report was drawn up by the board of Directors;
3. Pursuant to Article 37(6) of the Regulation independent experts prepared a certificate on \_\_\_\_\_ ;
4. The general meeting approved the statutes and draft terms of conversion on \_\_\_\_\_ ;
5. The PLC named on page 1 has for at least two years had a subsidiary company governed by the law of another Member State; and the PLC named on page 1 either  
(a) has its registered office and head office within the Community; or  
(b) its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has real and continuous link with a Member State's economy; and
6. The information given in this form is correct.

Signed

Date

Director of the PLC named on page 1

Status: This is the original version (as it was originally made).

**Employee Involvement Declarations:**  
*Please complete declaration A or B as appropriate*

**Employee Involvement Declaration A:** *(To be signed on behalf of the SNB and by a director of the PLC named on page 1)*

We, being an authorised member of the Special Negotiating Body ("SNB") and a proposed Member of the management or administrative organ of the proposed SE declare that:

1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The PLC named on page 1 of this form has fulfilled all its obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and either *(delete as appropriate)*
  - i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or
  - ii) the SNB established under regulations 21 to 54 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or
  - iii) the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.
3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations

**Signed**

Authorised Member of SNB

Director of the PLC named on page 1

**Names** in block capitals

**Date of Signature**

**Employee Involvement Declaration B:** *(To be signed by a director of the PLC named on page 1)*

On behalf of the promoting SE named on page 1 of this form, I declare that:

1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The PLC named on page 1 of this form has fulfilled all its obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and
3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.

**Signature**

Director of the PLC named on page 1

**Date**

**Name**

**Status:** This is the original version (as it was originally made).

Please complete in typescript,  
or in bold black capitals.

# SE9(1)

Formation of subsidiary Societas Europaea (SE) under  
Article 3(2) of Council Regulation (EC) No 2157/2001

For official use

(Please leave blank)

Proposed Full Name of subsidiary SE

Proposed Registered Office Address  
of subsidiary SE

PO Box numbers only are not acceptable

Post town

County/Region

UK Postcode

## Details of subscribing SE forming subsidiary SE:

Full Name of subscribing SE

Registered Number  
(if applicable)

Registered Office  
Address of subscribing SE

Name of Member State and registry  
where documents are filed

## Contact Details:

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

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of  
Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
For subsidiary SEs whose registered office is to be in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
For subsidiary SEs whose registered office is to be in Scotland      or **LP - 4 Edinburgh 2**

*Status: This is the original version (as it was originally made).*

Proposed name of subsidiary SE

**Subscribed capital of the proposed subsidiary SE comprising:**

Subscribed capital in sterling  £  
(Must not be less than £50,000)

Other currency subscribed capital:  
Please specify currency(ies)

Tick box to confirm that the total subscribed capital of the proposed subsidiary SE is not less than the equivalent of €120,000

**Proposed principal sector(s) of activity(ies) of the proposed subsidiary SE:**

(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>

**Please tick the boxes to confirm that the following document is attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="text"/>	Statutes of the proposed subsidiary SE

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

**Consent signature**  **Date**



**Status:** This is the original version (as it was originally made).

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>	
Surname	<input type="text"/>	
Previous forename(s)	<input type="text"/>	
Previous surname(s)	<input type="text"/>	
Usual residential address †	<input type="text"/>	
	<input type="text"/>	
Post town	<input type="text"/>	
County/Region	UK Postcode	<input type="text"/>
Country	<input type="text"/>	
† <input type="checkbox"/>	Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.	
Date of birth	<input type="text"/>	Nationality <input type="text"/>
Business Occupation	<input type="text"/>	
Other directorships	<input type="text"/>	
	<input type="text"/>	
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE	
Consent signature	<input type="text"/>	Date <input type="text"/>

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)	<input type="text"/>	
Surname	<input type="text"/>	
Previous forename(s)	<input type="text"/>	
Previous surname(s)	<input type="text"/>	
Usual residential address †	<input type="text"/>	
	<input type="text"/>	
Post town	<input type="text"/>	
County/Region	UK Postcode	<input type="text"/>
Country	<input type="text"/>	
† <input type="checkbox"/>	Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.	
Date of birth	<input type="text"/>	Nationality <input type="text"/>
Business Occupation	<input type="text"/>	
Other directorships	<input type="text"/>	
	<input type="text"/>	
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE	
Consent signature	<input type="text"/>	Date <input type="text"/>

Status: This is the original version (as it was originally made).

Proposed name of SE

**Members of the proposed SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please delete as appropriate I consent to act as a member of the \*administrative/supervisory/management organ of the proposed SE

Consent signature  Date

Please use a continuation sheet if more members of the proposed subsidiary SE are to be appointed

I certify that the information given in this form is correct

Signature  Date

Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1

**Status:** This is the original version (as it was originally made).

<b>Employee Involvement Declarations:</b> <i>Please complete declaration A or B as appropriate</i>	
<b>Employee Involvement Declaration A:</b> <i>(To be signed on the behalf of the SNB and by a proposed Member of the management or administrative organ of the proposed subsidiary SE )</i>	
We, being an authorised member of the Special Negotiating Body ("SNB") and a proposed Member of the management or administrative organ of the proposed SE declare that:	
<ol style="list-style-type: none"><li>1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and</li><li>2. The subscribing SE named on page 1 of this form have fulfilled all its obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and either <i>(delete as appropriate)</i><ol style="list-style-type: none"><li>i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or</li><li>ii) the SNB established under regulations 21 to 54 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or</li><li>iii) the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.</li></ol></li><li>3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations</li></ol>	
<b>Signed</b>	
<input style="width: 90%;" type="text"/> <small>Authorised Member of SNB</small>	<input style="width: 90%;" type="text"/> <small>A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1</small>
<b>Names</b> <small>in block capitals</small>	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
<b>Date of Signature</b>	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
<hr style="border: 1px solid black;"/>	
<b>Employee Involvement Declaration B:</b> <i>(To be signed by a proposed Member of the management or administrative organ of the proposed SE)</i>	
On behalf of the promoting SE named on page 1 of this form, I declare that:	
<ol style="list-style-type: none"><li>1. There are no outstanding disputes under regulations 17 to 54 of The European Public Limited-Liability Company Regulations 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and</li><li>2. The subscribing SE named on page 1 of this form have fulfilled all its obligations pursuant to regulations 17 to 54 of the 2004 Regulations; and</li><li>3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.</li></ol>	
<b>Signature</b> <input style="width: 90%;" type="text"/>	<b>Date</b> <input style="width: 90%;" type="text"/>
<small>A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1</small>	
<b>Name</b> <input style="width: 90%;" type="text"/>	

Status: This is the original version (as it was originally made).



# SE10

## Transfer to GB of Societas Europaea (SE)

Please complete in typescript,  
or in bold black capitals.

For official use  
*(Please leave blank)*

Full Name of SE

  

Current Registered Number of SE  
*(if applicable)*

Date of Registration  
in Current Registry  
Present Registered  
Office Address

Name of Member State

Proposed Registered Office  
Address in GB  
*PO Box numbers only are not acceptable*

  

Post town

County/Region

UK Postcode

Proposed new name of SE  
*(if applicable)*

  

Name of present registry

Contact address of  
present registry

  
  

**Contact Details:**

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

  
  
  
  
  
  
  


When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ      DX 33050 Cardiff  
For SEs whose registered office is to be in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
For SEs whose registered office is to be in Scotland      or LP - 4 Edinburgh 2

**Status:** This is the original version (as it was originally made).

**Proposed name of SE**

**Date of Last Balance Sheet\***  **If no last Balance Sheet, original date of formation of SE**   
(drawn up before registration in GB)

\*This is the date at which the balance sheet was required to be drawn up under the provisions of law of the Member State in which the SE had its registered office

**Principal Sector(s) of Activity(ies) of SE:**  
(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>
SIC Code	<input type="text"/>	SIC Code	<input type="text"/>

**Please tick the boxes below to confirm that both the following documents are attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="text"/>	Copy of Statutes of SE
<input type="checkbox"/>	<input type="text"/>	Certificate by old registration authority attesting to the completion of the acts and formalities to be completed before the transfer

**Please list below the details of persons who are members of the SE named on page 1**

**Members of the SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please tick box as appropriate **\*Member of the**  
 administrative organ     supervisory organ     management organ  
**of the SE**

Status: This is the original version (as it was originally made).

**Members of the SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please tick box as appropriate \*Member of the

administrative organ  supervisory organ  management organ

of the SE

**Members of the SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please tick box as appropriate \*Member of the

administrative organ  supervisory organ  management organ

of the SE

**Status:** This is the original version (as it was originally made).

**Proposed name of SE**

**Members of the SE** (For SEs with a two-tier system, details of all members of both the supervisory and management organs must be given. For SEs with a one-tier system, please give the details of all members of the administrative organ.)

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

\*Please tick box as appropriate \*Member of the  
 administrative organ  supervisory organ  management organ  
of the SE

*Please use a continuation sheet if more members of the SE are to be appointed*

I certify that the information given in this form is correct

**Signature**  **Date**

Member of the management or administrative organ of the SE named on page 1





**Status:** This is the original version (as it was originally made).

**Please tick the boxes to confirm that all of the following documents are attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="text"/>	Copy of the general meeting resolution approving the transfer of the SE
<input type="checkbox"/>	<input type="text"/>	Form SE72(6) - Statement of Solvency required by Regulation 72 of The European Public Limited-Liability Company Regulations 2004
<input type="checkbox"/>	<input type="text"/>	Report explaining and justifying the legal and economic aspects of the transfer and explaining the implications of the transfer for shareholders, creditors and employees pursuant to Article 8(3) of Council Regulation (EC) No 2157/2001

<b>Member's Declaration:</b>	<p>I, _____</p> <p>of _____</p> <p>_____</p> <p>being a Member of the management or administrative organ of the SE named on page 1 confirm that:</p> <ol style="list-style-type: none"> <li>Pursuant to Article 8(2) of Council Regulation (EC) No 2157/2001 (the "Regulation") a transfer proposal was drawn up by the management or administrative organ of the SE named on page 1 and was publicised pursuant to Article 8(2) of the Regulation and The European Public Limited-Liability Company Regulations 2004;</li> <li>Pursuant to Article 8(3) of the Regulation the management or administrative organ of the SE named on page 1 drew up a report on _____;</li> <li>Shareholders and creditors of the SE named on page 1 were notified in writing in accordance with regulation 56(1) of The European Public Limited-Liability Company Regulations 2004 of the right of examination and right to copies of the proposal and report referred to in regulation 56(1);</li> <li>Pursuant to Article 8(4) of the Regulation at least one month before the general meeting called upon to decide upon the transfer, shareholders and creditors of the SE named on page 1 could examine and obtain copies of the transfer proposal referred to in paragraph 1 and the report referred to in paragraph 2 above;</li> <li>Invoices, orders for goods and business letters of the SE named on page 1 complied with the requirements of regulation 56(2) of The European Public Limited-Liability Company Regulations 2004;</li> <li>The general meeting of the SE named on page 1 approved the transfer proposal referred to in paragraph 1 above on _____ such decision being taken pursuant to Article 59 of the Regulation;</li> <li>No proceedings for winding up, liquidation, insolvency or suspension of payments or other similar proceedings have been brought against the SE named on page 1; and</li> <li>The information contained in this form is correct.</li> </ol> <p><b>Signed</b> <input type="text"/> <b>Date</b> <input type="text"/></p> <p><small>Member of the management or administrative organ of the SE named on page 1.</small></p>
------------------------------	--

**Status:** This is the original version (as it was originally made).

Name of SE

**Lawyer's I,  
Declaration:**

of

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

make this declaration in connection with the proposed transfer from Great Britain of the registered office of the SE named on page 1 and confirm that:

1. I am a lawyer entitled to pursue my professional activities under one of the denominations laid down in Council Directive 77/249/EEC or Council Directive 98/5/EC; and
2. All of the acts and formalities and conditions required by Article 8 of Council Regulation (EC) No 2157/2001 to be accomplished before the transfer out of Great Britain of the SE named on page 1 have been completed in accordance with the requirements in or referred to in Article 8, except that I am not required to confirm;
  - (i) that the requirements of Article 8(7) have been met; nor
  - (ii) that the certificate pursuant to Article 8(8) has been issued.

**Signature**

**Date**

**Status:** This is the original version (as it was originally made).

Please complete in typescript,  
or in bold black capitals.

# SE68(1)(a)

Proposed Transfer from GB of Societas Europaea (SE)

Registered Number of SE

Full Name of SE

Pursuant to Article 8(2) of Council Regulation (EC) No 2157/2001, a copy of a transfer proposal for the SE named above is attached to this form.

I certify that the information given in this form is correct

Signed  Date

Member of the management or administrative organ of the SE named above.

**Contact Details:**

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

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**  
For SEs whose registered office is in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
For SEs whose registered office is in Scotland

**DX 33050 Cardiff**  
**DX 235 Edinburgh**  
or LP - 4 Edinburgh 2

Status: This is the original version (as it was originally made).

# SE68(2)(a)

## Draft Terms of Formation of Holding Societas Europaea (SE) involving a GB Registered Company or SE

Please complete in typescript,  
or in bold black capitals.

Registered Number of  
Company or SE

Full Name of GB Registered  
Promoting Company or SE

Pursuant to Article 32(3) of Council Regulation (EC) No  
2157/2001, a copy of the draft terms for the proposed SE are  
attached to this form.

I certify that the information given in this form is correct

Signed

Date

Secretary/Director of the promoting company named above or Member of the administrative or  
management organ of the promoting SE named above

**Contact Details:**

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

Tel
DX number                      DX exchange

When you have completed and signed the form please send it to the Registrar of  
Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**                      **DX 33050 Cardiff**  
For a promoting company or SE whose registered office is in England and Wales    or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**                      **DX 235 Edinburgh**  
For a promoting company or SE whose registered office is in Scotland    or **LP - 4 Edinburgh 2**

*Status: This is the original version (as it was originally made).*

--

# SE68(3)(a)

## Draft Terms of Conversion of PLC to Societas Europaea (SE)

Please complete in typescript,  
or in bold black capitals.

Company number of PLC

Full name of PLC

Pursuant to Article 37(5) of Council Regulation(EC) No 2157/2001, a copy of the draft terms for the conversion of the above named PLC to an SE are attached to this form.

I certify that the information given in this form is correct

Signed  Date

Secretary/Director of above named PLC

**Contact Details:**

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

Tel	
DX number	DX exchange

--

When you have completed and signed the form please send it to the Registrar of Companies at:

<b>Companies House, Crown Way, Cardiff, CF14 3UZ</b> For a PLC whose registered office is in England and Wales	or	<b>DX 33050 Cardiff</b> <b>Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB</b> For a PLC whose registered office is in Scotland
		<b>DX 235 Edinburgh</b> <b>or LP - 4 Edinburgh 2</b>

Status: This is the original version (as it was originally made).

# SE70(1)

## Notice of Satisfaction of Conditions for the Formation of Holding Societas Europaea (SE) by a GB Registered Company or SE

Please complete in typescript, or in bold black capitals.

Registered Number of Company or SE	<input type="text"/>
Full Name of GB Registered Promoting Company or SE	<input type="text"/>
	<input type="text"/>
Proposed Full Name of Holding SE	<input type="text"/>
	<input type="text"/>

The promoting company/SE named above gives notice that pursuant to Article 33(2) of Council Regulation (EC) No 2157/2001 the conditions for the formation of the proposed holding SE named above have been fulfilled

I certify that the information given in this form is correct

<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
---------------	----------------------	-------------	----------------------

Secretary/Director of the promoting company named above or Member of the administrative or management organ of the promoting SE named above

**Contact Details:**

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

Tel
DX number
DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:  
**Companies House, Crown Way, Cardiff, CF14 3UZ** **DX 33050 Cardiff**  
 For a promoting company or SE whose registered office is in England and Wales **or**  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB** **DX 235 Edinburgh**  
 For a promoting company or SE whose registered office is in Scotland **or LP - 4 Edinburgh 2**

Status: This is the original version (as it was originally made).



# SE72(6)

## Statement of solvency by Members of Societas Europaea (SE) which is proposing to transfer from GB

Please complete in typescript, or in bold black capitals.

Registered Number of SE

Full Name of SE

Proposed New Name of SE   
*(If applicable)*

Date of Proposed Transfer

**Declaration:** We being all the members of the *(please delete as appropriate):*

- (i) administrative organ of the SE named above; or
- (ii) management organ of the SE named above, and having being authorised to make this statement by the supervisory organ;

make this statement pursuant to Regulation 72(6) of The European Public Limited-Liability Company Regulations 2004, in order to satisfy the Secretary of State as required by Article 8(7) of Council Regulation (EC) No 2157/2001 (the "Regulation").

We have formed the opinion :

1. As regards the above named SE's financial situation immediately following the date (as given above) on which the transfer is proposed to be made, that there will be no grounds on which the SE could then be found to be unable to pay its debts;
2. As regards the above named SE's prospects for the year immediately following the date (as given above) on which the transfer is proposed to be made, that, having regard to our intentions with respect to the management of the SE's business during that year and to the amount and character of the financial resources which will in our view be available to the SE during that year, the SE will be able to carry on business as a going concern (and will accordingly be able to pay its debts as they fall due throughout that year); and
3. In forming our opinion for the purposes of paragraph 1. above we have taken into account the same liabilities (including prospective and contingent liabilities) as would be relevant under section 122 of the Insolvency Act 1986 (winding up by the court) to the question whether a company is unable to pay its debts.

*All members of the organ designated at (i) or (ii) above must sign overleaf*

**Contact Details:**

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

<input type="text"/>	
<input type="text"/>	
Tel	
DX number	DX exchange



When you have completed and signed the form please send it to the Secretary of State at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
 For SEs whose registered office is in England and Wales or  
 Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh  
 For SEs whose registered office is in Scotland or LP - 4 Edinburgh 2

**Status:** This is the original version (as it was originally made).

**Signatures of the Members of the management or administrative organ of the SE named on page 1**

<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		
<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
Name in block capitals	<input type="text"/>		

*Please use a continuation sheet if more members of the SE are required to sign this declaration*



Status: This is the original version (as it was originally made).



# SE79A

## Appointment of a member of a supervisory organ of Societas Europaea (SE)

Please complete in typescript, or in bold black capitals.

### Appointment form

SE Number

SE Name in full

Date of appointment 

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

 Date of Birth 

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

Forename(s)

Surname

Previous Forename(s)  Previous Surname(s)

Usual residential address

Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001. In the case of a corporation or Scottish Firm, give the registered or principal office address

Post town  Postcode

County / Region  Country

Nationality  Business occupation

Particulars of other directorships or memberships of the supervisory organ of an SE   
I consent to act as a member of the supervisory organ of the above named SE

Consent signature  Date

A member of the management organ etc, must sign the form below.

Signed  Date

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

<input type="text"/>	
<input type="text"/>	
Tel <input type="text"/>	
DX number <input type="text"/>	DX exchange <input type="text"/>



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ      DX 33050 Cardiff  
for SEs registered in England and Wales      or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
for SEs registered in Scotland      or LP - 4 Edinburgh 2

**Status:** This is the original version (as it was originally made).

**SE Number**

Other directorships

Status: This is the original version (as it was originally made).

Please complete in typescript,  
or in bold black capitals.

# SE79B

## Terminating Appointment of a member of a supervisory organ of Societas Europaea (SE)

SE Number

SE Name in full

### NAME

Please insert  
details as  
previously  
notified to  
Companies House.

Forename(s)

Surname

Date of Birth 

Day	Month	Year

A member of the management organ etc, must sign the form below.

Signed  Date

\*\* delete as appropriate

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

(\*\*member of the management organ / administrator / administrative receiver / receiver manager / receiver)

Tel
DX number                      DX exchange

When you have completed and signed the form please send it to the  
Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**                      **DX 33050 Cardiff**  
for SEs registered in England and Wales                      or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**                      **DX 235 Edinburgh**  
for SEs registered in Scotland                      or **LP - 4 Edinburgh 2**

Status: This is the original version (as it was originally made).

Please complete in typescript, or in bold black capitals.

# SE79C

## Change of particulars of a member of a supervisory organ of Societas Europaea (SE)

SE Number

SE Name in full

### Changes of particulars form

Complete in all cases

Date of change of particulars 

Day	Month	Year

Name Forename(s)

Surname

Date of Birth 

Day	Month	Year

Change of name (enter new name) Forename(s)

Surname

Change of usual residential address †† (enter new address)

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001. In the case of a corporation or Scottish Firm, give the registered or principal office address

Post town

County / Region  Postcode

Country

Other change (please specify)

A serving member of the management organ etc, must sign the form below.

Signed  Date

(\*member of the management organ / administrator / administrative receiver / receiver manager / receiver)

\*\*Delete as appropriate.

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

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ      DX 33050 Cardiff  
for SEs registered in England and Wales      or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB      DX 235 Edinburgh  
for SEs registered in Scotland      or LP - 4 Edinburgh 2

**Status:** This is the original version (as it was originally made).

Please complete in typescript,  
or in bold black capitals.

# SE82(1)(a)

## Amendment of Statutes of Societas Europaea (SE)

Registered Number of SE

Full Name of SE

Gives notice that pursuant to Regulation 82(1)(a) of The European Public Limited-Liability Company Regulations 2004 the statutes of the SE have been amended.

A copy of the amendments to the statutes is attached to this form.

The amended statutes came into effect on \_\_\_\_\_ (insert date).

I certify that the information given in this form is correct

Signed  Date

Member of the management or administrative organ of the SE named above.

**Contact Details:**

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

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**  
For SEs whose registered office is in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
For SEs whose registered office is in Scotland

**DX 33050 Cardiff**  
**DX 235 Edinburgh**  
**or LP - 4 Edinburgh 2**

Status: This is the original version (as it was originally made).

Please complete in typescript, or in bold black capitals.

# SE82(1)(b)

## Notice of Initiation or Termination of Winding-up, Liquidation, Insolvency or Cessation of Payment Procedures and Decision to Continue Operating of Societas Europaea (SE)

Registered Number of SE

Full Name of SE

In respect of the SE named above the following event occurred on: \_\_\_\_\_ (Please insert date and tick the appropriate box)

- Initiation of winding up
- Termination of winding up
- Initiation of liquidation procedures
- Termination of liquidation procedures
- Initiation of insolvency procedures
- Termination of insolvency procedures
- Initiation of cessation of payment procedures
- Termination of cessation of payment procedures
- Decision to continue operating

I certify that the information given in this form is correct

Signed  Date

† Delete as appropriate

† Member of the management or administrative organ of the SE or the Liquidator / Receiver / Manager / Administrator / Administrative Receiver / Supervisor of the SE named above.

### Contact Details:

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

Tel
DX number
DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ** **DX 33050 Cardiff**  
 For SEs whose registered office is in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB** **DX 235 Edinburgh**  
 For SEs whose registered office is in Scotland **or LP - 4 Edinburgh 2**

**Status:** This is the original version (as it was originally made).

# SE85

## Conversion of Societas Europaea (SE) to PLC

Please complete in typescript,  
or in bold black capitals.

**For official use**

(Please leave blank)

**Full name of converting SE**

**Company number of converting SE**

**Proposed Full Name of PLC**

**Proposed Registered Office  
Address**

*PO Box numbers only are not acceptable*

**Post town**

**County/Region**

**UK Postcode**

**Contact Details:**

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

Tel
DX number
DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**

For PLCs whose registered office is to be in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**

For PLCs whose registered office is to be in Scotland

**DX 33050 Cardiff**

or

**DX 235 Edinburgh**

or **LP - 4 Edinburgh 2**

Status: This is the original version (as it was originally made).

**Proposed name of PLC**

**Secretary of PLC**

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

I consent to act as the secretary of the PLC

**Consent signature**  **Date**

**Director of PLC**  
*(Please list in alphabetical order)*

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

I consent to act as a director of the PLC

**Consent signature**  **Date**



**Status:** This is the original version (as it was originally made).

**Proposed name of PLC**

**Director of PLC**  
*(Please list in alphabetical order)*

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region  UK Postcode

Country

†  Tick this box only if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985 or that section as applied by Council Regulation (EC) No 2157/2001, otherwise give your usual residential address. In the case of a corporation or Scottish Firm, give the registered or principal office address.

Date of birth  Nationality

Business Occupation

Other directorships

I consent to act as a director of the PLC

**Consent signature**  **Date**

*Please use a continuation sheet if more officers of the PLC are to be appointed*

**Please tick the boxes below to confirm that all the following documents are attached to this form:**

Tick the box (✓)	Number of pages	Document description
<input type="checkbox"/>	<input type="checkbox"/>	Report by management or administrative organ of the SE converting to PLC pursuant to Article 66(3) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	Copy of certificate(s) of expert(s) pursuant to Article 66(5) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	Memorandum and Articles of Association of proposed PLC
<input type="checkbox"/>	<input type="checkbox"/>	Copy of Resolution approving conversion of SE to PLC pursuant to Article 66(6) of Council Regulation (EC) No 2157/2001

Status: This is the original version (as it was originally made).

Proposed name of PLC

Member of SE's Declaration: I, \_\_\_\_\_  
of \_\_\_\_\_  
\_\_\_\_\_

being a member of the management or administrative organ of the SE named on page 1 confirm that:

1. The SE mentioned on page 1 was first registered on \_\_\_\_\_ and that no decision on conversion was taken before two years had elapsed since its registration or before the first two sets of annual accounts had been approved;
2. Pursuant to Article 66(3) of Council Regulation (EC) No 2157/2001 (the "Regulation") the draft terms of conversion were drawn up by the management or administrative organ of the SE named on page 1 and were publicised pursuant to the Regulation and to regulation 85 of the The European Public Limited-Liability Company Regulations 2004;
- 3 Pursuant to Article 66(3) of the Regulation a report (copy attached to this Form) was drawn up by mangement or administrative organ of the SE named on page 1 on \_\_\_\_\_;
- 4 Pursuant to Article 66(5) of the Regulation an independent expert(s) prepared a certificate (copy(ies) attached to this form) dated \_\_\_\_\_ ;
- 5 The general meeting approved the Memorandum and Articles of Association and draft terms of the conversion on \_\_\_\_\_ (copy(ies) of resolution and Memorandum and Articles of Association are attached to this form); and
- 6 The information given in this form is correct.

Signature  Date

Member of the management or administrative organ of the SE named on page 1.

**Status:** This is the original version (as it was originally made).

Please complete in typescript,  
or in bold black capitals.

# SE86

## Notification of Draft Terms of Conversion of Societas Europaea (SE) to PLC

<b>Company number of converting SE</b>	<input type="text"/>
<b>Full name of converting SE</b>	<input type="text"/> <input type="text"/>
<b>Proposed Full Name of PLC</b>	<input type="text"/> <input type="text"/>

Pursuant to Article 66(4) of Council Regulation (EC) No 2157/2001 and Regulation 86 of The European Public Limited-Liability Company Regulations 2004 draft terms for the conversion of the above named SE are attached.

I certify that the information given in this form is correct

<b>Signed</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>
---------------	----------------------	-------------	----------------------

Member of the management or administrative organ of the SE named above.

### Contact Details:

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

<input type="text"/>	
<input type="text"/>	
Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
For SEs whose registered office is in England and Wales      or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
For SEs whose registered office is in Scotland      or **LP - 4 Edinburgh 2**

Status: This is the original version (as it was originally made).

This form will not appear on the public record

# SE(SR)

## Usual Residential Addresses: Notification of details of Usual Residential Address Following Grant of Confidentiality Order

Pursuant to regulations 5-10 or 79 of The European Public Limited -  
Liability Company Regulations 2004

For Official Use  
(Please leave these  
boxes blank)


Please complete in typescript,  
or in bold black capitals.

SE Number

SE Name in full

### Personal Details (as contained in application form):

Surname

Forename(s)  
(in full)

Date of birth 

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

### Usual Residential Address

Premises name and/or number

Street Name

Post town

UK Postcode  
(if applicable)

County / Region

Country

Signed

Date

Member of the administrative or management  
organ (Delete as appropriate)

### When completed please send this form to:

(please enclose a stamped addressed envelope if you want an acknowledgement of this form)

The Administrator  
PO Box 4082  
Cardiff  
CF14 3WE

This form will not appear on the public record

# SE(SR)change

## Usual Residential Addresses:

### Notification of change of Usual Residential Address

Pursuant to regulation 79(2) of The European Public Limited  
- Liability Company Regulations 2004

For Official Use  
(Please leave these  
boxes blank)


Please complete in typescript,  
or in bold black capitals.

SE Number

SE Name in full

#### Personal Details (as contained in application form):

Surname

Forename(s)  
(in full)

Date of birth 

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

#### Change of Usual Residential Address

Date of Change 

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

#### New usual residential address

Premises name and/or number

Street Name

Post town

UK Postcode  
(if applicable)

County / Region

Country

Signed

Date

Member of the administrative or management organ  
(Delete as appropriate)

#### When completed please send this form to:

(please enclose a stamped addressed envelope if you want an acknowledgement of this form)

The Administrator  
PO Box 4082  
Cardiff  
CF14 3WE

## SCHEDULE 2

Regulation 14

### PROVISIONS OF THE 1985 ACT APPLYING TO THE REGISTRATION OF SEs

- 1 Section 704(5), (7) and (8) (registrar).
- 2 Section 705 (registered numbers) applies in relation to SEs as it applies in relation to companies, as if it referred to the allocation of a number to an SE.
- 3 Sections 706, 707A and 707B (documents delivered to the registrar etc.) apply to documents delivered to the registrar under these Regulations as they apply to documents etc. delivered to the registrar under the 1985 Act.
- 4 Section 713 (enforcement of duty to make returns) applies to a default in complying with any provision of these Regulations requiring the delivery of documents, or the giving of notice, to the registrar as it applies to a default in complying with a provision of the 1985 Act.

## SCHEDULE 3

Regulation 32

### STANDARD RULES ON EMPLOYEE INVOLVEMENT

#### Part 1: Composition of the representative body

(1) The management of the SE shall arrange for the establishment of a representative body in accordance with the following provisions-

- (a) the representative body shall be composed of employees of the SE and its subsidiaries and establishments;
- (b) the representative body shall be composed of one member for each 10% of fraction thereof of employees of the SE, its subsidiaries and establishments employed for the time being in each Member State;
- (c) the members of the representative body shall be elected or appointed by the members of the special negotiating body; and
- (d) the election or appointment shall be carried out by whatever method the special negotiating body decides.

2. Where its size so warrants, the representative body shall elect a select committee from among its members comprising at most three members.

3. The representative body shall adopt rules of procedure.

4. The representative body shall inform the competent organ of the SE of the composition of the representative body and any changes in its composition.

5.—(1) Four years after its establishment, the representative body shall decide whether to open negotiations with the competent organ of the SE to reach an employee involvement agreement or whether the standard rules in Part 2 and, where applicable, Part 3 of this Schedule shall continue to apply.

(2) Where a decision is taken under sub-paragraph (1) to open negotiations, regulations 27 to 29 and 31 shall apply to the representative body as they apply to the special negotiating body.

## Part 2: Standard rules for information and consultation

6.—(1) The competence of the representative body shall be limited to questions which concern the SE itself and any of its subsidiaries or establishments in another Member State or which exceed the powers of the decision-making organ in a single Member State.

(2) For the purpose of informing and consulting under sub-paragraph (1) the competent organ of the SE shall:

- (a) prepare and provide to the representative body regular reports on the progress of the business of the SE and the SE's prospects;
- (b) provide the representative body with the agenda for meetings of the administrative or, where appropriate, the management or supervisory organs and copies of all documents submitted to the general meeting of its shareholders.
- (c) inform the representative body when there are exceptional circumstances affecting the employees' interests to a considerable extent, particularly in the event of relocations, transfers, the closure of establishments or undertakings or collective redundancies

- (a) (3) (a) The competent organ shall, if the representative body so desires, meet with that body, without prejudice to sub-paragraph (b) below, at least once a year to discuss the reports referred to in sub-paragraph (2)(a). The meetings shall relate in particular to the structure, economic and financial situation, the probable development of business and of production and sales, the situation and probable trend of employment, investments and substantial changes concerning organisation, introduction of new working methods or production processes, transfers of production, mergers, cut-backs or closures of undertakings, establishments or important parts thereof and collective redundancies;
- (b) in the circumstances set out in sub-paragraph (2)(c), the representative body may decide, for reasons of urgency, to allow the select committee to meet the competent organ and it shall have the right to meet a more appropriate level of management within the SE rather than the competent organ itself;
- (c) in the event of the competent organ not acting in accordance with the opinion expressed by the representative body, the two bodies shall meet again to seek an agreement, if the representative body so wishes.

(4) In the circumstances set out in (3)(b) above, if the select committee attends the meeting, any other members of the representative body who represent employees who are directly concerned by the measures being discussed also have the right to participate in the meeting.

(5) Before any meeting referred to in paragraph (3), the members of the representative body or the select committee, as the case may be shall be entitled to meet without the representatives of the competent organ being present.

(6) Without prejudice to regulations 37 and 38, the members of the representative body shall inform the employees' representatives or, if no such representatives exist, the employees of the SE and its subsidiaries and establishments, of the content and outcome of the information and consultation procedures.

(7) The representative body and the select committee may be assisted by experts of its choice.

(8) The costs of the representative body shall be borne by the SE which shall provide the members of that body with financial and material resources needed to enable them to perform their duties in an appropriate manner, including (unless agreed otherwise) the cost of organising meetings, providing interpretation facilities and accommodation and travelling expenses. However, where the representative body or the select committee is assisted by more than one expert the SE is not required to pay the expenses of more than one of them.

### Part 3: Standard rules for participation

7.—(1) In the case of an SE established by transformation, if the rules of a Member State relating to employee participation in the administrative or supervisory body applied before registration, all aspects of employee participation shall continue to apply to the SE. Sub-paragraph (2) shall apply *mutatis mutandis* to that end.

(2) In the case where an SE is established other than by transformation and where the employees or their representatives of at least one of the participating companies had participation rights, the representative body shall have the right to elect, appoint, recommend or oppose the appointment of a number of members of the administrative or supervisory body of the SE, such number shall be equal to the highest proportion in force in the participating companies concerned before the registration of the SE.

- (a) (3) (a) Subject to sub-paragraph (b), the representative body shall, taking into account the proportion of employees of the SE employed in each Member State, decide on the allocation of seats within the administrative or supervisory body.
- (b) In making the decision set out in sub-paragraph (a), if the employees of one or more Member State is not covered by the proportional criterion set out in (a), the representative body shall appoint a member from one of those Member States including one from the Member State in which the SE is registered, if appropriate.
- (c) Every member of the administrative body or, where appropriate, the supervisory body of the SE who has been elected, appointed or recommended by the representative body or the employees shall be a full member with the same rights and obligations as the members representing shareholders, including the right to vote.

#### SCHEDULE 4

Regulations 85 and 88

#### MODIFICATIONS OF THE 1985 ACT AND THE INSOLVENCY ACT 1986

##### **Modifications applying before registration**

1.—(1) The converting SE's memorandum and articles of association shall not have names subscribed on it.

(2) Section 2(5)(b) and (c), (6) and (6A) of the 1985 Act (memorandum of association: subscribers) shall not apply.

(3) In section 7 of the 1985 Act (articles of association) the following shall not apply—

- (a) the requirement in subsection (1) for signature by the subscribers to the memorandum,
- (b) subsection (3)(c), and
- (c) subsection (3A).

(4) Section 10 of the 1985 Act (documents to be sent to the registrar) shall not apply.

##### **Modifications applying on or after registration**

2. A reference to a company's incorporation shall be construed as a reference to the registration of a converting SE's memorandum and articles of association.

3. A reference to documents delivered under the 1985 Act shall be taken to include a reference to documents delivered under regulation 85.



**4.—(1)** A reference to a company’s certificate of incorporation shall be construed as a reference to the certificate given under regulation 87(3).

**(2)** A requirement for the registrar of companies to issue a certificate of incorporation to a company shall—

- (a)** be construed as a requirement to issue a certificate of registration similar to the certificate under regulation 87(3), and
- (b)** apply with such other modifications as the registrar considers necessary in consequence of paragraph (a).

**5.** In section 735 of the 1985 Act (definition of company), and in other legislation relating to companies, any reference to a company formed and registered under that Act shall have effect as if the reference to formation were omitted.

#### *Effect of registration*

**6.** Section 13 of the 1985 Act (effect of registration) shall not apply.

**7.** Section 22(1) of the 1985 Act (definition of “member”) shall not apply.

#### *Use of “limited”*

**8.** In section 34 of the 1985 Act (penalty for improper use of “limited”) the reference to incorporation with limited liability shall be construed as a reference to registration as a company with limited liability.

#### *Certificate as to share capital*

**9.** The following provisions shall not apply—

- (a)** section 117 of the 1985 Act (public company share capital requirements), and
- (b)** section 122(1)(b) of the Insolvency Act 1986 (winding up by the court: lack of certificate under section 117 of 1985 Act).

#### *Fees*

**10.** In any regulations made under section 708 of the 1985 Act a reference to a certificate of incorporation shall be construed as including a reference to—

- (a)** a certificate under regulation 87(3), and
- (b)** a certificate issued in accordance with paragraph 4(2).

#### *Accounting Reference Date*

**11.** No modification made under this Schedule shall affect the determination of the accounting reference date of a converting SE by the application of section 224(3A) of the 1985 Act, by virtue of Article 61 of the EC Regulation, or of regulation 83 prior to the registration of the converting SE under regulation 87.