

2005-23 European Public Limited-Liability Company

Subsidiary Legislation made under ss.5, 6, 7, 8, 9, 10, 11, 63, 65, 67, 74, 77, 80 and 81.

European Public-Limited Liability Company (Forms) Regulations 2005

LN.2005/145

Commencement **27.10.2005**

ARRANGEMENT OF REGULATIONS

Regulation

1. Title.
2. Forms.

SCHEDULE

2005-23 European Public Limited-Liability Company

2005/145 European Public-Limited Liability Company (Forms)
Regulations 2005

Title.

1. These regulations may be cited as the European Public-Limited Liability Company (Forms) Regulations 2005.

Forms.

2. Forms SE5, SE6, SE7, SE8, SE9(1), SE10, SE11, SE63(1)(a), SE63(2)(a), SE63(3)(a), SE65(1), SE67(6), SE74A, SE74B, SE74C, SE77(1)(a), SE77(1)(b), SE80, SE81 set out in the Schedule to these Regulations are the forms made by the Minister for the purposes of sections 5, 6, 7, 8, 9(1), 10, 11, 63(1)(a), 63(2)(a), 63(3)(a), 65(1), 67(6), 74, 77(1)(a), 77(1)(b), 80 and 81 of the European Public Limited-Liability Company Act.

SCHEDULE

Form SE 5 CHGL



**Formation by Merger of Societas Europaea (SE)
to be Registered in Gibraltar**

Please complete in typescript,
or in bold black capitals

Proposed Full Name of SE	
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Proposed Registered Office Address (PO Box numbers only are not acceptable)	
--	--

Type of Merger
Please tick appropriate box

<input type="checkbox"/> By acquisition (please indicate acquiring company/SE with * in the following page)	<input type="checkbox"/> By formation of a new SE
---	--

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Number of continuation sheets attached _____

2005-23 European Public Limited-Liability Company

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Form SE 5 CHGL

Details of Companies or SEs merging to form SE

Please use continuation sheet(s) if necessary

Name	Registered Number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed

Form SE 5 CHGL

Details of Companies or SEs merging to form SE continuation sheet

Name	Registered Number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed

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Form SE 5 CHGL

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 the members of the administrative organ.)

Forename(s)	
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Surname	
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Previous forename(s)	
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Previous surname(s)	
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Usual residential address	
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Date of birth		Nationality	
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Business Occupation	
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Other directorships	
---------------------	--

*Please delete as appropriate

I consent to act as a member of the:-

*administrative / supervisory / management organ of the proposed SE

Signature		Date	
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Form SE 5 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

2005-23 European Public Limited-Liability Company
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Form SE 5 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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*

Signature

Date

Form SE 5 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
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Form SE 5 CHGL

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

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="checkbox"/>	Statutes of the proposed SE named on page 1
<input type="checkbox"/>	<input type="checkbox"/>	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

Form SE 6 CHGL



Formation of holding Societas Europaea (SE)

Please complete in typescript,
or in bold black capitals

Proposed Full Name of SE	
-----------------------------	--

Proposed Registered Office Address (PO Box numbers only are not acceptable)	
--	--

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
-------------------------------------	--

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Number of continuation sheets attached _____

2005-23 European Public Limited-Liability Company

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Form SE 6 CHGL

Details of Promoting Companies or SEs continuation sheet

Name	Registered Number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
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Form SE 6 CHGL

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

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"/>	Statutes of the proposed holding SE
<input type="checkbox"/>	<input type="checkbox"/>	Written report(s) by independent experts given pursuant to Article 32(4) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	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="checkbox"/>	Copy(ies) of resolution(s) of the promoting company(ies) and/or SE(s) giving express ratification of employee involvement (required only in the case of reserved rights under Article 32(6))
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Please list the details of the members of the proposed holding SE on the next page(s)

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Form SE 6 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

Form SE 6 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

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Form SE 6 CHGL

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 the members of the administrative organ.)

Forename(s)			
Surname			
Previous forename(s)			
Previous surname(s)			
Usual residential 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

Signature Date

Form SE 6 CHGL

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 the members of the administrative organ.)

Forename(s)			
Surname			
Previous forename(s)			
Previous surname(s)			
Usual residential 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

Signature

Date

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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
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Form SE 6 CHGL

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 as follows.

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 2 (and any continuation sheets) 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 2 (and any continuation sheets) 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 2 (and any continuation sheets) 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 2 (and any continuation sheets) 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 2 (and any continuation sheets) 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.
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

Form SE 6 CHGL

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

Form SE 6 CHGL

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

Employee Involvement Declaration A: (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)

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 sections 17 to 49 of The European Public Limited Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved; and
2. the promoting companies or SEs named on page 2 (and any continuation sheets) of this form have fulfilled all their obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and either (delete as appropriate):
 - i) an employee involvement agreement has been reached pursuant to section 28 of the 2005 Ordinance, or
 - ii) the SNB established under sections 21 to 49 of the 2005 Ordinance has taken the decision pursuant to section 30 of the 2005 Ordinance 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 section 32, to apply the standard rules contained in Schedule 2 to the 2005 Ordinance.
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 section 29 of the 2005 Ordinance.

Signed

Authorised member of SNB	A proposed Member of the management or administrative organ of the proposed SE named on page 1
Names in block capitals	
Date of Signature	

Employee Involvement Declaration B: (To be signed by a proposed Member of the management or administrative organ of the proposed SE)

- On behalf of the promoting SE named on page 2 of this form, I declare that:
1. there are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved; and
 2. the promoting companies or SEs named on page 2 (and any continuation sheets) of this form have fulfilled all their obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and
 3. the deadline for completing negotiations under section 27 of the 2005 Ordinance 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 2 to the 2005 Ordinance will apply.

Signature	Date
Proposed Member of the management or administrative organ of the proposed SE named on page 1	
Name	
In block capitals	

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
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2005-23
2005/145

Form SE 7 CHGL



**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

Proposed Full Name of Subsidiary SE	
--	--

Proposed Registered Office Address (PO Box numbers only are not acceptable)	
--	--

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Number of continuation sheets attached _____

2005-23 European Public Limited-Liability Company

2005/145 European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 7 CHGL

Details of Subscribing SEs, Companies, Firms or Legal Bodies:

Please use continuation sheet(s) if necessary

Name	Registered Number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed

Form SE 7 CiGL

Details of Subscribing SEs, Companies, Firms or Legal Bodies
continuation sheet

Name	Registered Number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed

2005-23 European Public Limited-Liability Company
2005/145 European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 7 CHGL

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 SE is not less than the equivalent of €120,000

Please tick the boxes below 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

Form SE 7 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

2005-23

European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 7 CIGL

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 the members of the administrative organ.)

Forename(s)	
-------------	--

Surname	
---------	--

Previous forename(s)	
----------------------	--

Previous surname(s)	
---------------------	--

Usual residential address	
---------------------------	--

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
---------------	----------------------	-------------	----------------------

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

Signature	<input type="text"/>	Date	<input type="text"/>
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Form SE 7 CHGL

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 the members of the administrative organ.)

Forename(s)	
-------------	--

Surname	
---------	--

Previous forename(s)	
----------------------	--

Previous surname(s)	
---------------------	--

Usual residential 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

Signature		Date	
-----------	--	------	--

2005-23 **European Public Limited-Liability Company**
2005/145 **European Public-Limited Liability Company (Forms)**
Regulations 2005

Form SE 7 CHGL

Proposed name of subsidiary 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

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
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2005-23
2005/145

Form SE 7 CHGL

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

Employee Involvement Declaration A: (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.)

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 as follows.

- There are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved.
- The subscribing SEs, companies, firms or other legal bodies named on page 2 (and any continuation sheets) of this form have fulfilled all their obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and either (delete as appropriate):
 - an employee involvement agreement has been reached pursuant to section 28 of the 2005 Ordinance, or
 - the SNB established under sections 21 to 49 of the 2005 Ordinance has taken the decision pursuant to section 30 of the 2005 Ordinance not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or
 - the SNB and the management of the subscribing SE have agreed, pursuant to section 32, to apply the standard rules contained in Schedule 2 to the 2005 Ordinance.
- 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 2005 Ordinance.

Signed

Authorised member of SNB	A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1
Names in block capitals	
Date of Signature	

Employee Involvement Declaration B: (To be signed by a proposed Member of the management or administrative organ of the proposed SE)

On behalf of the promoting SE named on page 2 of this form, I declare that:

- there are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved; and
- the subscribing SEs, companies, firms or other legal bodies named on page 2 (and any continuation sheets) of this form have fulfilled all their obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and
- the deadline for completing negotiations under section 27 of the 2005 Ordinance 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 2 to the 2005 Ordinance will apply.

Signature Date
Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1
Name
in block capitals

2005-23 European Public Limited-Liability Company
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Form SE 8 CHGL



Transformation of PLC to Societas Europaea (SE)

Please complete in typescript, or in bold black capitals

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)	

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
-------------------------------------	--

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Number of continuation sheets attached _____

Form SE 8 CHGL

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 proposed SE is not less than the equivalent of €120,000

2005-23

European Public Limited-Liability Company

2005/145

European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 8 CHGL

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 the members of the administrative organ.)

Forename(s)			
Surname			
Previous forename(s)			
Previous surname(s)			
Usual residential 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

Signature

Date

Form SE 8 CHGL

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 the members of the administrative organ.)

Forename(s)	
-------------	--

Surname	
---------	--

Previous forename(s)	
----------------------	--

Previous surname(s)	
---------------------	--

Usual residential 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

Signature		Date	
-----------	--	------	--

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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
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Form SE 8 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature

Date

Form SE 8 CHGL

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 the members of the administrative organ.)

Forename(s)	
-------------	--

Surname	
---------	--

Previous forename(s)	
----------------------	--

Previous surname(s)	
---------------------	--

Usual residential 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

Signature		Date	
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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
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Form SE 8 CHGL

Proposed name of SE

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"/>	Statutes of the proposed SE named on page 1
<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 the Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="checkbox"/>	Copy of certificate(s) of expert(s) pursuant to Article 37(6) of 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 as follows.

- 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 published pursuant to the Regulation and The European Public Limited Liability Ordinance 2005.
- Pursuant to Article 37(4) of the Regulation an expert was drawn up by the board of Directors.
- Pursuant to Article 37(6) of the Regulation independent experts prepared a certificate on _____.
- The general meeting approved the statutes and draft terms of conversion on: _____.
- 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:
 - has its registered office and head office within the Community; or
 - 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 not and continues not, with a Member State's economy.
- The information given on this form is correct.

Signed: Date:

*Director of PLC named on page 1

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

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Form SE 8 CHGL

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

Employee Involvement Declaration A: (To be signed on the 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 Director of the PLC named on page 1 declare as follows:

- There are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved.
- The PLC named on page 1 of this form has fulfilled all its obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and either (delete as appropriate):
 - an employee involvement agreement has been reached pursuant to section 28 of the 2005 Ordinance; or
 - the SNB established under sections 21 to 49 of the 2005 Ordinance has taken the decision pursuant to section 30 of the 2005 Ordinance not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, if the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to section 32, to apply the standard rules contained in Schedule 2 to the 2005 Ordinance.
 - 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 section 29 of the 2005 Ordinance.

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:

- There are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved;
- the PLC named on page 1 of this form has fulfilled all its obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and
- the deadline for completing negotiations under section 27 of the 2005 Ordinance 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 the standard rules contained in Schedule 2 to the 2005 Ordinance will apply.

Signature **Date**

Director of the PLC named on page 1

Name
In block capitals

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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 9(1) CHGL

	Formation of a Subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 <small>Please complete in typescript, or in bold black capitals</small>
Proposed Full Name of subsidiary SE	
Proposed Registered Office Address of subsidiary SE (PO Box numbers only are not acceptable)	
Details of subscribing SE forming subsidiary SE:	
Full Name of subscribing SE	
Registered Number (if applicable)	
Registered Office Address of subscribing SE (PO Box numbers only are not acceptable)	
Name of Member State and registry where documents are filed	
I certify that the following information given in this form is correct	
Signature	Date
<small>Proposed member of the management or administrative organ of the proposed SE</small>	
Presented by (contact details):- <small>It will help Companies House to contact you, if there is a query on the form</small>	
Name Address Telephone Number	When you have completed and signed the form please send it to the Registrar of Companies at: Companies House (Gibraltar) Limited 317 Main Street PO Box 848 Gibraltar Tel: + (350) 78193
	Number of continuation sheets attached _____

Form SE 9(1) CHGL

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 SE is not less than the equivalent of €120,000

Please tick the boxes below 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

Please list the details of the members of the proposed holding SE on the next page

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European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 9(1) CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

Signature Date

Form SE 9(1) CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential address	
Date of birth	<input style="width: 80px;" type="text"/>
Nationality	<input style="width: 80px;" type="text"/>
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

Signature **Date**

Form SE 9(1) CHGL

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

Employee Involvement Declaration A: (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.)

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 as follows.

1. There are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved.
2. The subscribing SE named on page 1 of this form has fulfilled all its obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and either (delete as appropriate):
 - i) an employee involvement agreement has been reached pursuant to section 49 of the 2005 Ordinance, or
 - ii) the SNB established under sections 21 to 49 of the 2005 Ordinance has taken the decision pursuant to section 30 of the 2005 Ordinance not to open or to terminate negotiations but instead to rely upon rational 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 section 32, to apply the standard rules contained in Schedule 2 to the 2005 Ordinance.
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 section 29 of the 2005 Ordinance.

Signed

<input type="text"/>	<input type="text"/>
Authorised member of SNB	A proposed Member of the management or administrative organ of the proposed SE named on page 1
Names in block capitals	
<input type="text"/>	<input type="text"/>
Date of Signature	
<input type="text"/>	<input type="text"/>

Employee Involvement Declaration B: (To be signed by a proposed Member of the management or administrative organ of the proposed SE.)

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

1. there are no outstanding disputes under sections 17 to 49 of The European Public Limited-Liability Company Ordinance 2005 ("the 2005 Ordinance") or under the equivalent legislation of any other Member State involved; and
2. the subscribing SE named on page 1 of this form has fulfilled all its obligations pursuant to sections 17 to 49 of the 2005 Ordinance; and
3. the deadline for completing negotiations under section 27 of the 2005 Ordinance 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 2 to the 2005 Ordinance will apply.

Signature	<input type="text"/>	Date	<input type="text"/>
A Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1			
Name in block capitals	<input type="text"/>		

European Public Limited-Liability Company
 European Public-Limited Liability Company (Forms)
 Regulations 2005

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Form SE 10 CHGL



Transfer to Gibraltar of Societas Europaea (SE)

Please complete in typescript,
 or in bold black capitals

Full Name of SE	
Current Registered Number of SE (if applicable)	
Date of Registration in Current Registry	
Present Registered Office Address (PO Box numbers only are not acceptable)	
& Name of Member State	
Proposed new name of SE (if applicable)	
Proposed Registered Office Address in Gibraltar (PO Box numbers only are not acceptable)	
Name of Present Registry	
Contact address of present Registry	

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name
Address
Telephone Number

When you have completed and signed the form
 please send it to the Registrar of Companies at:
 Companies House (Gibraltar) Limited
 317 Main Street, PO Box 848, Gibraltar
 Tel: + (350) 78193

Number of continuation sheets attached _____

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European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 10 CHGL

Proposed name of SE

Date of Last Balance Sheet*
(drawn up before registration in Gibraltar)

If no last Balance Sheet,
original date of formation of SE

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="checkbox"/>	Copy of Statutes of SE
<input type="checkbox"/>	<input type="checkbox"/>	Certificate of old registration authority attesting to the completion of the acts and formalities to be completed before the transfer

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

Form SE 10 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

2005-23

European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 10 CHGL

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 the members of the administrative organ.)

Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential 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

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

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE 11 CHGL



Transfer from Gibraltar of Societas Europaea (SE)

Please complete in typescript,
or in bold black capitals

Registered number of SE	
Full Name of SE	
Proposed New Name of SE on transfer (if applicable)	
Name of Member State to which the above named SE is to transfer	
Contact address of new registry	
Proposed New Registered Office Address of SE	

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
-------------------------------------	--

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Number of continuation sheets attached _____

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European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 11 CHGL

Name of SE

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"/>	Copy of the general meeting resolution approving the transfer of the SE
<input type="checkbox"/>	<input type="checkbox"/>	Form SE67(6) – Statement of Solvency required by Section 67 of The European Public Limited-Liability Company Ordinance 2005
<input type="checkbox"/>	<input type="checkbox"/>	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

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
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Form SE 11 CHGL

Name of SE

Member's Declaration:

I _____
of _____

being a member of the management or administrative organ of the SE named on page 1 confirm as follows.

1. 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 Ordinance 2005.
2. 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 _____.
3. Shareholders and creditors of the SE named on page 1 were notified in writing in accordance with section 51(1) of The European Public Limited-Liability Company Ordinance 2005 of the right of examination and right to copies of the proposal and report referred to in section 51(1).
4. 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.
5. Invoices, orders for goods and business letters of the SE named on page 1 complied with the requirements of section 51(2) of The European Public Limited-Liability Company Ordinance 2005.
6. 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.
7. 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.
8. The information contained in this form is correct.

Signed* Date

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

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European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 11 CHGL

Name of SE

Lawyer's Declaration

I _____

of _____

make this declaration in connection with the proposed transfer from Gibraltar 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 the acts, formalities and conditions required by Article 8 of Council Regulation (EC) No 2157/2001 to be accomplished before the transfer out of Gibraltar 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

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE63(1)(a) CHGL



COMPANIES HOUSE
GIBRALTAR
LIMITED

Proposed Transfer from Gibraltar of Societas Europaea (SE)

Please complete in typescript,
or in bold black capitals

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

Signature <input style="width: 90%;" type="text"/>	Date <input style="width: 80%;" type="text"/>
---	--

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

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

Name
Address
Telephone Number

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

2005-23

European Public Limited-Liability Company

2005/145

European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE63(2)(a) CHCL



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

Please complete in typescript, or in bold black capitals

Registered Number of Company or SE	
------------------------------------	--

Full Name of Gibraltar 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

Signature	<input type="text"/>	Date	<input type="text"/>
-----------	----------------------	------	----------------------

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

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Form SE63(3)(a) CHGL



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

Signature

Date

Secretary/Director of above named PLC

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

2005-23 **European Public Limited-Liability Company**
2005/145 **European Public-Limited Liability Company (Forms)**
Regulations 2005

Form SE65 (1) CHGL



Notice of Satisfaction of Conditions for the Formation of Holding Societas Europaea (SE) by a Gibraltar registered Company or SE

Please complete in typescript, or in bold black capitals

Registered Number of Company or SE	
---	--

Full Name of Gibraltar Registered Promoting Company or SE	
--	--

Proposed Full Name of Holding SE	
---	--

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

Signature

Date

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

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

Name
Address
Telephone Number

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

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Form SE67 (6) CHGL



Statement of Solvency by Members of Societas Europaea (SE) which is proposing to transfer from Gibraltar

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 Section 67(6) of The European Public Limited-Liability Company Ordinance 2005, as required by Article 8(7) of Council Regulation (EC) No 2157/2001 (the "Regulation").

We have formed the following 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).
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 220 of the Companies Ordinance (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) must sign overleaf

Presented by (contact details):-

It will help Companies House to contact you if there is a query on the form

Name
Address
Telephone Number

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

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Tel: + (350) 78193

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European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE67 (6) CHGL

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

Signed Date

Name in block capitals

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

Form SE67 (6) CHGL

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

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European Public Limited-Liability Company

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European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 74A CHGL

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

Please complete in typescript, or in bold black capitals

SE Number	
SE Name in full	
Date of Appointment	
Forename(s)	
Surname	
Previous forename(s)	
Previous surname(s)	
Usual residential address	
Date of birth	Nationality
Business Occupation	
Particulars of other directorships or memberships supervisory organ of an SE	

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE 74A CHGL

SE Name		
---------	--	--

I consent to act as a member of the above named SE

Consent signature Date

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

I certify that the information given in this form is correct

Signature Date

*Delete as appropriate *member of the management/administrator/administrative receiver/receiver manager/receiver

Name

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number		
-------------------------------------	--	--

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

2005-23

European Public Limited-Liability Company

2005/145

European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 74B CHGL



COMPANIES HOUSE
GIBRALTAR
LIMITED

Terminating appointment of a member of a supervisory organ of Societas Europaea (SE)

Please complete in typescript, or in bold black capitals

SE Number	
SE Name in full	
Date of Termination of Appointment	
Please insert details as previously notified to Companies House	
Forename(s)	
Surname	
Date of birth	

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

Signature	Date
------------------	-------------

* delete as appropriate * member of the management/administrators/administrative receiver/receiver manager/receiver

Presented by (contact details):-
It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
--	--

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Form SE 74C CHGL



HOUSE OF
COMPANIES, GIBRALTAR
LIMITED

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

Please complete in typescript,
or in bold black capitals

SE Number	
SE Name in full	
Date of change of particulars	
Name	
Forename(s)	
Surname	
Date of birth	
Change of name (enter new name)	
Forename(s)	
Surname	
Change of usual residential address (enter new address)	
Usual residential address	
Other Change (please specify)	

2005-23

European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 74C CHGL

SE Name in full	
------------------------	--

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

I certify that the information given in this form is correct

Signature		Date	
------------------	--	-------------	--

* Delete as appropriate * member of the management/administrator/administrative receiver/receiver manager/receiver

Name	
-------------	--

Presented by contact Details:-

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
--	--

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

Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

Form SE 77(1)(a) CHGL



COMPANIES HOUSE
GIBRALTAR
LIMITED

Amendment of Statutes of Societas Europaea (SE)

Please complete in typescript,
or in bold black capitals

Registered Number of SE	
Full Name of SE	

Gives notice that pursuant to section 77(1)(a) of the European Public Limited-Liability Company Ordinance 2005 the statutes of 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

Signature		Date	
Member of the management administrative organ of the SE named above			
Name			

Presented by (contact details):
It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
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When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House (Gibraltar) Limited
317 Main Street
PO Box 848
Gibraltar
Tel: + (350) 78193

2005-23

European Public Limited-Liability Company

2005/145

European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 77(1)(b) CHGL

	<p>Notice of Initiation or Termination of Winding-up, Liquidation, Insolvency or Cessation of Payment Procedures and Decision to Continue Operating of Societas Europaea (SE)</p> <p><small>Please complete in typescript, or in bold black capitals</small></p>
---	---

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

Signature	Date
------------------	-------------

*(Delete as appropriate) *Member of the management administrative organ of the SE or the Liquidator/ Receiver/Manager/Administrator/Administrator Receiver/Supervisor of the SE named above

Name

Presented by (contact details):
It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	<p>When you have completed and signed the form please send it to the Registrar of Companies at: Companies House (Gibraltar) Limited 317 Main Street PO Box 848 Gibraltar Tel: + (350) 78193</p>
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Form SE 80 CHGL

	Conversion of Societas Europaea (SE) to PLC
	<small>Please complete in typescript, or in bold black capitals</small>
Full Name of converting SE	
Company number of converting SE	
Proposed Full Name of PLC	
Proposed Registered Office Address <small>(PO Box numbers only are not acceptable)</small>	
Presented by (contact details): It will help Companies House to contact you if there is a query on the form	
Name Address Telephone Number	

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Number of continuation sheets attached ____

2005-23

European Public Limited-Liability Company

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**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 80 CHGL

Proposed name of PLC

Secretary of PLC

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address

I consent to act as the secretary of the PLC

Signature

Date

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE 80 CHGL

Proposed name of PLC

Director of the PLC (please list in alphabetical order)

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"/>

Date of birth Nationality

Business Occupation	<input type="text"/>
Other directorships	<input type="text"/>

I consent to act as a director of the PLC:

Signature Date

2005-23

European Public Limited-Liability Company

2005/145

**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 80 CHGL

Proposed name of PLC

Director of the PLC (please list in alphabetical order)

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"/>

Date of birth Nationality

Business Occupation	<input type="text"/>
Other directorships	<input type="text"/>

I consent to act as a director of the PLC:

Signature Date

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE 80 CHGL

Proposed name of PLC

Director of the PLC (please list in alphabetical order)

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"/>

Date of birth Nationality

Business Occupation	<input type="text"/>
Other directorships	<input type="text"/>

I consent to act as a director of the PLC:

Signature Date

2005-23

European Public Limited-Liability Company

2005/145

**European Public-Limited Liability Company (Forms)
Regulations 2005**

Form SE 80 CHGL

Proposed name of PLC

Director of the PLC (please list in alphabetical order)

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"/>

Date of birth Nationality

Business Occupation	<input type="text"/>
Other directorships	<input type="text"/>

I consent to act as a director of the PLC:

Signature Date

European Public Limited-Liability Company
European Public-Limited Liability Company (Forms)
Regulations 2005

2005-23
2005/145

Form SE 80 CHGL

Proposed name of PLC

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"/>	Memorandum and Articles of Association of proposed PLC
<input type="checkbox"/>	<input type="checkbox"/>	Report by management or administrative organ of the SE converting to PLC pursuant to Article 66(3) of the 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"/>	Copy of resolution approving conversion of SE to PLC pursuant to Article 66(6) of Council Regulation (EC) No 2157/2001

Member of SE's Declaration

I _____
of _____

being a member of the management or administrative organ of the SE named on page 1 confirm as follows.

1. The SE mentioned on page 1 was first registered on _____ and 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 section 80 of the European Public Limited-Liability Company Ordinance 2005.
3. Pursuant to Article 66(3) of the Regulation a report (copy attached to this Form) was drawn up by management 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).
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

2005-23 European Public Limited-Liability Company
2005/145 European Public-Limited Liability Company (Forms)
Regulations 2005

Form SE 81 CHGL



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

Please complete in typescript,
or in bold black capitals

Company Number of converting SE	
Full Name of converting SE	
Proposed Full Name of PLC	

Pursuant to Article 66(4) of the Council Regulation (EC) No 2157/2001 and Section 81 of The European Public Limited-Liability Ordinance 2005 draft terms for the conversion of the above named SE are attached

I certify that the information given in this form is correct

Signature Date
Member of the management administrative organ of the SE named above.

Name

Presented by (contact details):

It will help Companies House to contact you if there is a query on the form

Name Address Telephone Number	
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