



**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

<b>Proposed Full Name of Subsidiary SE</b>	
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<b>Proposed Registered Office Address</b> (PO Box numbers only are not acceptable)	
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**Presented by (contact details):-**

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

<b>Name Address Telephone Number</b>	
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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**  
1<sup>st</sup> Floor,  
The Arcade,  
30-38 Main Street,  
PO Box 848,  
Gibraltar.  
Tel: + (350) 78193

**Number of continuation sheets attached** \_\_\_\_\_

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

Please use continuation sheet(s) if necessary

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

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

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

**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)

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

**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:**

<b>Tick the box</b>	<b>Number of pages</b>	<b>Document description</b>
<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 the members of the administrative organ.)

<b>Forename(s)</b>	
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<b>Surname</b>	
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<b>Previous forename(s)</b>	
-----------------------------	--

<b>Previous surname(s)</b>	
----------------------------	--

<b>Usual residential address</b>	
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**Date of birth**

**Nationality**

<b>Business Occupation</b>	
----------------------------	--

<b>Other directorships</b>	
----------------------------	--

**\*Please delete as appropriate**

**I consent to act as a member of the:-**

**\*administrative / supervisory / management organ of the proposed SE**

**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 the members of the administrative organ.)

<b>Forename(s)</b>	
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<b>Surname</b>	
----------------	--

<b>Previous forename(s)</b>	
-----------------------------	--

<b>Previous surname(s)</b>	
----------------------------	--

<b>Usual residential address</b>	
----------------------------------	--

**Date of birth**

**Nationality**

<b>Business Occupation</b>	
----------------------------	--

<b>Other directorships</b>	
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**\*Please delete as appropriate**

**I consent to act as a member of the:-**

**\*administrative / supervisory / management organ of the proposed SE**

**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 the members of the administrative organ.)

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<b>Surname</b>	
----------------	--

<b>Previous forename(s)</b>	
-----------------------------	--

<b>Previous surname(s)</b>	
----------------------------	--

<b>Usual residential address</b>	
----------------------------------	--

**Date of birth**

**Nationality**

<b>Business Occupation</b>	
----------------------------	--

<b>Other directorships</b>	
----------------------------	--

**\*Please delete as appropriate**

**I consent to act as a member of the:-**

**\*administrative / supervisory / management organ of the proposed SE**

**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 the members of the administrative organ.)

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<b>Surname</b>	
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<b>Previous forename(s)</b>	
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<b>Previous surname(s)</b>	
----------------------------	--

<b>Usual residential address</b>	
----------------------------------	--

**Date of birth**

**Nationality**

<b>Business Occupation</b>	
----------------------------	--

<b>Other directorships</b>	
----------------------------	--

**\*Please delete as appropriate**

**I consent to act as a member of the:-**

**\*administrative / supervisory / management organ of the proposed SE**

**Signature**

**Date**

**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

**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 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):
  - 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 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 regulation 29 of the 2005 Ordinance.

**Signed**

<b>Authorised member of SNB</b>	A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1
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**Names in block capitals**

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**Date of Signature**

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**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 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
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 subsidiary SE named on page 1

**Name  
in block capitals**