



Formation of holding Societas Europaea (SE)

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)	
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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
1st Floor,
The Arcade,
30-38 Main Street,
PO Box 848,
Gibraltar.
Tel: + (350) 200 78193

Number of continuation sheets attached _____

Details of Promoting Companies or SEs

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

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

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)

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)	
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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

Business Occupation	
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Other directorships	
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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

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

Previous surname(s)	
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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)	
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Surname	
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Previous forename(s)	
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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

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

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

**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 Act 2005 ("the 2005 Act ") 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 Act; and either (delete as appropriate):
 - i) an employee involvement agreement has been reached pursuant to section 28 of the 2005 Act, or
 - ii) the SNB established under sections 21 to 49 of the 2005 Act has taken the decision pursuant to section 30 of the 2005 Act 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 Act.
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 Act.

Signed

Authorised member of SNB	A proposed Member of the management or administrative organ of the proposed 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 Act 2005 ("the 2005 Act ") 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 Act; and
3. the deadline for completing negotiations under section 27 of the 2005 Act 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 Act will apply.

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