

Transfer from Gibraltar of Societas Europaea (SE)

Please complete in typescript,
or in bold black capitals

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

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 Act 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

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 Act 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 Act 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 Act 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

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