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SCHEDULE 1

Regulations 5, 6, 7, 8, 9, 10, 11, 66, 68, 70, 77, 80, 83 and 84

FORMS

FORMS

SE5 (NI)

for official use
attach barcode here

Formation by Merger of Societas Europaea (SE) to be registered in NI

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

Post town

UK Postcode

Type of Merger By acquisition By formation of
(Please tick appropriate box) (Please indicate acquiring company/ a new SE
SE with * in box below)

Details of companies or SEs merging to form SE: <i>Please use continuation sheet(s) if necessary</i>			
Name	Registered number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed
Number of continuation sheets attached			<input type="text"/>

Contact Details:

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

	Tel
DX Number	DX Exchange

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

Registry of Companies, Credit Unions & Industrial & Provident Societies, 1st Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, BT1 3BS

DX 481 NR

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

Forename(s)	<input type="text"/>
Surname	<input type="text"/>
Previous forename(s)	<input type="text"/>
Previous surname(s)	<input type="text"/>
Usual residential address †	<input type="text"/>
	<input type="text"/>
Post town	<input type="text"/>
County/Region	<input type="text"/>
UK Postcode	<input type="text"/>
Country	<input type="text"/>
	†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.
Date of birth	<input type="text"/>
Nationality	<input type="text"/>
Business Occupation	<input type="text"/>
Other directorships	<input type="text"/>
	<input type="text"/>
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE
Consent signature	<input type="text"/>
Date	<input type="text"/>

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

Forename(s)	<input type="text"/>
Surname	<input type="text"/>
Previous forename(s)	<input type="text"/>
Previous surname(s)	<input type="text"/>

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Usual residential address †

Post town
County/Region UK Postcode
Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth Nationality
Business Occupation
Other directorships

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

Consent signature Date

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

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

Post town
County/Region UK Postcode
Country

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

† Please give your usual residential address. In the case of a corporation or Scottish firm give the registered or principal address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
Consent signature	<input type="text"/>	Date	<input type="text"/>

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

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

Consent signature Date

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

Proposed name of SE

Subscribed capital of the proposed SE comprising:

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

Other currency subscribed capital:
Please specify currency(ies)

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

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

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

SIC Code SIC Code
SIC Code SIC Code
SIC Code SIC Code

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

Tick the box (✓)	Number of Pages	Document description
<input type="checkbox"/>	<input type="text"/>	Statutes of the proposed SE named on page 1
<input type="checkbox"/>	<input type="text"/>	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

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SE6 (NI)

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Please complete in
typescript or in bold
black capitals

Formation of Holding Societas Europaea (SE)

Proposed Full Name of SE

Proposed Registered
Office Address

PO Box numbers only are not acceptable

Post town

UK Postcode

Details of Promoting Companies or SEs <i>Please use continuation sheet(s) if necessary</i>			
Name	Registered number (if applicable)	Registered office address	Name of Member State and address of registry where documents are filed
Number of continuation sheets attached			<input style="width: 30px; height: 20px;" type="text"/>

Contact Details:

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

	Tel
DX Number	DX Exchange

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DX 481 NR

Proposed name of SE

Subscribed capital of the proposed holding SE comprising:

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

Other currency subscribed capital:
Please specify currency(ies)

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

Proposed principal sectors of activity(ies) of the SE:
(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

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

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

Tick the box (✓)	Number of Pages	Document description
<input type="checkbox"/>	<input type="text"/>	Statutes of the proposed holding SE named on page 1
<input type="checkbox"/>	<input type="text"/>	Written report(s) by independent experts given pursuant to Article 32(4) of Council Regulation (EC) No 2157/2001
<input type="checkbox"/>	<input type="text"/>	Copy(ies) of resolution(s) of the promoting company(ies) and/or SE(s) approving the draft terms for the formation of the proposed holding SE pursuant to Article 32(6) of Council Regulation (EC) No 2157/2001

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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))

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

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Other directorships

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Other directorships

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

Consent signature Date

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

Forename(s)

Surname

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Other directorships

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

County/Region UK Postcode

Country

† Give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Other directorships

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

Consent signature Date

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

Proposed name of SE

Member's I, _____
Declaration of _____

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

1. Pursuant to Article 32(2) of Council Regulation (EC) No 2157/2001/EC (the "Regulation") the draft terms of formation were drawn up by the promoting company(ies) and/or SEs named on page 1 and were publicised by each of those company(ies) and/or SE(s) pursuant to the Regulation and any requirements of the Member State of the promoting companies on: *(please give the date for each promoting company/SE)* _____
2. Pursuant to Article 32(4) and (5) the report(s) (copy(ies) attached to this form) were drawn up on _____ by _____
3. The general meeting(s) of each of the promoting company(ies) and/or SE(s) named on page 1 approved the draft terms referred to in paragraph 1 above on *(please specify the date for each company and/or SE)* _____;
4. The general meeting(s) of the promoting company(ies) and/or SE(s) *(Please delete (a) or (b) below as appropriate):*

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(a) did not reserve the right to make registration of the proposed SE conditional upon its express ratification of the employee involvement arrangements pursuant to Council Directive 2001/86/EC; or

(b) did reserve the right to make registration of the proposed SE conditional upon its express ratification of the employee involvement arrangements pursuant to Council Directive 2001/86/EC. The general meeting(s) of those promoting company(ies) and/or SE(s) ratified the employee involvement arrangements on: *(please give the name and date for each company and/or SE below)*

5. Pursuant to Article 32 of the Regulation the shareholders of the promoting company(ies) and/or SE(s) named on page 1 promoting the formation were given 3 months, from the date upon which the terms for the formation of the proposed SE were finally determined, to inform the promoting company(ies) and/or SE(s) whether they intended to contribute their shares;

6. The shareholders of the promoting company(ies) and/or SE(s) named on page 1 have assigned the minimum proportion of shares in each company(ies) and/or SE(s) pursuant to the draft terms of formation;

7. Each of the promoting company(ies) and/or SE(s) named on page 1 either:

(a) has its registered office and head office within the Community, or

(b) *(in the case of promoting companies – this does not apply to promoting SE(s))* its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has a real and continuous link with a Member State's economy;

8. Each of at least two of the promoting company(ies) and/or SEs *(please delete (a) or (b) below as appropriate)*

(a) is governed by the law of a different Member State, or

(b) has for at least two years had a subsidiary company governed by the law of another Member State or a branch situated in another Member State; and

9. The information given in this form is correct.

Signature **Date**

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

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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:
	<ol style="list-style-type: none">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; and2. 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	<input type="text"/>
Date	<input type="text"/>

<p align="center">Employee Involvement Declarations: <i>Please complete declaration A or B as appropriate</i></p> <hr/> <p>Employment Involvement Declaration A: <i>(To be signed on behalf of the SNB and by a proposed Member of the management or administrative organ of the proposed subsidiary SE)</i></p> <p>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:</p> <ol style="list-style-type: none">1. There are no outstanding disputes under regulations 17 to 52 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and2. The promoting companies or SEs named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and <i>(delete as appropriate)</i><ol style="list-style-type: none">i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, orii) the SNB established under regulations 21 to 52 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or

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iii) the SNB and the management of the subscribing SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.

3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations

Signed

<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 proposed SE named on page 1 of this form, I declare that:

1. There are no outstanding disputes under regulations 17 to 52 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The promoting companies or SEs named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and
3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.

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

Name
(in block capitals)

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SE7 (NI)

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Please complete in typescript,
Or in bold black capitals

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

**Proposed Full Name of
Subsidiary SE**

**Proposed Registered
Office Address**

PO Box numbers only are not acceptable

Post town

County

 UK Postcode

Details of Subscribing SEs, Companies, Firms or Legal Bodies: <i>Please use continuation sheet(s) if necessary</i>			
Name	Registered number <i>(if applicable)</i>	Registered office address	Name of Member State and registry where documents are filed
Number of continuation sheets attached			<input style="width: 30px; height: 20px;" type="text"/>

Contact Details:

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

	Tel
DX Number	DX Exchange

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DX 481 NR

Proposed name of subsidiary SE

Subscribed capital of proposed subsidiary SE comprising:

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

Other currency subscribed capital:
Please specify currency(ies)

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

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

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

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

Please complete the boxes below to confirm that the following document is attached to this form:

Tick the box (✓)

Number of Pages

Document description

Statutes of the proposed subsidiary SE

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

Forename(s)

Surname

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Membership of other SEs

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

County/Region UK Postcode
Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality
Business Occupation
Membership of other SEs

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

Consent signature Date

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

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

Usual residential address †

Post town
County/Region UK Postcode
Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

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Business Occupation

Membership of other SEs

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Membership of other SEs

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

† Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Membership of other SEs

*Please delete as appropriate

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

Consent signature Date

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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) <i>(in the case of subscribing companies, firms and other legal bodies – this does not apply to subscribing SEs)</i> 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.
Signature	<input type="text"/>
Date	<input type="text"/>
	Proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1

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Employee Involvement Declarations: <i>Please complete declaration A or B as appropriate</i>	
Employment Involvement Declaration A: <i>(To be signed on behalf of the SNB and by a proposed Member of the management or administrative organ of the proposed subsidiary SE)</i>	
We, being an authorised member of the Special Negotiating Body ("SNB") and a proposed Member of the management or administrative organ of the proposed SE declare that:	
<ol style="list-style-type: none">1. There are no outstanding disputes under regulations 17 to 52 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and2. The subscribing SEs, companies, firms or other legal bodies named on page 1 of this form have fulfilled all the obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and <i>(delete as appropriate)</i><ol style="list-style-type: none">i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, orii) the SNB established under regulations 21 to 52 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, oriii) the SNB and the management of the subscribing SEs named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations	
Signatures	
<input type="text"/>	<input type="text"/>
Authorised Member of SNB	A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1
Names <i>in block capitals</i>	
<input type="text"/>	<input type="text"/>
Date of Signature	
<input type="text"/>	<input type="text"/>

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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

1. There are no outstanding disputes under regulations 17 to 52 of the European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The subscribing SEs, companies, firms or legal bodies named on page 1 of this form have fulfilled all their obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and
3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.

Signature Date

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

Name

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SE8 (NI)

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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

Post town

UK Postcode

Subscribed capital comprising:

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

£

Other currency subscribed capital:
Please specify currency(ies)

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

Proposed principal sector(s) of activity(ies) of the SE named above:
(Use Standard Industrial Classification (SIC) Codes specified on the attached sheet)

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

SIC Code

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Contact Details:

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

Tel	
DX Number	DX Exchange

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

**Registry of Companies, Credit Unions & Industrial & Provident Societies, 1st Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, BT1 3BS
DX 481 NR**

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		
	†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.		
Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
Consent signature	<input type="text"/>	Date	<input type="text"/>

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

Forename(s)	<input type="text"/>
Surname	<input type="text"/>
Previous forename(s)	<input type="text"/>
Previous surname(s)	<input type="text"/>

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Usual residential address †

Post town
County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth Nationality
Business Occupation
Other directorships

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

Consent signature Date

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

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

Post town
County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		
Consent signature	<input type="text"/>	Date	<input type="text"/>

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

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
*Please delete as appropriate	I consent to act as a member of the *administrative/supervisory/management organ of the proposed SE		

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Consent signature Date

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

Proposed name of SE

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

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

**Director's I,
Declaration of**

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

1. Pursuant to Article 37(4) of Council Regulation 2157/2001/EC (the "Regulation") the draft terms of conversion were drawn up by the board of directors of the PLC named on page 1 and were publicised pursuant to the Regulation and The European Public Limited-Liability Company Regulations (Northern Ireland) 2004;
2. Pursuant to Article 37(4) of the Regulation a report was drawn up by the board of Directors;
3. Pursuant to Article 37(6) of the Regulation independent experts prepared a certificate on _____;
4. The general meeting approved the statutes and draft terms of conversion on _____.
5. The PLC named on page 1 has for at least two years had a subsidiary company governed by the law of another Member State; and the PLC named on page 1 either
 - (a) has its registered office and head office within the Community; or
 - (b) its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has a real and continuous link with a Member State's economy; and
6. The information given in this form is correct.

Signature

Date

Director of the PLC named on page 1

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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

We, being an authorised member of the Special Negotiating Body ("SNB") and a Director of the PLC named on page 1 declare that:

1. There are no outstanding disputes under regulations 17 to 52 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The PLC named on page 1 of this form has fulfilled all its obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and *(delete as appropriate)*
 - i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or
 - ii) the SNB established under regulations 21 to 52 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or
 - iii) the SNB and the management of the SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.
3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations.

Signed

<input type="text"/>	<input type="text"/>
Authorised Member of SNB	Director of the PLC named on page 1

Names in block capitals

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

Date of Signature

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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

1. There are no outstanding disputes under regulations 17 to 52 of The European Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and
2. The PLC named on page 1 of this form has fulfilled all its obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and
3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.

Signed **Date**

Director of the PLC named on page 1

Name

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

SE9(1)(NI)

for official use
attach barcode here

**Formation of subsidiary Societas Europaea (SE)
under Article 3(2) 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 of subsidiary SE**
PO Box numbers only are not acceptable

Post town

UK Postcode

Details of subscribing SE forming subsidiary SE:

Full Name of
subscribing SE

Registered Number
(if applicable)

Registered Office
Address of subscribing SE

Name of Member State and
registry where documents are filed

Contact Details:

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

Tel	
DX Number	DX Exchange

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DX 481 NR**

Proposed name of subsidiary SE

Subscribed capital of the proposed subsidiary SE comprising:

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

Other currency subscribed capital:
Please specify currency(ies)

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

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

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

SIC Code SIC Code

SIC Code SIC Code

SIC Code SIC Code

Please tick the box below to confirm that the following document is attached to this form:

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth Nationality

Business Occupation

Other directorships

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

Consent signature Date

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Usual residential address †

Post town
County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth Nationality
Business Occupation
Other directorships

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

Consent signature Date

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

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

Post town
County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
<small>*Please delete as appropriate</small>	I consent to act as a member of the <small>*administrative/supervisory/management organ of the proposed SE</small>		
Consent signature	<input type="text"/>	Date	<input type="text"/>
Proposed name of SE	<input type="text"/>		

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

Forename(s)	<input type="text"/>		
Surname	<input type="text"/>		
Previous forename(s)	<input type="text"/>		
Previous surname(s)	<input type="text"/>		
Usual residential address †	<input type="text"/>		
	<input type="text"/>		
Post town	<input type="text"/>		
County/Region	<input type="text"/>	UK Postcode	<input type="text"/>
Country	<input type="text"/>		

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
<small>*Please delete as appropriate</small>	I consent to act as a member of the <small>*administrative/supervisory/management organ of the proposed SE</small>		

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Consent signature Date

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

I certify that the information given in this form is correct

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 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 regulations 17 to 52 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") 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 regulations 17 to 52 of the 2004 Regulations; and *(delete as appropriate)*
 - i) an employee involvement agreement has been reached pursuant to regulation 28 of the 2004 Regulations, or
 - ii) the SNB established under regulations 21 to 52 of the 2004 Regulations has taken the decision pursuant to regulation 30 of the 2004 Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or
 - iii) the SNB and the management of the proposed SE named on page 1 of this form have agreed, pursuant to regulation 32, to apply the standard rules contained in Schedule 3 to the 2004 Regulations.
3. The authorised member of the SNB confirms that the agreement or decision referred to in paragraph 2 above has been made by the majority required by regulation 29 of the 2004 Regulations.

Signed

Authorised Member of SNB

A proposed member of the management or administrative organ of the proposed subsidiary SE named on page 1

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Names in block capitals	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
Date of Signature	
<input style="width: 90%;" type="text"/>	<input style="width: 90%;" type="text"/>
<hr style="width: 50%; margin: 10px auto;"/>	
Employee Involvement Declaration B: (To be signed by a proposed Member of the management or administrative organ of the proposed SE of the PLC named on page 1)	
On behalf of the proposed SE named on page 1 of this form, I declare that:	
<ol style="list-style-type: none">1. There are no outstanding disputes under regulations 17 to 52 of The European Limited-Liability Company Regulations (Northern Ireland) 2004 ("the 2004 Regulations") or under the equivalent legislation of any other Member State involved; and2. The subscribing SE named on page 1 of this form has fulfilled all its obligations pursuant to regulations 17 to 52 of the 2004 Regulations; and3. The deadline for completing negotiations under regulation 27 of the 2004 Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 of declaration A above and that the standard rules contained in Schedule 3 to the 2004 Regulations will apply.	
Signed	<input style="width: 90%;" type="text"/>
	Date <input style="width: 90%;" type="text"/>
A proposed Member of the management or administrative organ of the proposed subsidiary SE named on page 1	
Name	<input style="width: 90%;" type="text"/>

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Contact Details:

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Tel	
DX Number	DX Exchange

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DX 481 NR**

Proposed name of SE

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

<input type="text"/>	If no last Balance Sheet, original date of formation of SE	<input type="text"/>
----------------------	---	----------------------

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

Principal sector(s) of activity(ies) of SE:

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

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

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

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address †

Post town

County/Region UK Postcode

Country

Date of birth Nationality

Business Occupation

Other directorships

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

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

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

Forename(s)

Surname

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Previous forename(s)

Previous surname(s)

Usual residential address†

Post town

County/Region UK Postcode

Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality

Business Occupation

Other directorships

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

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

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address†

Post town

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality
Business Occupation
Other directorships

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

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

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

Post town
County/Region UK Postcode
Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth Nationality
Business Occupation

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Other directorships

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

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

I certify that the information given in this form is correct

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

SE11(NI)

for official use
attach barcode here

Transfer from NI 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

Principal sector(s) of activity(ies) of SE:

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

SIC Code SIC Code

SIC Code SIC Code

SIC Code SIC Code

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Contact Details:

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

Tel	
DX Number	DX Exchange

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**Registry of Companies, Credit Unions & Industrial & Provident Societies, 1st Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, BT1 3BS
DX 481 NR**

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

Tick the box (✓)	Number of Pages	Document description
<input type="checkbox"/>	<input type="checkbox"/>	Copy of the general meeting resolution approving the transfer of the SE
<input type="checkbox"/>	<input type="checkbox"/>	Form SE70(6) – Statement of Solvency required by regulation 70 of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004
<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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Member's Declaration:	I, _____
	of _____

being a member of the management or administrative organ of the SE named on page 1 confirm that:	
<ol style="list-style-type: none">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 Regulations (Northern Ireland) 2004;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 regulation 54(1) of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 of the right of examination and right to copies of the proposal and report referred to in regulation 54(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 regulation 54(2) of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004;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; and8. The information contained in this form is correct.	
Signed <input type="text"/>	Date <input type="text"/>
Member of the management or administrative organ of the SE named on page 1	

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Name of SE

Lawyer's Declaration: I, _____
of _____

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

1. I am a lawyer entitled to pursue my professional activities under one of the denominations laid down in Council Directive 77/249/EEC or Council Directive 98/5/EC; and
2. All of the acts and formalities and conditions required by Article 8 of Council Regulation (EC) No 2157/2001 to be accomplished before the transfer out of Northern Ireland 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.

Signed Date

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

SE66(1)(a)(NI)

for official use
attach barcode here

Please complete in typescript,
or in bold black capitals

**Proposed Transfer from NI of
Societas Europaea (SE)**

Registered Number
of SE

Full Name of SE

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

I certify that the information given in this form is correct

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

Contact Details:

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

<input type="text"/>	
<input type="text"/>	
<input type="text"/>	Tel <input type="text"/>
DX Number <input type="text"/>	DX Exchange <input type="text"/>

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**Registry of Companies, Credit Unions
& Industrial & Provident Societies
Companies Registry, First Floor,
Waterfront Plaza, 8 Laganbank Road,
Belfast, BT1 3BS
DX 481 NR**

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SE66(3)(a)(NI)

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Please complete in typescript,
or in bold black capitals

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

Company number
of PLC

Full Name of PLC

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

I certify that the information given in this form is correct

Signed

Date

Secretary/Director of above named PLC

Contact Details:

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

		Tel
DX Number	DX Exchange	

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

**Registry of Companies, Credit Unions
& Industrial & Provident Societies
Companies Registry, First Floor,
Waterfront Plaza, 8 Laganbank Road,
Belfast, BT1 3BS
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SE70(6)(NI)

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Please complete in typescript, or in
bold black capitals

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

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 been authorised to make this statement by the supervisory organ;

make this statement pursuant to Regulation 70(6) of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004, in order to satisfy the Department of Enterprise, Trade and Investment as required by Article 8(7) of Council Regulation (EC) No 2157/2001 (the "Regulation").

We have formed the opinion:

1. As regards the above named SE's financial situation immediately following the date (as given above) on which the transfer is proposed to be made, that there will be no grounds on which the SE could then be found to be unable to pay its debts;
2. As regards the above named SE's prospects for the year immediately following the date (as given above) on which the transfer is proposed to be

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made, that, having regard to our intentions with respect to the management of the SE's business during that year and to the amount and character of the financial resources which will in our view be available to the SE during that year, the SE will be able to carry on business as a going concern (and will accordingly be able to pay its debts as they fall due throughout that year); and

- 3. In forming our opinion for the purposes of paragraph 1 above we have taken into account the same liabilities (including prospective and contingent liabilities) as would be relevant under Article 102 of the Insolvency (Northern Ireland) Order 1989 (winding up by the High Court) to the question whether a company is unable to pay its debts.

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

Contact Details:

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Tel	
DX Number	DX Exchange

When you have completed and signed this form please send it to the Department of Enterprise, Trade and Investment at:

**Registry of Companies, Credit Unions
& Industrial & Provident Societies
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Waterfront Plaza, 8 Laganbank Road,
Belfast, BT1 3BS
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Signatures of the Members of the management or administrative organ of the SE named on page 1

Signed **Date**

Name in block capitals

Signed **Date**

Name in block capitals

Signed **Date**

Name in block capitals

Signed **Date**

Name in block capitals

Signed **Date**

Name in block capitals

Signed **Date**

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Signed **Date**

Name in block capitals

Signed **Date**

Name in block capitals

Signed **Date**

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Name in
block
capitals

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

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Please complete in typescript,
or in bold black capitals

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

SE Number

SE Name in full

Date of appointment Day Month Year Date of Birth Day Month Year

**Appointment
form**

Forename(s)

Surname

Previous Forename(s) Previous Surname(s)

† In case of a corporation or Scottish firm, give the registered or principal office address.

Usual residential address†

Town Postcode

County/Region Country

Nationality Business occupation

Particulars of other directorships or memberships of the supervisory organ of an SE

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

Consent Signature Date

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

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Signed Date

** Delete as appropriate

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

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

<input type="text"/>	
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<input type="text"/>	
Tel	
DX Number	DX Exchange

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

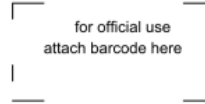
**Registry of Companies, Credit Unions
& Industrial & Provident Societies
Companies Registry, First Floor,
Waterfront Plaza, 8 Laganbank Road,
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DX 481 NR**

SE Number

Other directorships

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SE77(B)(NI)



Please complete in typescript,
or in bold black capitals

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

SE Number

SE Name in full

NAME

Please insert
details as
previously
notified to
Companies Registry

Forename(s)

Surname

Day Month Year

Date of Birth

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

Signed **Date**

** Delete as appropriate

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

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

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<input type="text"/>	Tel <input type="text"/>
DX Number <input type="text"/>	DX Exchange <input type="text"/>

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

**Registry of Companies, Credit Unions
& Industrial & Provident Societies
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SE77C(NI)



Please complete in typescript, or in bold black capitals

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

SE Number

SE Name in full

Changes of particulars form Complete in all cases Date of change of particulars

Day	Month	Year

Name Forename(s)
Surname

Date of Birth

Day	Month	Year

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

Change of usual residential address† (enter new address)

† In case of a corporation, or Scottish firm, give the registered or principal office address.
Town
County/Region Postcode
Country

Other change (please specify)

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

Signed Date

* Delete as appropriate

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

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	Tel
DX Number	DX Exchange

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Please complete in typescript,
or in bold black capitals

Amendment of Statutes of Societas Europaea (SE)

Registered number of SE

Full Name of SE

Gives notice that pursuant to regulation 80(1)(a) of The European Public Limited-Liability Company Regulations (Northern Ireland) 2004 the statutes of the SE have been amended.

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

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

I certify that the information given in this form is correct

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

Contact Details:

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

Tel	
DX Number	DX Exchange

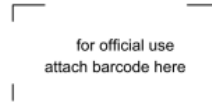
When you have completed and signed this form please send it to the Registrar of Companies at:

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SE80(1)(b)(NI)

Please complete in typescript,
or in bold black capitals.



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

Registered number of SE

Full Name of SE

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

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

I certify that the information given in this form is correct

Signature

Date

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

Contact Details:

You do not have to give any contact
information in the box opposite but if
you do, it will help Companies Registry
to contact you if there is a query on

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the form. The contact information that you give will be visible to searchers of the public record

		Tel
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Conversion of Societas Europaea (SE) to PLC

Please complete in typescript,
or in bold black capitals.

**Full name of converting
SE**

**Company number of converting
SE**

--

**Proposed Full Name of
PLC**

--

--

**Proposed Registered
Office Address**

PO Box numbers only are not acceptable

--

--

Town

--

County

--

UK Postcode

--

Contact Details:

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

	Tel
DX Number	DX Exchange

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DX 481 NR

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Proposed name of PLC

Secretary of PLC

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address†

Town

County UK Postcode

Country

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

I consent to act as the secretary of the PLC

Consent signature **Date**

Director of PLC Forename(s)

(Please list in alphabetical order)

Surname

Previous forename(s)

Previous surname(s)

Usual residential address†

Town

County UK Postcode

Country

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
I consent to act as a director of the PLC			
Consent signature	<input type="text"/>	Date	<input type="text"/>

Director of PLC <small>(Please list in alphabetical order)</small>	Forename(s)	<input type="text"/>
	Surname	<input type="text"/>
	Previous forename(s)	<input type="text"/>
	Previous surname(s)	<input type="text"/>
Usual residential address†	<input type="text"/>	
	<input type="text"/>	
	Town	<input type="text"/>
	County/Region	<input type="text"/>
	UK Postcode	<input type="text"/>
	Country	<input type="text"/>

†Please give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Date of birth	<input type="text"/>	Nationality	<input type="text"/>
Business Occupation	<input type="text"/>		
Other directorships	<input type="text"/>		
	<input type="text"/>		
I consent to act as a director of the PLC			
Consent signature	<input type="text"/>	Date	<input type="text"/>

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

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

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

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

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<p>Member of SE's I, _____ Declaration: of _____ _____</p> <p>being a member of the management or administrative organ of the SE named on page 1 confirm that:</p> <ol style="list-style-type: none">1. The SE mentioned on page 1 was first registered on _____ and that no decision on conversion was taken before two years had elapsed since its registration or before the first two sets of annual accounts had been approved;2. Pursuant to Article 66(3) of Council Regulation (EC) No 2157/2001 (the "Regulation") the draft terms of conversion were drawn up by the management or administrative organ of the SE named on page 1 and were publicised pursuant to the Regulation and to regulation 83 of the The European Public Limited-Liability Company Regulations (Northern Ireland) 2004;3. Pursuant to Article 66(3) of the Regulation a report (copy attached to this Form) was drawn up by the 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); and6. The information given in this form is correct. <p>Signature <input type="text"/> Date <input type="text"/></p> <p><small>Member of the management or administrative organ of the SE named on page 1.</small></p>

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SE84(NI)

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**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 Council Regulation (EC) No 2157/2001 and regulation 84 of the European Public Limited-Liability Company Regulations (Northern Ireland) 2004 draft terms for the conversion of the above named SE are attached.

I certify that the information given in this form is correct

Signed **Date**

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

Contact Details:

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

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DX Number	DX Exchange

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Registry of Companies, Credit Unions & Industrial & Provident Societies, 1st Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, BT1 3BS DX481 NR

SCHEDULE 2

Regulation 14

PROVISIONS OF THE 1986 ORDER APPLYING TO THE REGISTRATION OF SEs

1. Article 653(4) and (5)(1) (registrar).
2. Article 654(2) (registered numbers) applies in relation to SEs as it applies in relation to companies, as if it referred to the allocation of a number to an SE.
3. Articles 655(3), 656A(4) and 656B(5) (documents delivered to the registrar etc.) apply to documents delivered to the registrar under these Regulations as they apply to documents etc. delivered to the registrar under the 1986 Order.
4. Article 662(6) (enforcement of duty to make returns) applies to a default in complying with any provision of these Regulations requiring the delivery of documents, or the giving of notice, to the registrar as it applies to a default in complying with a provision of the 1986 Order.

SCHEDULE 3

Regulations 16(1) and 32

STANDARD RULES ON EMPLOYEE INVOLVEMENT

Part 1:

Composition of the representative body

1. The management of the SE shall arrange for the establishment of a representative body in accordance with the following provisions –
 - (a) the representative body shall be composed of employees of the SE and its subsidiaries and establishments;
 - (b) the representative body shall be composed of one member for each 10% or fraction thereof of employees of the SE, its subsidiaries and establishments employed for the time being in each EEA state;
 - (c) the members of the representative body shall be elected or appointed by the members of the special negotiating body; and
 - (d) the election or appointment shall be carried out by whatever method the special negotiating body decides.
2. Where its size so warrants, the representative body shall elect a select committee from among its members comprising at most three members.
3. The representative body shall adopt rules of procedure.
4. The representative body shall inform the competent organ of the SE of the composition of the representative body and any changes in its composition.

(1) Paragraphs (4) and (5) were inserted by Article 18 of, and paragraph 4(3) of Schedule 5 to, the Deregulation and Contracting Out (Northern Ireland) Order 1996 (S.I. 1996/1632 (N.I. 11))

(2) Article 654 was substituted by Article 78 of, and paragraph 13 of Schedule 5 to, the Companies (No. 2) (Northern Ireland) Order 1990 (S.I. 1990/1504 (N.I. 10)), and amended by S.R. 1993 No. 198

(3) Article 655 was substituted by Article 59(1) of the Companies (No. 2) (Northern Ireland) Order 1990 and amended by S.R. 1993 No. 198 and S.R. 2003 No. 3

(4) Article 656A was inserted into the 1986 Order by Article 60(1) of the Companies (No. 2)(Northern Ireland) Order 1990

(5) Article 656B was inserted into the 1986 Order by S.R. 2003 No. 3

(6) Article 662 was amended by Article 61(4) of the Companies (No. 2) (Northern Ireland) Order 1990

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

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

Part 2:

Standard rules for information and consultation

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

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

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

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

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

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

(6) Without prejudice to regulations 37 and 38, the members of the representative body shall inform the employees' representatives or, if no such representatives exist, the employees of the

SE and its subsidiaries and establishments, of the content and outcome of the information and consultation procedures.

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

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

Part 3:

Standard rules for participation

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

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

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

SCHEDULE 4

Regulations 83 and 86

MODIFICATIONS OF THE 1986 ORDER AND THE INSOLVENCY (NORTHERN IRELAND) ORDER 1989

Modifications applying before registration

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

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

(2) Article 13(4)(b) and (c), (5) and (5A) of the 1986 Order(7) (memorandum of association: subscribers) shall not apply.

(3) In Article 18 of the 1986 Order(7) (articles of association) the following shall not apply –

- (a) the requirement in paragraph (1) for signature by the subscribers to the memorandum,
- (b) paragraph (3)(c), and
- (c) paragraph (4).

(4) Article 21 of the 1986 Order (documents to be sent to registrar) shall not apply.

Modifications applying on or after registration

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

3. A reference to documents delivered under the 1986 Order shall be taken to include a reference to documents delivered under regulation 83.

4.—(1) A reference to a company’s certificate of incorporation shall be construed as a reference to the certificate given under regulation 85(3).

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

- (a) be construed as a requirement to issue a certificate of registration similar to the certificate under regulation 85(3), and
- (b) apply with such other modifications as the registrar considers necessary in consequence of head (a).

5. In Article 3 of the 1986 Order (definition of company), and in other legislation relating to companies, any reference to a company formed and registered under that Order shall have effect as if the reference to formation were omitted.

Effect of registration

6. Article 24 of the 1986 Order(8) (effect of registration) shall not apply.

7. Article 32(1) of the 1986 Order (definition of “member”) shall not apply.

Use of “limited”

8. In Article 44 of the 1986 Order (penalty for improper use of “limited”) the reference to incorporation with limited liability shall be construed as a reference to registration as a company with limited liability.

Certificate as to share capital

9. The following provisions shall not apply –

- (a) Article 127 of the 1986 Order(9) (public company share capital requirements), and
- (b) Article 102(1)(b) of the Insolvency (Northern Ireland) Order 1989 (winding up by the High Court: lack of certificate under Article 127 of 1986 Order).

(7) Articles 13 and 18 were amended by [S.R. 2003 No. 3](#)

(7) Articles 13 and 18 were amended by [S.R. 2003 No. 3](#)

(8) Article 24 was amended by Article 381 of, and paragraph 3 of Schedule 9 to, the Insolvency (Northern Ireland) Order 1989 ([S.I. 1989/2405 \(N.I. 19\)](#))

(9) Article 127 was amended by [S.R. 2003 No. 3](#)

Fees

10. In any regulations made under Article 657 of the 1986 Order⁽¹⁰⁾ a reference to a certificate of incorporation shall be construed as including a reference to –

- (a) a certificate under regulation 85(3), and
- (b) a certificate issued in accordance with paragraph 4(2).

Accounting reference date

11. No modification made under this Schedule shall affect the determination of the accounting reference date of a converting SE by the application of Article 232(3A) of the 1986 Order⁽¹¹⁾, by virtue of Article 61, or of regulation 81 prior to the registration of the converting SE under regulation 85.

⁽¹⁰⁾ Article 657 was amended by Articles 61(2) and 113 of, and Schedule 6 to, the Companies (No. 2)(Northern Ireland) Order 1990, and by Article 15 of the Financial Provisions (Northern Ireland) Order 1993 (S.I. 1993/1252 (N.I. 5))

⁽¹¹⁾ Article 232 was inserted into the 1986 Order by Article 5 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593(N.I. 5)) in place of an existing Article of that number, and amended by S.R. 1997 No. 314