STATUTORY INSTRUMENTS

2004 No. 2326

EUROPEAN COMMUNITIES

The European Public Limited-Liability Company Regulations 2004

| Made | 6th September 2004 |
|------------------------|---------------------|
| Laid before Parliament | 13th September 2004 |
| Coming into force | 8th October 2004 |

The Secretary of State, being a Minister designated ^{M1} for the purposes of section 2(2) of the European Communities Act 1972 ^{M2} in relation to measures relating to the registration, operation and regulation of European public limited liability companies, in exercise of the powers conferred on her by section 2(2) of that Act and of all other powers enabling her in that behalf, hereby makes the following Regulations:

Modifications etc. (not altering text)

C1 Instrument extended (1.10.2009) by Companies Act 2006 (c. 46), ss. 1285(1), 1300(2); S.I. 2008/2860, art. 3(z) (with arts. 7, 8, Sch. 2 para. 1)

Marginal Citations

M1 S.I. 2003/2901.

M2 1972 c. 68; as amended by the European Economic Area Act 1989 (c. 40).



GENERAL

Citation, commencement and extent **E+W+S**

1.—(1) These Regulations may be cited as the European Public Limited-Liability Company Regulations 2004.

- (2) These Regulations come into force on 8th October 2004.
- (3) These Regulations extend to [^{F1}the whole of the United Kingdom].

Textual Amendments

F1 Words in reg. 1(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 4 (with reg. 2)

EC Directive and EC Regulation E+W+S

2. In these Regulations—

"the EC Directive" means Council Directive 2001/86/EC of 8 October 2001 supplementing the Statute for a European Company with regard to the involvement of employees ^{M3};

"the EC Regulation" means Council Regulation 2157/2001/EC of 8 October 2001 on the Statute for a European Company M4 ;

and references to numbered Articles are, unless otherwise specified, references to Articles in the EC Regulation.

Marginal Citations

M3 OJ L 294, 10.11.2001, p. 22. M4 OJ L 294, 10.11.2001, p. 1.

Interpretation E+W+S

3.—(1) In these Regulations—

F2

the "1996 Act" means the Employment Rights Act 1996 M5;

[^{F3}the "2006 Act" means the Companies Act 2006;]

[^{F4}"the Companies Acts" has the meaning given by section 2 of [^{F5}the 2006 Act];]

"SE" means a European Public Limited-Liability Company (or Societas Europaea) within the meaning of the EC Regulation and, except as provided in these Regulations, means an SE which is to be, or is, [^{F6}registered in the United Kingdom].

(2) Except as otherwise provided in these Regulations, words and expressions [F7 defined for the purposes of the Companies Acts have the same meaning in these Regulations].

(3) Except as otherwise provided in these Regulations, words and expressions which are used in the EC Regulation or the EC Directive have the same meaning as they have in that Regulation or Directive.

(4) Where a word or expression is both [^{F8} defined as mentioned] in paragraph (2) and used in the EC Regulation or the EC Directive, it has the meaning it has in that Regulation or Directive except as otherwise provided in these Regulations.

- F2 Words in reg. 3(1) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 5(a) (with reg. 2)
- **F3** Words in reg. 3(1) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **5(b)** (with reg. 2)

- F4 Words in reg. 3(1) inserted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(2)(a) (with arts. 6, 11, 12)
- **F5** Words in reg. 3(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **5(c)** (with reg. 2)
- **F6** Words in reg. 3(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **5(d)** (with reg. 2)
- **F7** Words in reg. 3(2) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), **Sch. 1 para. 235(2)(b)** (with arts. 6, 11, 12)
- **F8** Words in reg. 3(4) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), **Sch. 1 para. 235(2)(c)** (with arts. 6, 11, 12)

Marginal Citations M5 1996 c. 18.

PART 2 E+W+S

REGISTRATION OF SEs AND THE REGISTRAR ETC.

The registrar E+W+S

4. The registrar has the functions conferred by this Part in relation to the registration, or the deletion of the registration, of an SE.

Registration of an SE formed by merger in accordance with Article 2(1) E+W+S

5. Where it is proposed to register an SE formed by merger in accordance with Article 2(1) there shall be delivered to the registrar a registration form in [^{F9}Form SE FM01]^{F10}... set out in Schedule 1 together with the documents specified in respect of [^{F11}that Form].

Textual Amendments

- **F9** Words in reg. 5 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **6(a)** (with reg. 2)
- **F10** Words in reg. 5 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **6(b)** (with reg. 2)
- F11 Words in reg. 5 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 6(c) (with reg. 2)

Registration of the formation of a holding SE in accordance with Article 2(2) E+W+S

6. Where it is proposed to register a holding SE formed in accordance with Article 2(2) there shall be delivered to the registrar a registration form in [^{F12}Form SE FM02]^{F13}... set out in Schedule 1 together with the documents specified in respect of [^{F14}that Form].

- **F12** Words in reg. 6 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 7(a) (with reg. 2)
- **F13** Words in reg. 6 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **7(b)** (with reg. 2)

F14 Words in reg. 6 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 7(c) (with reg. 2)

Registration of the formation of a subsidiary SE in accordance with Article 2(3) E+W+S

7. Where it is proposed to register a subsidiary SE formed in accordance with Article 2(3) there shall be delivered to the registrar a registration form in $[^{F15}$ Form SE FM03 $]^{F16}$... set out in Schedule 1 together with the documents specified in respect of $[^{F17}$ that Form].

Textual Amendments

- F15 Words in reg. 7 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 8(a) (with reg. 2)
- **F16** Words in reg. 7 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **8(b)** (with reg. 2)
- F17 Words in reg. 7 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 8(c) (with reg. 2)

Registration of an SE by the transformation of a public company in accordance with Article 2(4) E+W+S

8. Where it is proposed to register an SE by the transformation of a public company in accordance with Article 2(4) there shall be delivered to the registrar a registration form in [^{F18}Form SE FM04]^{F19}... set out in Schedule 1 together with the documents specified in respect of [^{F20}that Form].

Textual Amendments

- **F18** Words in reg. 8 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **9(a)** (with reg. 2)
- **F19** Words in reg. 8 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **9(b)** (with reg. 2)
- F20 Words in reg. 8 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 9(c) (with reg. 2)

Registration of an SE formed as the subsidiary of an SE in accordance with Article 3(2) **E** +W+S

9.—(1) Where it is proposed to register an SE formed as the subsidiary of an SE in accordance with Article 3(2) there shall be delivered to the registrar a registration form in $[^{F21}$ Form SE FM05]^{F22}... set out in Schedule 1 together with the documents specified in respect of [^{F23}that Form].

(2) The reference to an SE, a subsidiary of which is to be registered under this regulation, includes a reference to an SE whose registered office is in another Member State.

- **F21** Words in reg. 9(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **10(a)** (with reg. 2)
- **F22** Words in reg. 9(1) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **10(b)** (with reg. 2)

F23 Words in reg. 9(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **10(c)** (with reg. 2)

Registration of an SE on the transfer of its registered office to [^{F24}the United Kingdom] in accordance with Article 8 E+W+S

10. Where it is proposed to transfer to [F25 the United Kingdom] the registered office of an SE whose registered office is situated in another Member State there shall be delivered to the registrar a registration form in respect of that SE in [F26 Form SE TR02] F27 ... set out in Schedule 1 together with the documents specified in respect of [F28 that Form].

Textual Amendments

- **F24** Words in reg. 10 heading substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **11(a)** (with reg. 2)
- **F25** Words in reg. 10 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **11(a)** (with reg. 2)
- **F26** Words in reg. 10 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **11(b)** (with reg. 2)
- **F27** Words in reg. 10 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **11(c)** (with reg. 2)
- **F28** Words in reg. 10 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **11(d)** (with reg. 2)

Certificate of the competent authority under Article 8(8) E+W+S

11. Where it is proposed to transfer the registered office of an SE from [^{F29}the United Kingdom] to another Member State there shall be delivered to the Secretary of State for the purposes of applying for the issue of a certificate under Article 8(8), a transfer form in [^{F30}Form SE TR03] set out in Schedule 1 together with the documents specified in that Form.

Textual Amendments

- **F29** Words in reg. 11 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **12(a)** (with reg. 2)
- **F30** Words in reg. 11 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **12(b)** (with reg. 2)

Registration of an SE E+W+S

12. The registrar shall register an SE formed or transformed under the provisions of Articles 2 and 3 or an SE whose registered office is transferred to $[^{F31}$ the United Kingdom] under Article 8 where she is satisfied that all the requirements of these Regulations and the EC Regulation in respect of such formation, transformation or transfer of an SE, as the case may be, have been complied with in respect of that SE.

Textual Amendments

F31 Words in reg. 12 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **13** (with reg. 2)

Documents sent to the registrar E+W+S

13.— $[^{F32}(1)$ The registrar shall retain any document delivered to the registrar under any provision of these Regulations or the EC Regulation.

- (1A) Any reference in the 2006 Act to "the register" is to be read as including a reference to-
 - (a) the documents required to be retained by the registrar under paragraph (1), and
 - (b) records of the information contained in those documents.

(1B) In the application of the 2006 Act in relation to those documents and records by virtue of paragraph (1A), the provisions specified in Schedule 1A to these Regulations have effect with the modifications specified in relation to each such provision in that Schedule.]

(2) For the purposes of this regulation documents delivered to the Secretary of State under regulation 11 shall be treated as documents delivered to the registrar on the deletion of the registration of the SE making the application under the regulation and the provisions of regulation 14 will apply accordingly.

Textual Amendments

F32 Reg. 13(1)-(1B) substituted for reg. 13(1) (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 14 (with reg. 2)

[^{F33}Application of language requirements to documents relating to SEs E+W+S

13A.—(1) The following provisions of the 2006 Act apply in relation to documents required to be delivered to the registrar under these Regulations or the EC Regulation—

- (a) section 1103 (documents to be drawn up and delivered in English);
- (b) section 1105 (documents that may be drawn up and delivered in other languages);
- (c) section 1107 (certified translations).

(2) In the application of the provisions listed in paragraph (1) in relation to the documents referred to in that paragraph—

- (a) section 1103 applies as if the reference to section 1104 of the 2006 Act were omitted;
- (b) section 1105 applies as if for subsections (2) and (3) there were substituted—
 - "(2) This section applies to—
 - (a) documents specified in respect of any of the Forms mentioned in regulations 5 to 11 of the European Public Limited-Liability Company Regulations 2004 (provisions relating to registration etc);
 - (b) copies of transfer proposals required to be delivered under regulation 68(1)(a) of those Regulations (publication of terms of transfer);
 - (c) copies of draft terms required to be delivered under regulation 68(2)(a) or (3)
 (a) of those Regulations (publication of terms for formation of holding SE or conversion of company into SE);

- (d) copies of amendments to statutes required to be delivered under regulation 82(1)(a) of those Regulations (notification of amendments to statutes);
- (e) documents required to be delivered with Form SE CV01 under regulation 85 of those Regulations (registration of a public company by conversion of SE);
- (f) copies of draft terms required to be delivered under regulation 86 of those Regulations (publication of draft terms of conversion).";

(c) section 1107 applies as if any reference to a company were a reference to an SE.

(3) Section 1106(1) and (4) of the 2006 Act (voluntary filing of translations), and any provision of regulations made under section 1106(2) which specifies the languages in relation to which the facility in section 1106(1) is available, apply in relation to documents within paragraph (4), as if any reference to a company were a reference to an SE.

(4) The documents referred to in paragraph (3) are documents that are or have been delivered to the registrar under these Regulations or the EC Regulation on or after 1st January 2007.

(5) For the purposes of this regulation documents required to be delivered to the Secretary of State under regulation 11 shall be treated as documents required to be delivered to the registrar under that regulation.]

Textual Amendments

F33 Reg. 13A inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 15 (with regs. 2, 15(2))

[^{F34}Application of the 2006 Act to the registration of SEs] **E+W+S**

14.— $[^{F35}(1)]$ The provisions of $[^{F36}$ the 2006 Act] specified in Schedule 2 to these Regulations shall apply in respect of

- (a) the registration or the deletion of registration of SEs under these Regulations and the EC Regulation;
- (b) the functions of the registrar in respect of such registrations or deletions.

Those provisions shall apply under this regulation subject to any limitations or qualifications specified in relation to each such provision in that Schedule.

 $[^{F37}(2)$ This regulation does not affect the application of provisions of the 2006 Act in respect of the matters referred to in paragraph (1)(a) or (b) otherwise than by virtue of this regulation.]

- F34 Reg. 14 heading substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 16(5) (with reg. 2)
- **F35** Reg. 14 renumbered as reg. 14(1) (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **16(2)** (with reg. 2)
- **F36** Words in reg. 14(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **16(3)** (with reg. 2)
- **F37** Reg. 14(2) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **16(4)** (with reg. 2)

False statements in documents sent to the registrar or the Secretary of State E+W+S

15. Any person who makes a false statement:

- (a) in any registration form sent to the registrar under regulations 5 to 10 and regulation 85,
- (b) in any transfer form sent to the Secretary of State under regulation 11,
- (c) in any document, specified in such a form, or
- (d) in any other document required to be sent to the registrar under these Regulations,

which he knows to be false or does not believe to be true is liable, on conviction on indictment to imprisonment not exceeding two years, or to a fine, or to both, and on summary conviction to imprisonment not exceeding three months, or to a fine not exceeding the statutory maximum or to both.



EMPLOYEE INVOLVEMENT

Textual Amendments

F38 Pt. 3 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **17** (with reg. 2)

CHAPTER 1

INTERPRETATION OF PART 3

Interpretation of Part 3 E+W+S

CHAPTER 2

PARTICIPATING COMPANIES AND THE SPECIAL NEGOTIATING BODY

Circumstances in which certain provisions of Part 3 apply E+W+S

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CHAPTER 6

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PART 4 E+W+S

EXERCISE OF MEMBER STATES OPTIONS UNDER THE EC REGULATION

Participation in the formation of an SE by a company formed under the law of a Member State whose head office is not in the Community (Article 2(5)) E+W+S

55. A company, formed under the law of a Member State, the head office of which is not in the Community, may participate in the formation of an SE where the company's registered office is in that Member State and it has a real and continuous link with a Member State's economy.

Additional forms of publication of transfer proposal (Article 8(2)) E+W+S

56.—(1) The SE shall notify in writing its shareholders, and every creditor of whose claim and address it is aware, of the right to examine the transfer proposal and the report drawn up under Article 8(3), at its registered office and, on request, to obtain copies of those documents free of charge, not later than one month before the general meeting called to decide on the transfer.

(2) Every invoice, order for goods or business letter, which, at any time between the date on which the transfer proposal and report become available for inspection at the registered office of the SE and the deletion of its registration on transfer, is issued by or on behalf of the SE, shall contain a statement that the SE is proposing to transfer its registered office to another Member State under Article 8 and identifying that Member State.

(3) If default is made in complying with $[^{F39}$ paragraph (1) or (2)] above the SE is liable on summary conviction to a fine not exceeding level 3 on the standard scale.

Textual Amendments

F39 Words in reg. 56(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **18** (with reg. 2)

Extension of protection given by Article 8(7) to liabilities incurred prior to transfer (Article 8(7)) E+W+S

57. The first sub-paragraph of Article 8(7) shall apply to liabilities that arise (or may arise) prior to the transfer.

Power of the competent authorities of a Member State to oppose a transfer on public interest grounds (Article 8(14)) E+W+S

58. If a transfer of a registered office of an SE would result in a change in the law applicable to the SE, the competent authorities may, within the two month period referred to within Article 8(6), oppose the transfer, on public interest grounds.

Power of the management or administrative organ of an SE to amend statutes where in conflict with employee involvement arrangements (Article 12(4)) E+W+S

59. Where there is a conflict between the arrangements for employee involvement and the existing statutes the management or administrative organ of the SE may amend the statutes to the extent necessary to resolve the conflict without any further decision from the general shareholders meeting.

Power of the competent authorities of a Member State to oppose the participation of a merging company governed by its law on public interest grounds (Article 19) E+W+S

Textual Amendments

F40 Reg. 60 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 19 (with reg. 2)

Minimum number of members of the management organ (Article 39(4)) E+W+S

61. The minimum number of the members of the management organ of an SE is two.

Minimum number of members of the supervisory organ (Article 40(3)) E+W+S

62. The minimum number of the members of the supervisory organ of an SE is two.

Members of the supervisory organ to be entitled to require the management organ to provide certain information (Article 41(3)) E+W+S

63. Each member of the supervisory organ is entitled to require the management organ to provide to that member information of a kind which the supervisory organ needs to exercise supervision in accordance with Article 40(1).

Minimum number of members of an administrative organ (Article 43(2)) E+W+S

64. The minimum number of the members of the administrative organ of an SE is two.

Timing of the first general meeting of an SE (Article 54(1)) E+W+S

65. The first general meeting of an SE may be held at any time in the 18 months following an SE's incorporation.

Proportion of shareholders of an SE who may require one or more additional items to be put on the agenda of any general meeting (Article 56) E+W+S

66. The proportion of the shareholders of an SE who may require one or more additional items put on the agenda of any general meeting is to be the holders of at least 5% of the SE's subscribed capital.

SEs subject to law on public limited liability companies as regard the expression of their capital (Article 67(1)) E+W+S

67. An SE shall be subject to the provisions of the enactments and rules of law applying to a public company as regards the expression of its capital.

PART 5 E+W+S

PROVISIONS REQUIRED BY THE EC REGULATION

Publication of terms of transfer, formation and conversion (Articles 8(2), 32(3) and 37(5)) E +W+S

68.—(1) Where a transfer proposal is drawn up under Article 8(2)—

- (a) a copy of the proposal shall be delivered to the registrar together with [^{F41}Form SE TR01], and
- (b) the registrar shall cause notice of the receipt of the copy of the proposal to be published in the Gazette.

(2) Where draft terms for the formation of a holding SE, whether or not its registered office is to be in [^{F42}the United Kingdom], are drawn up under Article 32(2)—

- (a) a copy of the draft terms shall be delivered to the registrar together with [^{F43}Form SE DT01], and
- (b) the registrar shall cause notice of the receipt of the copy of the draft terms to be published in the Gazette.

(3) Where draft terms for the conversion of a public limited-liability company into an SE are drawn up under Article 37(4)—

- (a) a copy of the draft terms shall be delivered to the registrar together with [^{F44}Form SE DT02], and
- (b) the registrar shall cause notice of the receipt of the copy of the draft terms to be published in the Gazette.
- (4) The Forms referred to in paragraphs (1) to (3) are those set out in Schedule 1.

Textual Amendments

- **F41** Words in reg. 68(1)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **20(a)** (with reg. 2)
- **F42** Words in reg. 68(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **20(b)** (with reg. 2)
- **F43** Words in reg. 68(2)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **20(c)** (with reg. 2)
- F44 Words in reg. 68(3)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **20(d)** (with reg. 2)

Publication of completion of merger (Article 28) E+W+S

69. Where an SE is formed by merger, whether its registered office is in [^{F45} the United Kingdom] or not, and a public company has taken part in that procedure, the registrar shall cause to be published in the Gazette notice that the merger has been completed.

Textual Amendments

F45 Words in reg. 69 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 21 (with reg. 2)

Publication of fulfilment of conditions for the formation of a holding SE (Article 33(3)) **E** +W+S

70.—(1) Where, in respect of a company of a type specified in relation to the United Kingdom in Annex II to the EC Regulation, the conditions for the formation of a holding SE, whether or not it is to be [^{F46}registered in the United Kingdom], are fulfilled, the company shall deliver to the registrar within 14 days of such fulfilment notice of that event in the [^{F47}Form SE SC01] set out in Schedule 1 and the registrar shall cause to be published in the Gazette notice that these conditions have been fulfilled.

(2) If default is made in complying with paragraph (1), the company is liable on summary conviction to a fine not exceeding level 3 on the standard scale.

Textual Amendments

- F46 Words in reg. 70(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 22(a) (with reg. 2)
- F47 Words in reg. 70(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 22(b) (with reg. 2)

Publication of other documents or information (Articles 8(12), 15(2), 59(3) and 65) E+W+S

71.—(1) Where, under the Articles of the EC Regulation listed in paragraph (2), the occurrence of an event is required to be publicised, the registrar shall cause to be published in the Gazette notice of receipt of the particulars of that event described in those Articles.

- (2) The Articles referred to in paragraph (1) above are:
 - Article 59(3)

Article 65.

(3) Where, under the Articles listed in paragraph (4), the registration of an SE, whether on formation under Title II of the EC Regulation, or on the transfer of the registered office of an SE under Article 8 or the deletion of a registration under that Article is required to be publicised, the registrar shall cause to be published in the Gazette notice of that registration or the deletion of that registration and of the receipt of the documents and particulars related to that registration or deletion required to be delivered to the registrar by the EC Regulation or these Regulations.

- (4) The Articles referred to in paragraph (3) are:
 - Article 8(12) Article 15(2).

Protection of creditors and others on a transfer (Article 8(7)) E+W+S

72.—(1) Where an SE proposes to transfer its registered office to another Member State under Article 8 the SE shall satisfy the Secretary of State that the interests of creditors and holders of other rights in respect of the SE (including those of public bodies) have been adequately protected in respect of any liabilities arising (or that may arise) prior to the transfer by the making of a statement of solvency in the terms set out in paragraphs (4) and (5).

(2) The statement of solvency must be made by all the members of the administrative organ in the case of an SE within the one-tier system and by all the members of the management organ in the case of an SE within the two-tier system.

(3) In the case of an SE within the two-tier system the statement of solvency may not be made unless authorised by the supervisory organ.

(4) The statement shall state that the members of the administrative or management organ, as the case may be, have formed the opinion—

- (a) as regards its financial situation immediately following the date 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, and
- (b) as regards its prospects for the year immediately following that date, that, having regard to their 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 their 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).

(5) In forming their opinion for the purposes of paragraph (4)(a), the members of the administrative or the management organ, as the case may be, shall take into account the same liabilities (including prospective and contingent liabilities) as would be relevant under section 122 of the Insolvency Act 1986 ^{M6}[^{F48}or, as the case may be, Article 102 of the Insolvency (Northern Ireland) Order 1989] (winding up by the court) to the question whether a company is unable to pay its debts.

(6) The statement required by this regulation shall be in the [F49 Form SE SS01] set out in Schedule 1.

(7) A member of an administrative or management organ who makes a statement under this regulation without having reasonable grounds for the opinion expressed in the statement is liable, on conviction on indictment, to imprisonment not exceeding two years, or to a fine, or to both, and on summary conviction to imprisonment not exceeding three months, or to a fine not exceeding the statutory maximum, or to both.

| Textu | al Amendments |
|-------|--|
| F48 | Words in reg. 72(5) inserted (1.10.2009) by The European Public Limited-Liability Company |
| | (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 23(a) (with reg. 2) |
| F49 | Words in reg. 72(6) substituted (1.10.2009) by The European Public Limited-Liability Company |
| | (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 23(b) (with reg. 2) |

Marginal Citations M6 1986 c. 45.

Power of Secretary of State where an SE no longer complies with the requirements of Article 7 E+W+S

73.—(1) If it appears that an SE no longer complies with the requirements laid down in Article 7, the Secretary of State may direct the SE to regularise its position in accordance with Article 64(1) (a) or (b) within such period as may be specified in the direction.

- (2) A direction under paragraph (1) is enforceable by the Secretary of State—
 - (a) in the case of an SE whose registered office is in England and Wales, by an application to the High Court [^{F50}in England and Wales] for an injunction; ^{F51}...
 - (b) in the case of an SE whose registered office is in Scotland, by an application to the Court of Session for an order under section 45 of the Court of Session Act 1988^{M7}.

- [^{F52}(c) in the case of an SE whose registered office is in Northern Ireland, by an application to the High Court in Northern Ireland for an injunction.]
- (3) After section 124A of the Insolvency Act 1986 insert-

"124B Petition for winding up of SE

- (") Where-
 - (a) an SE whose registered office is in Great Britain is not in compliance with Article 7 of Council Regulation (EC) No 2157/2001 on the Statute for a European company (the "EC Regulation") (location of head office and registered office), and
 - (b) it appears to the Secretary of State that the SE should be wound up, he may present a petition for it to be wound up if the court thinks it is just and equitable for it to be so.
- (2) This section does not apply if the SE is already being wound up by the court.
- (3) In this section "SE" has the same meaning as in the EC Regulation."
- (4) The Insolvency Act 1986 is consequentially amended as follows-
 - (a) in section 124 (application for winding up), in subsection (4)(b) after "124A" insert " or 124B ";
 - (b) in Schedule A1 (moratorium where directors propose voluntary arrangement), in paragraph 12(5)(a), after "124A" insert " or 124B ";
 - (c) in Schedule B1 (administration), in paragraphs 40(2)(a), 42(4)(a) and 82(1)(a) after "124A (public interest)," insert
 - "(aa) section 124B (SEs),".

Textual Amendments

- **F50** Words in reg. 73(2)(a) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **24(a)** (with reg. 2)
- **F51** Word in reg. 73(2)(a) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **24(b)** (with reg. 2)
- **F52** Reg. 73(2)(c) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **24(c)** (with reg. 2)

Marginal Citations

M7 1988 c. 36.

Review of decisions of a competent authority (Articles 8(14) and 19) E+W+S

74.—(1) Where any competent authority or competent authorities oppose—

- (a) the transfer of the registered office of an SE under Article 8(14); or
- (b) the taking part by a company of the type specified in relation to the United Kingdom in Annex 1 to the EC Regulation in the formation of an SE by merger under Article 19 whether or not its registered office is to be in [^{F53}the United Kingdom],

the provisions of paragraphs (2) to (5) shall apply.

(2) An SE, the transfer of whose registered office is opposed by a competent authority or authorities under Article 8(14) or a company whose taking part in the formation of an SE by merger, whether or not its registered office is to be in [^{F54}the United Kingdom], is opposed by a competent

authority or competent authorities under Article 19, may appeal to the relevant court on the grounds that the opposition:

- (a) is unlawful; or
- (b) is irrational or unreasonable; or
- (c) has been made on the basis of a procedural impropriety or otherwise contravenes the rules of natural justice.
- (3) For the purposes of this regulation the "relevant court" is in the case of—
 - (a) an SE, or a company, whose registered office is in England or Wales, the High Court [^{F55}in England and Wales]; ^{F56}...
 - (b) an SE, or a company, whose registered office is in Scotland, the Court of Session.
- [^{F57}(c) an SE, or a company, whose registered office is in Northern Ireland, the High Court in Northern Ireland.]
- (4) An appeal may only be brought under this regulation with the permission of the court.
- (5) The court determining an appeal may—
 - (a) dismiss the appeal; or
 - (b) quash the opposition, and where the court quashes an opposition it may refer the matter to the opposing competent authority or authorities with a direction to reconsider it and to make a determination in accordance with the findings of the court.

Textual Amendments

- **F53** Words in reg. 74(1)(b) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **25(2)** (with reg. 2)
- **F54** Words in reg. 74(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **25(3)** (with reg. 2)
- **F55** Words in reg. 74(3)(a) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **25(4)(a)** (with reg. 2)
- **F56** Word in reg. 74(3)(a) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **25(4)(b)** (with reg. 2)
- **F57** Reg. 74(3)(c) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **25(4)(c)** (with reg. 2)



PROVISIONS RELATING TO THE EFFECTIVE APPLICATION OF THE EC REGULATION

Competent authorities E+W+S

75. The competent authorities designated under Article 68(2) are—

- (a) in respect of Articles 8, 54, 55 and 64, the Secretary of State;
- [^{F58}(b) in respect of Article 25—
 - (i) the High Court in England and Wales, in relation to a public company whose registered office is in England and Wales,
 - (ii) the Court of Session, in relation to a public company whose registered office is in Scotland,

- (iii) the High Court in Northern Ireland, in relation to a public company whose registered office is in Northern Ireland; and
- [^{F59}(c) in respect of Article 26—
 - (i) the High Court in England and Wales, in relation to an SE where the registered office is proposed to be in England and Wales,
 - (ii) the Court of Session, in relation to an SE where the registered office is proposed to be in Scotland,
 - (iii) the High Court in Northern Ireland, in relation to an SE where the registered office is proposed to be in Northern Ireland.]

Textual Amendments

- **F58** Reg. 75(b) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **26(2)** (with reg. 2)
- **F59** Reg. 75(c) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **26(3)** (with reg. 2)

Enforcement of obligation to amend Statutes in conflict with Arrangements for Employee Involvement E+W+S

76.—(1) If it appears to the Secretary of State that—

- (a) the statutes of an SE are in conflict with the arrangements for employee involvement determined in accordance with [^{F60}the European Public Limited-Liability Company (Employee Involvement) (Great Britain) Regulations 2009 or, as the case may be, the European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009]; and
- (b) the statutes have not, to the necessary extent, been amended she may direct the SE to amend the statutes to that extent within such period as she may specify in the direction.
- (2) A direction under this regulation is enforceable on the application of the Secretary of State—
 - (a) in respect of an SE with its registered office in England and Wales, to the High Court [^{F61}in England and Wales] by injunction; ^{F62}...
 - (b) in respect of an SE with its registered office in Scotland, to the Court of Session by an order under section 45 of the Court of Session Act 1988.
- [^{F63}(c) in respect of an SE with its registered office in Northern Ireland, to the High Court in Northern Ireland by injunction.]

- **F60** Words in reg. 76(1)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **27(2)** (with reg. 2)
- **F61** Words in reg. 76(2)(a) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **27(3)(a)** (with reg. 2)
- **F62** Word in reg. 76(2)(a) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **27(3)(b)** (with reg. 2)
- **F63** Reg. 76(2)(c) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **27(3)(c)** (with reg. 2)

Records of an SE transferred under Article 8(11) or a public company ceasing to exist under Article 29(1) and (2) E+W+S

77.--(1) Where---

- (a) the registration of an SE is deleted under Article 8(11) pursuant to a transfer of its registered office to another Member State; or
- (b) a public company ceases to exist under Article 29(1)(c) or (2)(c), the records of that SE or public company, as the case may be, kept by the registrar shall continue to be kept by her for a period of twenty years following such a deletion or cessation of existence.

(2) Where the registration of an SE is deleted, the Form, and the documents accompanying it, delivered to the Secretary of State under regulation 11, together with a copy of the certificate issued under Article 8(8) shall be deemed to be documents to be retained by the registrar under regulation 13 and the provisions of these Regulations apply accordingly.

Application of enactments to members of supervisory, management and administrative organs E+W+S

78.—(1) This regulation applies to enactments relating to public companies to the extent that they are required, by the EC Regulation, in the manner described in paragraph 2, to be applied in relation to SEs.

(2) Enactments are required to be applied for the purposes of paragraph (1) where-

- (a) any provision of the EC Regulation, other than Article 9, requires the application of any enactment relating to public companies to determine any question or matter; or
- (b) in the case of any matter not regulated by the EC Regulation or, where matters are partly regulated by it, of those aspects not covered by it, Article 9 requires the application of any enactment relating to public companies.

(3) Subject to paragraphs (4), (5) and (6) references to "directors" or "board of directors" in any enactment to which this regulation applies shall have effect as if they were references—

- (a) in a one-tier system, to the members of the administrative organ; and
- (b) in a two-tier system, to the members of the supervisory and management organs.

(4) Any enactment so applied in relation to a two-tier system shall be applied separately in respect of the members of the supervisory organ and the members of the management organ in relation to the functions of the organ, and in respect of the acts and omissions of the members of those organs.

(5) Where, in a two-tier system, any function relates to the management of the SE and, by virtue of Articles 39(1) or 40(1), is a function that cannot be carried out by the supervisory organ, nothing in paragraph (3) has the effect of permitting or requiring the members of the supervisory organ to carry out any such functions.

(6) Where, by virtue of any provision in the EC Regulation or in the statutes, any transaction or function carried out by the management organ in a two-tier system requires the authorisation of the supervisory organ, nothing in paragraph (3) affects, or removes, the requirement for such authorisation.

[^{F64}Register of members of supervisory organ E+W+S

79.—(1) Every SE which has adopted the form of a two-tier system in its statutes must keep a register of the members of its supervisory organ ("the register of SO members").

(2) The register must contain the required particulars (see regulations 80 and 80A) of each of the members of the supervisory organ.

(3) The register must be kept available for inspection—

- (a) at the SE's registered office, or
- (b) at such place as may for the time being be specified in regulations under section 1136 of the 2006 Act in the case of a company and its register of directors under section 162 of that Act.
- (4) The SE must give notice to the registrar—
 - (a) of the place at which the register is kept available for inspection, and
 - (b) of any change in that place,

unless the register has at all times been kept at the SE's registered office.

(5) The register must be open to the inspection—

- (a) of any shareholder of the SE without charge, and
- (b) of any other person on payment of a fee of £3.50 for each hour or part of an hour during which the right of inspection is exercised.
- (6) If—
 - (a) default is made in complying with paragraph (1), (2) or (3),
 - (b) default is made for 14 days in complying with paragraph (4), or
 - (c) an inspection required under paragraph (5) is refused,

an offence is committed by the SE and by every officer of the SE who is in default.

For this purpose a person who, by virtue of section 251 of the 2006 Act (shadow directors) as it applies in relation to an SE, is a shadow director of the SE is treated as an officer of the SE.

(7) A person guilty of an offence under this regulation is liable on summary conviction to a fine not exceeding level 5 on the standard scale.

(8) In the case of a refusal of inspection of the register, the court may by order compel an immediate inspection of it.

(9) For the meaning of "the court" in this regulation see section 1156 of the 2006 Act.

(10) Where an SE is required by this regulation to keep a register of SO members, the application of regulation 78 to that SE does not require particulars of members of the supervisory organ to be kept on any register under section 162 of the 2006 Act (register of directors).

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 28 (with reg. 2, Sch. 2)

Particulars of members to be registered under regulation 79: individuals E+W+S

80.—(1) An SE's register of SO members must contain the following particulars in the case of any member of the supervisory organ who is an individual—

- (a) name and any former name;
- (b) a service address;
- (c) the country or state (or part of the United Kingdom) in which the member is usually resident;
- (d) nationality;
- (e) business occupation (if any);
- (f) date of birth.

(2) For the purposes of this regulation "name" means a person's Christian name (or other forename) and surname, except that in the case of—

- (a) a peer, or
- (b) an individual usually known by a title,

the title may be stated instead of the person's Christian name (or other forename) and surname or in addition to either or both of them.

(3) For the purposes of this regulation a "former name" means a name by which the individual was formerly known for business purposes.

Where a person is or was formerly known by more than one such name, each of them must be stated.

(4) It is not necessary for the register to contain particulars of a former name in the following cases—

- (a) in the case of a peer or an individual normally known by a British title, where the name is one by which the person was known previous to the adoption of, or succession to, the title;
- (b) in the case of any person, where the former name-
 - (i) was changed or disused before the person attained the age of 16 years, or
 - (ii) has been changed or disused for 20 years or more.
- (5) A person's service address may be stated to be "The SE's registered office".
- (6) For the meaning of "service address" see section 1141 of the 2006 Act.

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **28** (with reg. 2, Sch. 2)

Particulars of members to be registered under regulation 79: corporate members and firms E+W+S

80A. An SE's register of SO members must contain the following particulars in the case of a body corporate, or a firm that is a legal person under the law by which it is governed,—

- (a) corporate or firm name;
- (b) registered or principal office;
- (c) in the case of an EEA company to which the First Company Law Directive (68/151/EEC) applies, particulars of—
 - (i) the register in which the company file mentioned in Article 3 of that Directive is kept (including details of the relevant state), and
 - (ii) the registration number in that register;
- (d) in any other case, particulars of—
 - (i) the legal form of the company or firm and the law by which it is governed, and
 - (ii) if applicable, the register in which it is entered (including details of the state) and its registration number in that register.

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 28 (with reg. 2, Sch. 2)

Register of residential addresses of members of an SE's supervisory organ E+W+S

80B.—(1) Every SE which has adopted the form of a two-tier system in its statutes must keep a register of the residential addresses of the members of its supervisory organ (the "register of SO members' residential addresses").

(2) The register must state the usual residential address of each of those members.

(3) If a member's usual residential address is the same as the member's service address, as stated in the SE's register of SO members, the register of SO members' residential addresses need only contain an entry to that effect.

This does not apply if the member's service address is stated to be "The SE's registered office".

(4) If default is made in complying with this regulation, an offence is committed by—

- (a) the SE, and
- (b) every officer of the SE who is in default.

For this purpose a person who, by virtue of section 251 of the 2006 Act (shadow directors) as it applies in relation to an SE, is a shadow director of the SE is treated as an officer of the SE.

(5) A person guilty of an offence under this regulation is liable on summary conviction to a fine not exceeding level 5 on the standard scale.

(6) This regulation applies only to members who are individuals, not where the member is a body corporate or a firm that is a legal person under the law by which it is governed.

(7) Where an SE is required by this regulation to keep a register of SO members' residential addresses, the application of regulation 78 to that SE does not require particulars of members of the supervisory organ to be kept on any register under section 165 of the 2006 Act (register of directors' usual residential addresses).

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **28** (with reg. 2, Sch. 2)

Duty to notify registrar of changes **E+W+S**

80C.—(1) An SE which has adopted the form of a two-tier system in its statutes must, within the period of 14 days from—

- (a) a person becoming or ceasing to be a member of the supervisory organ of the SE, or
- (b) the occurrence of any change in the particulars contained in its register of SO members or its register of SO members' residential addresses,

give to the registrar notice of the change, and the date when it occurred, in whichever of the Forms SE AP01, SE AP02, SE TM01, SE CH01 or SE CH02 set out in Schedule 1 is appropriate.

(2) Notice of a person having become a member of the supervisory organ must—

- (a) contain a statement of the particulars of the new member which are required to be included in the SE's register of SO members and those which are required to be included in its register of SO members' residential addresses,
- (b) be accompanied by a consent by that person to act in that capacity.
- (3) Where—
 - (a) an SE gives notice of a change of a member of its supervisory organ's service address as stated in the SE's register of SO members, and

(b) the notice is not accompanied by notice of any resulting change in the particulars contained in the SE's register of SO members' residential addresses,

the notice must be accompanied by a statement that no such change is required.

- (4) If default is made in complying with this regulation, an offence is committed by-
 - (a) the SE, and
 - (b) every officer of the SE who is in default.

For this purpose a person who, by virtue of section 251 of the 2006 Act (shadow directors) as it applies in relation to an SE, is a shadow director of the SE is treated as an officer of the SE.

(5) A person guilty of an offence under this regulation is liable on summary conviction to a fine not exceeding level 5 on the standard scale.

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 28 (with reg. 2, Sch. 2)

Protected information: restriction on use or disclosure by SE E+W+S

80D. In the application of section 241(1)(b) of the 2006 Act in relation to an SE, the reference to any requirement of the Companies Acts includes a reference to any requirement of regulation 80C.

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 28 (with reg. 2, Sch. 2)

Putting a member of the supervisory organ's address on the public record E+W+S

80E.—(1) In the application of section 246 of the 2006 Act (putting a director's usual residential address on the public record) in relation to a member of the supervisory organ of an SE—

- (a) the references in subsections (3)(a) and (4)(a) to the company's register of directors are references to the SE's register of SO members, and
- (b) the reference in subsection (3)(b) to the company's register of directors' residential addresses is a reference to the SE's register of SO members' residential addresses.
- (2) Paragraph (1) is without prejudice to the generality of regulation 78.]

Textual Amendments

F64 Regs. 79-80E substituted for regs. 79, 80 (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 28 (with reg. 2, Sch. 2)

The SE as a body corporate E+W+S

81.-(1) Where-

- (a) any enactment is applied in the manner described in regulation 78(2); or
- (b) any enactment applies to an SE otherwise than in the manner described in regulation 78(2)

and those enactments are expressed to apply to, or in respect of, a body corporate, an SE, [^{F65}whether or not registered in the United Kingdom], shall be treated for the purposes of the application of those enactments as if it were a body corporate.

(2) Nothing in this regulation has the effect of constituting an SE as a body corporate $[^{F66}$ incorporated in, or formed under the law of, the United Kingdom (or any part of the United Kingdom)].

Textual Amendments

- **F65** Words in reg. 81(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **29(a)** (with reg. 2)
- **F66** Words in reg. 81(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **29(b)** (with reg. 2)

Notification of Amendments to Statutes and Insolvency Events (Articles 59(3) and 65) E+W +S

82.—(1) Where, under Articles 59(3) and 65, publication by the registrar in the Gazette of the events described in those Articles is required by regulation 71(1)—

- (a) in the case of Article 59(3), the amendments to the statutes shall be delivered to the registrar by the SE accompanied by [^{F67}Form SE AS01] in Schedule 1 within 14 days of the adoption of those amendments; and
- (b) in the case of Article 65, notice of the relevant event set out in [^{F68}Form SE WU01] in Schedule 1 shall be delivered to the registrar by the SE within 14 days of the occurrence of the event.

(2) If default is made in complying with paragraph (1)(a) or (b) the SE is liable on summary conviction to a fine not exceeding level 3 on the standard scale.

Textual Amendments

- **F67** Words in reg. 82(1)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **30(a)** (with reg. 2)
- **F68** Words in reg. 82(1)(b) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **30(b)** (with reg. 2)

Accounting Reference Period and Financial Year of Transferring SE E+W+S

83.—(1) Where an SE transfers its registered office to [^{F69}the United Kingdom] under Article 8—

- (a) its first accounting reference period, for the purposes of [^{F70}section 391 of [^{F71}the 2006 Act]], is the period of twelve months beginning with its last balance sheet date before the registration of the transfer and the date on which that period ends is its accounting reference date for those purposes; and
- (b) its first financial year for the purposes of [^{F72}section 390 of [^{F71}the 2006 Act]] begins with the first day of its first accounting reference period and ends with the last day of that period or such other date, not more than seven days before or after the end of that period as the SE may determine.

(2) For purposes of this regulation "the last balance sheet date" is the date as at which the balance sheet of the transferring SE was required to be drawn up under the provisions of the law of the

Member State in which it had its registered office, where the balance sheet was the last one required to be drawn up before the registration of the transfer in [^{F73}the United Kingdom].

(3) Where the transferring SE has not been required to draw up a balance sheet under the provisions of the law of the Member State where it had its registered office, or, if different, of the Member State where it was first registered, before the registration of the transfer in [^{F74}the United Kingdom], its accounting reference date for the purposes of [^{F75}section 391 of [^{F76}the 2006 Act]] is the last day of the month in which the anniversary of its registration on formation falls and its first accounting reference date; and paragraph (1)(b) above applies in respect of its first financial year accordingly.

Textual Amendments

- **F69** Words in reg. 83(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **31(2)(a)** (with reg. 2)
- **F70** Words in reg. 83(1)(a) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(6)(a) (with arts. 6, 11, 12)
- F71 Words in reg. 83(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **31(2)(b)** (with reg. 2)
- **F72** Words in reg. 83(1)(b) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(6)(b) (with arts. 6, 11, 12)
- **F73** Words in reg. 83(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **31(3)** (with reg. 2)
- F74 Words in reg. 83(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **31(4)(a)** (with reg. 2)
- **F75** Words in reg. 83(3) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(6)(a) (with arts. 6, 11, 12)
- **F76** Words in reg. 83(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **31(4)(b)** (with reg. 2)

Penalties for Breach of Article 11 (use of SE in name) E+W+S

- 84. Where:
 - (a) an SE fails to comply with Article 11(1); or
 - (b) any person fails to comply with Article 11(2)

the SE or that person is liable on summary conviction to a fine not exceeding level 3 on the standard scale.

PART 7 E+W+S

PROVISIONS RELATING TO THE CONVERSION OF AN SE TO A PUBLIC COMPANY IN ACCORDANCE WITH ARTICLE 66 OF THE EC REGULATION

Registration of a public company by the conversion of an SE E+W+S

85.— $[^{F77}(1)]$ Where it is proposed to convert an SE to a public company in accordance with Article 66 there shall be delivered to the registrar a registration form in $[^{F78}$ Form SE CV01] set out in Schedule 1 together with the documents specified in that Form; F79 ...

[^{F80}(2) In this Part the SE is referred to as the "converting SE".]

Textual Amendments

- F77 Reg. 85 renumbered as reg. 85(1) (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **32(2)** (with reg. 2)
- **F78** Words in reg. 85(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **32(3)(a)** (with reg. 2)
- **F79** Words in reg. 85(1) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **32(3)(b)** (with reg. 2)
- **F80** Reg. 85(2) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **32(4)** (with reg. 2)

Publication of draft terms of conversion E+W+S

86. Where under Article 66(4) draft terms of conversion are required to be publicised there shall be delivered to the registrar a copy of such draft terms accompanied by [^{F81}Form SE DT03] set out in Schedule 1 and the registrar shall cause to be published in the Gazette notice of the receipt by her of the copy of the draft terms.

Textual Amendments

F81 Words in reg. 86 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **33** (with reg. 2)

[^{F82}Registration under the 2006 Act] E+W+S

87.— $[^{F83}(1)$ On and after the day on which Form SE CV01 is delivered to the registrar section 14 of the 2006 Act (registration) shall apply in relation to the documents delivered with Form SE CV01 as if—

- (a) they have been delivered under section 9 of that Act (registration), and
- (b) the requirements of that Act in respect of registration had been complied with.]

 $F^{84}(2)$

(3) On registration of [^{F85}the documents referred to in paragraph (1)] the registrar shall give a certificate—

- (a) that the converting SE is incorporated and retains the legal personality it had when an SE;
- [^{F86}(b) that those documents are registered under the 2006 Act; and]
 - (c) that it is a public company limited by shares.

(4) The certificate is conclusive evidence—

- (a) that the requirements of [^{F87}the 2006 Act] in respect of registration ^{F88}... have been complied with, and
- (b) that on and after the registration the converting SE is a public company limited by shares.

Textual Amendments

F82 Reg. 87 heading substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(6)** (with reg. 2)

- **F83** Reg. 87(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(2)** (with reg. 2)
- **F84** Reg. 87(2) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(3)** (with reg. 2)
- **F85** Words in reg. 87(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(4)(a)** (with reg. 2)
- **F86** Reg. 87(3)(b) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(4)(b)** (with reg. 2)
- **F87** Words in reg. 87(4)(a) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(5)(a)** (with reg. 2)
- **F88** Words in reg. 87(4)(a) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **34(5)(b)** (with reg. 2)

Effect of registration E+W+S

88.—(1) In its application to a converting SE on or after registration [^{F89}the Companies Acts] shall have effect with the modifications set out in [^{F90}paragraphs 2 to 9] of Schedule 4 to these Regulations.

(2) On and after registration a converting SE shall be known by the name contained in [^{F91} the certificate given under regulation 87(3)] (subject to [^{F92} any change of name by the converting SE]).

(3) The persons named in [^{F93}Form SE CV01] shall be deemed to have been appointed as the first directors or secretaries of a converting SE on registration.

Textual Amendments

- **F89** Words in reg. 88(1) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(7) (with arts. 6, 11, 12)
- **F90** Words in reg. 88(1) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **35(2)** (with reg. 2)
- **F91** Words in reg. 88(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **35(3)(a)** (with reg. 2)
- **F92** Words in reg. 88(2) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **35(3)(b)** (with reg. 2)
- **F93** Words in reg. 88(3) substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **35(4)** (with reg. 2)

Records of a converting SE E+W+S

89. The records of a converting SE, when the converting SE has been registered as a public company limited by shares under the provisions of this Part, relating to any period before its registration as a public company shall be treated for the purposes of [^{F94}the Companies Acts] as if they were records of that public company.

Textual Amendments

F94 Words in reg. 89 substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), **Sch. 1 para. 235(8)** (with arts. 6, 11, 12)

> *Gerry Sutcliffe*, Parliamentary Under Secretary of State for Employment Relations, Competition and Consumers, Department of Trade and Industry



Forms relating to SEs

Textual Amendments

F95 Sch. 1 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 36, Sch. 1 (with reg. 2)

| In accordance with Section 5 of the European Public Limited- | SE FM01 | |
|--|--|--|
| Liability Company Regulations 2004. | Formation by merger of Societas Europaea (SE) to | Constant of the second |
| | be registered in the United Kingdom (UK) | |
| | | |
| | A fee is payable with this form. Please see 'How to pay' on the last page. | |
| | riede see now to pay on the last page. | |
| 1 | Y What this form is for You may use this form to form an SE by merger. You cannot use this form to form an SE by merger. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| Part 1 | SE details | |
| | | Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| A1 | Proposed name | |
| Proposed name of SE in full® | | Duplicate names Duplicate names are not permitted. |
| | | A list of registered names can be found on our website. There are |
| | | various rules that may affect your choice of name. More information is available at www.companieshouse.gov.uk |
| A2 | SE name restrictions | |
| - | Please tick the box only if the proposed SE name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. | SE name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available |
| | I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | on our website: www.companieshouse.gozuk |
| A3 | Proposed registered office address | |
| Building name/numbe | 1 | |
| Street | | |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
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BIS Providen a Side

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | | |
|---|---|---|--|
| A4 | Type of merger • | | |
| | By acquisition By formation of a new SE | Please tick the appropriate box. | |
| A5 | Detail of Companies or SEs merging to form an SE | | |
| Registered number (if applicable) Name 🛛 | | Please indicate the acquiring company / SE with *. Continuation page Please use a continuation page if you need to enter more details. | |
| Registered office address | | | |
| Postcode | | | |
| Name of Member State and address of registry where documents are filed | | | |
| | Details | | |
| Registered number (if applicable) | | | |
| Name 🛛 | | | |
| Registered office address | | _ | |
| Postcode | | | |
| Name of Member State and address of registry where documents are filed | | | |
| | Details | | |
| Registered number (if applicable) | | | |
| Name 🛛 | | | |
| Registered office address | | _ | |
| Postcode | | | |
| Name of Member State and address of registry where documents are filed | | | |

attached to this form.

Document description

Statutes of proposed SE named in Part 1.

Office Copy of Court Order confirming that Article 26 of Council Regulation (EC) No 2157/2001 has been complied with.

Status: Point in time view as at 01/10/2009. Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | | |
|---|--|--|--|
| Part 2 | Subscribing capital of the proposed SE | | |
| B1 | Subscribed capital in pound sterling (£) or euros (€) • | | |
| Subscribed capital | | O Subscribing capital in pound sterling (£) or euros (€) This must not be less than £50,000 or €55,000. | |
| B2 | Subscribed capital in other currencies @ | | |
| Subscribed capital in other currencies | | Subscribing capital in other currencies Please specify currencies. | |
| B3 | Total subscribed capital | | |
| | Please tick the box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000. | | |
| B4 | Principal business activity | | |
| | Please show the trade classification code number(s) for the principal activity or activities, $\pmb{\Theta}$ | O Principal business activity You must provide a trade classification (Standard Industrial | |
| Classification code 1 | | Classification 2003) code or a description of your SE's main | |
| Classification code 2 | | business in this space. | |
| Classification code 3 | | A full list of the trade classification codes are available on our website: | |
| Classification code 4 | If you cannot determine a code, please give a brief description of your business activity below: | www.companiishouse.gov.uk | |
| Principal activity description | | | |
| B5 | Documents attached | 1 | |

CHFP000 10/09 Version 2.0

Number of pages

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | 2 |
|--|---|--|
| Part 3 | Proposed members of the SE | |
| | Please list below details of persons who are members of the SE named above. | |
| | 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. | |
| | → For a member who is an individual, go to Section C1. → For a corporate member, go to Section D1. | |
| Member | Please use a continuation page if there are more members of the SE. | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Ø Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Ocuntry/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth Business occupation | d d m n y y y y | O Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) ● | | Additional appointments If you wish to appoint more than one member, please use the "Member appointments" continuation page. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | | |

| | Formation by merger of Societas Europaea (SE) to be registered United Kingdom (UK) | in the | |
|-----------|---|---|--|
| C3 | Member's position | | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. | |
| C4 | Signature® | | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consent to act as member of the proposed SE. | |
| | × | X | |
| | | | |

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in th United Kingdom (UK) | e X |
|----------------------|--|--|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address • | |
| Building name/number | Please complete your usual residential address below. | O Member's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the STP end and residential to the the the |
| Street | | SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need |
| Postcode | | to complete the address in full. This cannot be a PO Box, DX or LP |
| | | |
| Section 243 of | Section 243 exemption * | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entrered your usual residential address in Section C2 as this will appear on the public record. |
| | The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
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Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM01 | |
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| | Formation by merger of Societas Europaea (SE) to be registered i United Kingdom (UK) | in the |
| Member | onited kingdom (ok) | |
| C1 | Member appointments [©] | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointment please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Former name(s) Please provide any previous names. |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously use for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in Section CS. |
| Nationality | | Business occupation |
| Date of birth | d d m n y y y y | If you have a business occupation, please enter here. If you do not, |
| Business occupation | | please leave blank. |
| (if any) 🛛 | | Additional appointments If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/numbe | r | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | 1 |
| — | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. | |
| | the management organ of the SE. | |
| C4 | Signature [©] | |
| | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents |
| Signature | Signature | to act as member of the proposed |
| | × | X SE. |
| | 1 | |

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in th United Kingdom (UK) | e X |
|--------------------------------|---|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address • | |
| Dulling and burght | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual |
| Building name/number Street | | residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | · | You cannot state 'Same as service |
| County/Region | | address' if your service address has been stated in Section C2 as 'The |
| Postcode | | SE's Registered Office'. You will need to complete the address in full. |
| Country | | (Legal Post in Scotland) number. |
| Section 243 of | Section 242 examption 8 | |
| Companies Act 2006 | Section 243 exemption [®] Only tick the box below if you are in the process of applying for or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
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Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in th United Kingdom (UK) | e |
|--|---|---|
| Corporate memb | per | |
| D1 | Corporate member appointments • | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | Additional appointments If you wish to appoint more than one corporate member, please use the |
| Name of corporate body or firm | | 'Corporate member appointments' continuation page. |
| Building name/number | · | Registered or principal address This is the address that will appear |
| Street | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Past tawn | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? | |
| | Yes Complete Section D3 only No Complete Section D4 only | |
| D3 | EEA companies 🖲 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered • | | www.companieshouse.gov.uk |
| inni is registered e | | Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| D4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Onon-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| f applicable, where the company/firm is registered | | |
| f applicable, the registration number | | |
| | | |

| | SE FM01 Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | | |
|-----------|---|---|--|
| D5 | Corporate member's position | | |
| _ | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | | Please tick one box. |
| D6 | Signature® I consent to act as member of the proposed SE named in Section A1. | | • Signature |
| Signature | Spriter | x | The person named above consents to act as corporate member of the proposed SE. |
| Part 4 | 1 | | |
| E1 | Signature | | |
| | I certify that the information given in this form is correct. | | |
| Signature | Signature X | x | |
| | administrative organ of the proposed SE named in Part 1. | | |
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Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| Presenter information | Important information |
|---|--|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form will appear on the public record, apart from information relating to usual residential add |
| Contact name | £ How to pay |
| Company name | A fee of £20 is payable to Companies House respect of a formation. |
| Arthress | Make cheques or postal orders payable to 'Companies House.' |
| A30108 | 🖾 Where to send |
| Rottave | You may return this form to any Companies I address, however for expediency we advise y return it to the appropriate address below: |
| CountyRegion Postcode Country Country | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| DX Telshore Checklist | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quey 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| You have submitted draft terms of merger in advance of this form. You have completed the proposed name. You have given details of the companies or SEs merging. You have provided details of any subscribing share capital. You have completed the officer details. Any addresses given must be a physical location. | Section 243 exemption If you are applying for, or have been granted, a section 243 exemption, please post this whole for the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Further information |
| They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. Vou have attached the appropriate supporting documents. | For further information, please see the guidance n on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| accuments. ☐ You have signed the form. ☐ You have enclosed the correct fee. | This form is available in an alternative format. Please visit forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 5 of the European Public Limited- Liability Company Regulations 2004. | SE FM01 - continuation page Formation by merger of Societas Europaea (SE) to be registered in United Kingdom (UK) | the | |
|--|---|--|--|
| A5 | Detail of Companies or SEs merging to form an SE | | |
| | Details | Please indicate the acquiring company / SE with *. | |
| Registered number (if applicable) | | company / ac with . | |
| Name 🛛 | | _ | |
| | | - | |
| Registered office address | | - | |
| Postcode | | | |
| Name of Member | | - | |
| State and address of | | - | |
| registry where documents are filed | | - | |
| | Details | - | |
| Registered number (if applicable) | | | |
| Name O | | - | |
| | | - | |
| Registered office | | - | |
| address | | - | |
| Postcode | | | |
| Name of Member | | - | |
| State and address of | | - | |
| registry where documents are filed | | _ | |
| | Details | _ | |
| Projet and some have | | | |
| Registered number (if applicable) | | _ | |
| Name O | | _ | |
| | | | |
| Registered office | | _ | |
| address | | _ | |
| Postcode | | | |
| Name of Member | | - | |
| State and address of registry where | | - | |
| documents are filed | | - | |
| | 1 | | |
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| | | | |
| | | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| In accordance with Section 5 of the European Public Limited- Liability Company Regulations 2004. | SE FM01 - continuation page Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | 2 |
|--|--|---|
| Member | | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Ø Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of | | Country/State of residence |
| residence 0 | | This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | Business occupation |
| Date of birth | | If you have a business occupation, please enter here. If you do not, |
| Business occupation (if any) O | | please leave blank. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. the management organ of the SE. | |
| C4 | Signature 🎱 | |
| _ | I consent to act as member of the proposed SE named in Section A1. | Signature |
| Signature | Spuin | The person named above consents to act as member of the proposed |
| agnature | x x | SE. |
| | 1 | |
| | | |

| | SE FM01 - continuation page Formation by merger of Societas Europaea (SE) to be registered in the United Kingdom (UK) | X |
|----------------------|--|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address® | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual residential address is recorded in the |
| Street | | SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need |
| Postcode | | to complete the address in full. |
| Country | | (Legal Post in Scotland) number. |
| Section 243 of | Section 243 exemption * | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| | If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | |
| _ | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| In accordance with Section 5 of the European Public Limited- Liebility Company Regulations 2004. | SE FM01 - continuation page Formation by merger of Societas Europaea (SE) to be registered in th United Kingdom (UK) | e |
|--|---|---|
| Corporate memb | ber | |
| D1 | Corporate member appointments | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | • Registered or principal address This is the address that will appear |
| Name of corporate body or firm | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Building name/number | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| Street | | |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? Yes Complete Section D3 only No Complete Section D4 only | |
| D3 | EEA companies 🖲 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: another an our guidance: |
| Where the company/ firm is registered | | www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| D4 | Non-EEA companies | 1 |
| - | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where | | |
| the company/firm is registered 9 | | |
| If applicable, the registration number | | |
| | | |

| In accordance with Section 5 of the European Public Limited- Liability Company Regulations 2004. | SE FM01 - continuation page Formation by merger of Societas Europaea (SE) to be registered in United Kingdom (UK) | the |
|--|---|--|
| D5 | Corporate member's position | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tid: one box. |
| D6 | Signature® | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | G Signature The person named above consents to act as corporate member of the proposed SE. |
| | | |

| In accordance with Section 6 of the | SE FM02 | |
|--|--|---|
| European Public Limited- Liability Company Regulations 2004. | Formation of holding Societas Europaea (SE) | Comparises House |
| | | |
| | A fee is payable with this form. Please see 'How to pay' on the last page. | |
| | | |
| 4 | You may use this form to form a holding SE. X What this form is NOT for You cannot use this form to form an SE by any other means. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| Part 1 | SE details | |
| | | → Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| A1 | Proposed name | |
| Proposed name of SE in full● | | Duplicate names Duplicate names are not permitted. A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at www.companieshouse.gov.uk |
| A2 | SE name restrictions @ | 1 |
| - | Please tick the box only if the proposed SE name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | SE name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website www.companieshouse.gov.uk |
| A3 | Proposed registered office address | |
| Building name/numbe | ſ | |
| Street | | |
| Post town | | |
| County/Region | · | |
| Postcode | | |
| Country | | |
| | | |
| BIS Department for B | | CHFP000 10/09 Version 2.0 |

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| | SE FM02 Formation of holding Societas Europaea (SE) | |
|---|--|--|
| A4 | Detail of promoting companies or SEs | |
| | Details | Continuation page |
| Registered number (if applicable) | | Please use a continuation page if you need to enter more details. |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Pastcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | I | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|-----------------------------------|--|--|
| Part 2 | Subscribing capital of the proposed SE | |
| B1 | Subscribed capital in pound sterling (£) or euros (€) o | |
| Subscribed capital | | O Subscribing capital in pound sterling (£) or euros (€) This must not be less than £50,000 or €55,000. |
| B2 | Subscribed capital in other currencies | |
| | | Subscribing capital in other currencies Please specify currencies. |
| B3 | Total subscribed capital | |
| _ | Please tick the box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000. | |
| B4 | Principal business activity | |
| | Please show the trade classification code number(s) for the principal activity or activities, $\pmb{\Theta}$ | © Principal business activity You must provide a trade classification (Standard Industrial |
| Classification code 1 | | Classification 2003) code or a description of your SE's main |
| Classification code 2 | | business in this space. |
| Classification code 3 | | A full list of the trade classification codes are available on our website: |
| Classification code 4 | | www.companieshouse.gov.uk |
| | If you cannot determine a code, please give a brief description of your business activity below: | |
| Principal activity description | | |
| 85 | Documents attached | |
| 85 | Please tick the boxes to confirm that all the following documents are attached to this form. | |
| | Document description | Number of pages |
| | Statutes of proposed holding SE. | |
| | Written report(s) by independent experts given in accordance with Article 32(4) of Council Regulation (EC) No 2157/2001. | |
| | 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 in accordance with Article 32(6) of the Council Regulation (EC) No 2157/2001. | |
| | And, if applicable, that the following document is attached. | |
| | Copy(ies) of resolution(s) of the promoting company(ies) and I or SE(s) giving express rectification of employee involvement (required only in the case of reserved rights under Article 32(6)). | |
| | | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|--------------------------------------|---|---|
| Part 3 | Proposed members of the SE | |
| | Please list below details of persons who are members of the SE named above. | |
| | 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. | |
| | For a member who is an individual, go to Section C1; for a corporate member, go to Section D1; | |
| Member | Please use a continuation page if there are more members of the SE. | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | O Former name(s) Please provide any previous names |
| Surname Former name(s) | | which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used |
| CountryKtato of | | for business purposes. |
| Country/State of residence 0 | | Ocuntry/State of residence This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | Business occupation |
| Date of birth Business occupation | d d m n y y y y | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) O | | Additional appointments If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Past town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Pastcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|-----------|---|---|
| C3 | Member's position | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| C4 | Signature 🖲 | |
| | I consent to act as member of the proposed SE named in Section A1. | • Signature The person named above consents to |
| Signature | Square X | act as member of the proposed SE. |
| | · | |

| | SE FM02 Formation of holding Societas Europaea (SE) | Х |
|--------------------------------------|---|---|
| | This page is not shown on the public record | |
| C5 | Do not cover this barcode Member's usual residential address o | |
| 6 | Please complete your usual residential address below. | Member's usual residential address |
| Building name/number Street | | Please state 'Same as service address' in this section if your usual residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town County/Region | | You cannot state 'Same as service address' if your service address has been stated in Section C2 as 'The SE's Registered Office', You will need |
| Postcode Country | | to complete the address in full. This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | |
| Section 243 of Companies Act 2006 | Section 243 exemption ^e Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in |
| | Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | Section C2 as this will appear on the public record. |
| Х | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|--------------------------------------|--|---|
| Member | | |
| C1 | Member appointments ® | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Promer name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence O | | Country/State of residence This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | Business occupation |
| Date of birth Business occupation | d d m n y y y y | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) O | | Additional appointments If you wish to appoint more than one member, please use the "Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/numbe | ır 🗌 | Service address |
| Street | | This is the address that will appear on the public record. This does not have to be your usual residential address. |
| Post town | - | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| - | consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| C4 | Signature [®] | |
| | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents to |
| Signature | X | act as member of the proposed SE. |
| | | |

| | SE FM02 Formation of holding Societas Europaea (SE) | Х |
|--------------------------------|--|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number Street | | address' in this section if your usual residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service |
| County/Region | | address' if your service address has been stated in Section C2 as 'The |
| Postcode | | SE's Registered Office'. You will need to complete the address in full. |
| Country | | (Legal Post in Scotland) number. |
| Section 243 of | Section 242 exemption 8 | |
| Companies Act 2006 | Section 243 exemption ^e Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| Х | where you are appying for a section 245 exemption with this house, the application and this form must be posted together. | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|--|---|--|
| Corporate memb | | |
| D1 | Corporate member appointments • | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections C1-C5. | Additional appointments If you wish to appoint more than one corporate member, please use the |
| Name of corporate body or firm | | 'Corporate member appointments' continuation page. |
| Building name/number e | | Begistered or principal address This is the address that will appear on the public record. This address |
| Street | | must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Post town | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? | |
| | Yes Complete Section D3 only No Complete Section D4 only | |
| D3 | EEA companies ® | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered O | | www.companieshouse.gov.uk OThis is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| D4 | Non-EEA companies | 1 |
| _ | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA. Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is | | |
| registered O If applicable, the registration number | | |
| | | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|-----------|---|--|
| D5 | Corporate member's position | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| D6 | Signature® | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | O Signature The person named above consents to act as corporate member of the proposed SE. |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|-----------------|---|--|
| Part 4 | Declarations | |
| E1 | Member's Declaration | |
| Member name | I. of | |
| | being a proposed member of the management or administrative organ of the proposed SE named in Part 1 confirm that: In accordance with Article 32(2) of Council Regulation (EC) No 2157/2001 (the 'Regulation') the draft terms of formation were drawn up by the promoting company(ies) and/or SEs named in Part 1 and were publicised by each of those company(ies) and/or SE(s) in accordance with the Regulation and any requirements of the Member State of the promoting companies on: (please give the date for each promoting company/SE) | |
| Drawing up date | 2. In accordance with Article 32(4) and (5) the report(s) (copy(ies) attached to this form) were drawn up on a a a m m y y y y y by 3. The general meeting(s) of each of the promoting company(ies) and/or SE(s) named in Part 1 approved the draft terms referred to in paragraph 1 above on (please specify the date for each company and/or SE) | |
| | | |
| | | |

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|-------------|---|---|
| | 5. In accordance with Article 32 of the Regulation the shareholders of the promoting company(ies) and/or SE(s) named in Part 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; | This must be signed by a proposed member of the management or administrative organ of the proposed SE name in Part 1. |
| | The shareholders of the promoting company(ies) and/or SE(s) named in Part 1 have assigned the minimum proportion of shares in each company(ies) and/or SE(s) in accordance with the draft terms of formation; | |
| | 7. Each of the promoting company(jes) and/or SE(s) named in Part 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; | |
| | Each of at least two of the promoting company(ies) and/or SEs (please tick the appropriate box below) | |
| | is governed by the law of a different Member State, or 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 on this form is correct. | |
| Signature O | X X | |
| Date | | |
| E2 | Lawyer's Declaration | |
| Lawyer name | l. | |
| | af | |
| | | |
| | | |
| | make this declaration in connection with the formation of the proposed holding SE named in Part 1 and confirm that: | |
| | 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 | |
| | 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 in accordance with the Council Directive 2001/86/EC. | |
| Signature O | X X | |
| Date | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM02 Formation of holding Societas Europaea (SE) | |
|---|--|---|
| E3 | Employee Involvement Declaration | |
| _ | Please complete declaration A or B, as appropriate. | |
| | Employee Involvement Declaration A | |
| Declaration A | (To be signed on behalf of the Special Negotiating Body (SNB) and by a proposed member of the management or administrative organ of the proposed subsidiary SE) | This must be signed by a proposed member of the management or administrative organ of the proposed SE named in Part 1. |
| | We, being an authorised member of the SNB and a proposed member of the management or administrative organ of the proposed SE declare that: | |
| | There are no outstanding disputes under The European Public Limited- Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and | |
| | The promoting companies or SEs named in Part 1 of this form have fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) the Northern Ireland Regulations; and either (tick as appropriate) | |
| | An employee involvement agreement has been reached in accordance with regulation 15 of the Great Britain Regulations or (as the case may be) regulation 15 of the Northern Ireland Regulations, or | |
| | The SNB established under regulations 8 to 41 of the Great Britain Regulations or (as the case may be) regulations 8 to 39 of the Northern Ireland Regulations has taken the decisions in accordance with regulation 17 of the Great Britain Regulations or (as the case may be) regulation 17 of the Northern Ireland Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or | |
| | The SNB and the management of the subscribing SE named in Part 1 of the form have agreed, in accordance with regulation 19 of the Great Britain Regulations or (as the case may be) regulation 19 of the Northern Ireland Regulations, to apply the standard rules contained in the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland 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 16 of the Great Britain Regulations or (as the case may be) regulation 16 of the Northern Ireland Regulations. | |
| Signature of authorised member of SNB | X X | |
| Name | | |
| Date | | |
| Signature of proposed member of SE • | X X | |
| Name | | |
| Date | d d m n y y y y | |

SE FM02 Formation of holding Societas Europaea (SE) Employee Involvement Declaration B Declaration B O This must be signed by a proposed (To be signed by a proposed member of the management or administrative member of the management or administrative organ of the proposed SE named in Part 1. organ of the proposed SE) On behalf of the promoting SE named in Part 1 of this form, I declare that: 1. There are no outstanding disputes under either The European Public Limited-Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and 2. The promoting companies or SEs named in Part 1 of this form have fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) the Northern Ireland Regulations ; and 3. The deadline for completing negotiations under regulation 14 of the Great Britain Regulations or (as the case may be) regulation 14 of the Northern Ireland 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 the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland Regulations will apply. Signature x X Name Date

| Presenter information | Important information |
|---|---|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form appear on the public record, apart from information relating to usual residential add |
| Ortat save | £ How to pay |
| Campony nome | A fee of £20 is payable to Companies House respect of a formation. |
| Address | Make cheques or postal orders payable to 'Companies House.' |
| 140729 | Where to send |
| Rod town | You may return this form to any Companies address, however for expediency we advise return it to the appropriate address below: |
| Ciurty@egion Pestode Ciurty | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| ™ Nephre ✓ Checklist | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FI DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: You have filed form SE DT01 and SE SC01 in advance of this form. You have completed the proposed name. You have given details of the promoting companies or SEs. You have provided details of any subscribing share capital. You have attached the appropriate supporting documents. You have completed the proposed member's details. Any address given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have signed the form, where appropriate. You have enclosed the correct fee. | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying for, or have been granted, a section 243 exemption, please post this whole for the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. For further information For further information, please see the guidance of on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 6 of the European Public Limited- Liability Company Regulations 2004. | SE FM02 - continuation page Formation of holding Societas Europaea (SE) | |
|--|--|--|
| A4 | Detail of promoting companies or SEs | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| In accordance with | CE FMO2 | |
|--|--|--|
| Section 6 of the European Public Limited- Liability Company Regulations 2004. | SE FM02 - continuation page Formation of holding Societas Europaea (SE) | |
| Member | | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | O Former name(s) Please provide any previous names |
| Surname | | which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth | d d m m y y y y | If you have a business occupation, |
| Business occupation (if any) • | | please enter here. If you do not, please leave blank. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | · | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. | |
| 64 | the management organ of the SE. | |
| C4 | Signature 🕈 | - et |
| | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents to |
| Signature | X X | act as member of the proposed SE. |
| | 1 | |

| | SE FM02 - continuation page Formation of holding Societas Europaea (SE) | Х |
|--------------------------------------|---|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address • | |
| | Please complete your usual residential address below. | O Member's usual residential address |
| Building name/number | | Please state 'Same as service address' in this section if your usual |
| Street | | residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service |
| County/Region | | address' if your service address has been stated in Section C2 as 'The SE's Registered Office', Youwill need |
| Postcode | | SE's Registered Office'. You will need to complete the address in full. |
| Country | | This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | |
| | | |
| | | |
| Section 243 of Companies Act 2006 | Section 243 exemption [®] | |
| Companies Picc 2000 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the |
| | Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | public record. |
| | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| In accordance with Section 6 of the European Public Limited- Liability Company Regulations 2004. | SE FM02 - continuation page Formation of holding Societas Europaea (SE) | | |
|--|---|---|--|
| Corporate memb | ber | | |
| D1 | Corporate member appointments | | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections C1-C5. | • Registered or principal address This is the address that will appear | |
| Name of corporate body or firm | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number. | |
| Building name/number O Street | | | |
| Post town | | | |
| County/Region | | | |
| Postcode | | | |
| Country | | | |
| D2 | Location of the registry of the corporate body or firm Is the corporate member registered within the European Economic Area (EEA)? + Yes Complete Section D3 only + No Complete Section D4 only | | |
| D3 | EEA companies® Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | • EEA A full list of countries of the EEA can | |
| Where the company/ firm is registered O | | be found in our guidance: www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law | |
| Registration number | | Directive (68/151/EEC). | |
| D4 | Non-EEA companies | <u>.</u> | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, | |
| Legal form of the corporate body or firm | | you must also provide its number in that register. | |
| Governing law | | | |
| If applicable, where the company/firm is registered O | | | |
| If applicable, the registration number | | | |
| | | | |

SE FM02 - continuation page Formation of holding Societas Europaea (SE) D5 Corporate member's position I consent to act as member of • the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. Please tick one box. Please tick one box. D6 Signature• I consent to act as member of the proposed SE named in Section A1. Please tick one box. the person named above consents to act as member of the proposed SE named in Section A1. Signature Signature

| In accordance with Section 7 of the European Public Limited- Liability Company Regulations 2004. | SE FMO3 Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | Comparises House — ye la wood — |
|--|--|--|
| | A fee is payable with this form. Please see 'How to pay' on the last page. | |
| 1 | What this form is for You may use this form to form a subsidiary SE under Article 2(3) of Council Regulation (EC) No 2157/2007. What this form is NOT for You cannot use this form to form an SE by any other means. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| Part 1 | SE details | Filling in this form Please complete in typesoript or in bold black capitals. All fields are mandatory unless specified or indicated by * |
| A1 | Proposed name | |
| Proposed name of SE in full● | | Duplicate names Duplicate names are not permitted. A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at www.companieshouse.govuk |
| A2 | SE name restrictions | |
| - | Please tick the box only if the proposed SE name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | ● SE name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website: www.companieshouse.gov.uk |
| A3 | Proposed registered office address | |
| Building name/number | , , , , , , , , , , , , , , , , , , , | |
| Street | | |
| Post town | - | |
| County/Region | · | |
| Postcode | | |
| Country | | |
| DICIS | | CHERODO |

BIS Investion & Stells

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|---|---|--|
| A4 | Details of subscribing SEs, companies, firms or legal bodies | |
| | Details | Continuation page |
| Registered number (if applicable) | | Please use a continuation page if you need to enter more details. |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where | | |
| documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where | | |
| documents are filed | | |

SE FM03

Status: Point in time view as at 01/10/2009. Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|---|--|--|
| Part 2 | Subscribing capital of the proposed SE | |
| B1 | Subscribed capital in pound sterling (£) or euros (€) • | |
| Subscribed capital | | O Subscribing capital in pound sterling (£) or euros (€) This must not be less than £50,000 or €55,000. |
| B2 | Subscribed capital in other currencies [®] | |
| | | Subscribing capital in other currencies Please specify currencies. |
| B3 | Total subscribed capital | |
| - | Please tick the box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000. | |
| B4 | Principal business activity | |
| Classification code 1 Classification code 2 Classification code 3 Classification code 4 Principal activity description | Please show the trade classification code number(s) for the principal activity or activities. | Principal business activity You must provide a trade classification (Standard Industrial Classification 2003) code or a description of your S ² 's main business in this space. A full list of the trade classification codes are available on our website: www.companiishouse.gov.uk |
| B5 | Documents attached | |
| | Please tick the boxes to confirm that the following document is attached to this form. | |
| | Document description | Number of pages |
| | Statutes of the proposed subsidiary SE. | |
| | | |

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|--|---|---|
| Part 3 | Proposed members of the SE | |
| | Please list below details of persons who are members of the SE named above. | |
| | 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. | |
| | For a member who is an individual, go to Section C1; for a corporate member, go to Section D1; | |
| Member | Please use a continuation page if there are more members of the SE. | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Ø Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth Business occupation | d d m n y y y y | Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) ● | | Additional appointment If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | | |

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) Council Regulation (EC) No 2157/2001 | F | |
|-----------|---|---|--|
| C3 | Member's position | | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. | |
| C4 | Signature 🎱 | | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents b act as member of the proposed SE. X | |
| | | | |
| | | | |
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| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | X |
|--------------------------------------|---|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address • | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual |
| Street | | residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as th service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need |
| Postcode | | to complete the address in full. |
| Country | | This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | |
| Section 243 of Companies Act 2006 | Section 243 exemption * | |
| Companies ACL 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the |
| | Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | public record. |
| | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) | of |
|--|--|---|
| | Council Regulation (EC) No 2157/2001 | 01 |
| Member | | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Promer name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence Θ | | Country/State of residence This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | Business occupation |
| Date of birth Business occupation | a a m n y y y y | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) 🖲 | | Additional appointment If you wish to appoint more than one member, please use the "Member appointments" continuation page. |
| C2 | Member's service address® | |
| Building name/numbe | r I | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered Office' if your service address will |
| County/Region | | be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. | |
| | the management organ of the SE. | |
| C4 | Signature 🏾 | |
| | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents to |
| Signature | Sputze | act as member of the proposed SE. |
| | | |

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | Х |
|---|--|--|
| | This page is not shown on the public record | |
| C5 | Member's usual residential address | |
| Building name/number Street | Please complete your usual residential address below. | Member's usual residential address Ploase state 'Same as service address' in this section if your usual residential address is recorded in the SE's proposed register of member's modestial addressor as 'Same as the |
| Past tawn County/Region Pastcode Country | | service address'. You cannot state 'Same as service address' if your service address has been stated in Section C2 as 'The SE's Registered Office'. You will need to complete the address in full. This cannot be a PO Box, DX or UP (Legal Post in Scotland) number. |
| | | |
| Section 243 of Companies Act 2006 | Section 243 exemption [®] Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may with to check you have not entered your usual residential address in Section 22 as this will appear on the public record. |
| Х | | |

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE FM03

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

| Corporate memb | per | |
|--|---|--|
| D1 | Corporate member appointments • | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | Additional appointments If you wish to appoint more than one corporate member, please use the |
| Name of corporate body or firm | | 'Corporate member appointments' continuation page. |
| Building name/number | | Begistered or principal address This is the address that will appear on the public record. This address |
| Street | | must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Post town | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? | |
| D3 | EEA companies | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | © EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk |
| Where the company/ firm is registered O | | This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (58/151/EEC). |
| D4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered 9 | | |
| If applicable, the registration number | | |
| | | |
| | | |

| | SE FM03 Formation of subsidiary Societas Europaea (SE) under Article 2(3) Council Regulation (EC) No 2157/2001 | of | |
|-----------|--|----|--|
| D5 | Corporate member's position | | |
| _ | consent to act as member of • the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | | Please tick one box. |
| D6 | Signature® | | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | x | Signature The person named above consents to act as corporate member of the proposed SE. |
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SE FM03

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

| Part 4 | Declarations | |
|-------------|--|--|
| E1 | Member's Declaration | |
| Member name | I. of | This must be signed by a proposed member of the management or administrative organ of the subsidiary SE name in Part 1. |
| | being a proposed member of the management or administrative organ of the proposed subsidiary 3C named in Part 1 confirm data. | |
| | Each of the subscribing SEs, companies, firms or other legal bodies governed by public or private law either: has its registered office and head office within the Community; or (in the case of subscribing companies, firms and other legal bodies - this does not apply to subscribing SEs) its head office is not in the Community; it is formed under the law of a Member State, its registered office is in that Member State and it has a real and continuous link with a Member State's economy; and | |
| | 2. The information given in this form is correct. | |
| Signature O | X X | |
| Date | | |

SE FM03

| | Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|---|--|--|
| E2 | Employee Involvement Declaration | |
| | Please complete declaration A or B, as appropriate. | |
| | Employee Involvement Declaration A | |
| Declaration A | (To be signed on behalf of the Special Negotiating Body (SNB) and by a proposed member of the management or administrative organ of the proposed subsidiary SE) | This must be signed by a proposed member of the management or administrative organ of the proposed subsidiary SE named in |
| | We, being an authorised member of the SNB and a proposed member of the management or administrative organ of the proposed SE declare that: | Bet 1. |
| | There are no outstanding disputes under The European Public Limited- Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and The subscribing SEs, companies, firms or other legal bodies named in Part 1 of this form have fulfilled all their obligations in accordance with the Great | |
| | Britain Regulations or (as the case may be) the Northern Ireland Regulations; and either (tick as appropriate) An employee involvement agreement has been reached in accordance with regulation 15 of the Great Britain Regulations or (as the case may be) regulation 15 of the Northern Ireland Regulations, or The SNB established under regulations 8 to 41 of the Great Britain Regulations or (as the case may be) regulations 8 to 39 of the Northern Ireland Regulations has taken the decisions in accordance with regulation 17 of the Great Britain Regulations or (as the case may be) regulation 17 of the Northern Ireland Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or The SNB and the management of the subscribing SE named in Part 1 of the formahave agreed, in accordance with regulation 19 of the Great Britain Regulations or (as the case may be) regulation 19 of the Northern Ireland Regulations, or apply the standard rules contained in | |
| Signature of authorised member | the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland 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 16 of the Great Britain Regulations or (as the case may be) regulation 16 of the Northern Ireland Regulations. Signature | |
| of SNB | | |
| Date | d d m m y y y y | |
| Signature of proposed member of SE • | Signal.ee X | |
| Name | l | |
| Date | d d n n y y y | |

| Declaration B (To be of the On bel 1. The Lia 200 Pul | ee Involvement Declaration B gned by a proposed member of the management or administrative organ spoced SE) If of the promoting SE named in Part 1 of this form, I declare that: a are no outstanding disputes under either The European Public Limited- lity Company (Employee Involvement) (Great Britain) Regulations |
|---|---|
| of the On bet 1. The Lia 20 Pul | oposed SE) member of the management or administrative organ of the proposed subsidiary SE named in Part 1 of this form, I declare that: e are no outstanding disputes under either The European Public Limited- Part 1. |
| 1. The Lia 20 Pul | If of the promoting SE named in Part 1 of this form, I declare that: a are no outstanding disputes under either The European Public Limited- Part 1. Part 1. |
| Lia 20 Pul | e are no outstanding disputes under either The European Public Limited- |
| |) ('the Great Britain Regulations') or (as the case may be) The European ic Limited-Liability Company (Employee Involvement) (Northern Ireland) dations 2009 ('the Northern Ireland Regulations') or under the equivalent |
| | lation of any other Member State involved; and |
| of | subscribing SEs, companies, firms or other legal bodies named in Part 1 is form have fulfilled all their obligations in accordance with the Great in Regulations or (as the case may be) the Northern Ireland Regulations ; |
| Bri Irei no des to | deadline for completing negotiations under regulation 14 of the Great in Regulations or (as the case may be) regulation 14 of the Northern nd Regulations has passed and no agreement has been reached and ecision has been taken regarding the options set out in paragraph 2 of iration A above and that the standard rules contained in the Schedule e Great Britain Regulations or (as the case may be) the Schedule to the hem Ireland Regulations will apply. |
| Signature® X | × |
| Name | |
| Date d | 19 B1 Y Y Y Y |

| _ | |
|---|--------------------|
| | SE FM03 |
| | Formation of subsi |

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

| Presenter information | Important information |
|--|---|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses. |
| | £ How to pay |
| Company name Adhess Pact take Pact take Completing Protocle Contry DX Deprivation DY Deprivation DY D | A fee of £20 is payable to Companies House in respect of a formation. Make cheques or postal orders payable to 'Companies House.' Where to send You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below: For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. For SEs registered in Scotland: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 7 of the European Public Limited- Liebility Company Regulations 2004. | SE FM03 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|--|---|------|
| A4 | Details of subscribing SEs, companies, firms or legal bodies | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Pastcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | Details | |
| Registered number (if applicable) | | |
| Name | | |
| Registered office address | | |
| Postcode | | |
| Name of Member State and address of registry where documents are filed | | |
| | | |

| In accordance with Section 7 of the European Public Limited- Liability Company Regulations 2004. | SE FM03 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 2(3) Council Regulation (EC) No 2157/2001 | of |
|--|---|--|
| Member C1 | Mambar appointments 8 | |
| | Member appointments • Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section CS. O Business occupation |
| Date of birth | d d m n y y y Y | If you have a business occupation, |
| Business occupation (if any) O | | please enter here. If you do not, please leave blank. |
| C2 | Member's service address® | |
| Building name/numbe | r | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | - | Please state 'The SE's Registered Office' if your service address will |
| County/Region | - | be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. the management organ of the SE. | |
| C4 | Signature 9 | |
| — | I consent to act as member of the proposed SE named in Section A1. | ⊕ Signature |
| Signature | Sgrut.rv X | The person named above consents to act as member of the proposed SE. |
| | | |
| | | |
| | | |

| | SE FM03 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | Х |
|----------------------|---|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address 🖲 | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual |
| Street | | residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need |
| Postcode | | to complete the address in full. This cannot be a PO Box, DX or LP |
| | * | (Legal Post in Scotland) number. |
| Section 243 of | Section 243 exemption * | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| | The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

| In accordance with Section 7 of the European Public Limited- Liability Company Regulations 2004. Corporate memb | SE FM03 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 2(3) of Council Regulation (EC) No 2157/2001 | |
|---|---|---|
| D1 | Corporate member appointments | |
| | Please use this section to list all the corporate members of the SE. | • Registered or principal address |
| | Please complete Sections D1-D6. | This is the address that will appear on the public record. This address |
| Name of corporate body or firm | | must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Building name/number | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| Street | | |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? | |
| D3 | EEA companies ♥ | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk |
| Where the company/ firm is registered | [| This is the register mentioned in |
| Registration number | | Article 3 of the First Company Law Directive (68/151/EEC). |
| D4 | Non-EEA companies | 1 |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body | | you must also provide its number in that register. |
| or firm | | |
| Governing law | | |
| If applicable, where the company/firm is registered | | |
| If applicable, the registration number | | |
| | | |

| | SE FM03 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 2(3) Council Regulation (EC) No 2157/2001 | of |
|-----------|---|--|
| D5 | Corporate member's position | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| D6 | Signature® | |
| Signature | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents to act as corporate member of the proposed SE. |
| | | |

| In accordance with Section 8 of the European Public Limited- | SE FM04 | |
|--|---|---|
| Liability Company Regulations 2004. | Transformation of a Public Limited Company (PLC) | Companies House |
| - | to Societas Europaea (SE) | — jatama — |
| | | |
| | A fee is payable with this form. | |
| | Please see 'How to pay' on the last page. | |
| 4 | Very What this form is for You may use this form to transform a PLC to an SE. What this form is NOT for You cannot use this form to form an SE by any other means. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| D | | |
| Part 1 | PLC details | |
| A1 | PLC details | |
| Company number of transforming PLC | | Filling in this form Please complete in typescript or in bold black capitals. |
| Full name of transforming PLC | | All fields are mandatory unless specified or indicated by * |
| A2 | SE details | |
| Proposed name of SE | | Duplicate names Duplicate names are not permitted. |
| in full• | | This only applies where the propose name of the SE is different from the name of the PLC in Section A1. A list |
| | 1 | of registered names can be found or our website. There are various rules that may affect your choice of name More information is available at www.companieshouse.gov.uk |
| A3 | SE name restrictions | 1 |
| _ | Please tick the box only if the proposed name of the SE in Section A2 is different from the name of the PLC in Section A1 and contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | SE name restrictions A list of sensitive or restricted words or expressions that inquire consent can be found in guidance available on our website: www.companileshouse.gov.uk |
| A4 | Proposed registered office address | |
| Building name/numbe | | |
| Street | | |
| | | |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| BIS Department for I | Busives: | CHIFP000 10/09 Version 2.0 |

SE FM04

Status: Point in time view as at 01/10/2009. Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| Part 2 | Subscribing capital of the proposed SE | |
|-----------------------|---|--|
| B1 | Subscribed capital in pound sterling (£) or euros (€) • | |
| Subscribed capital | | O Subscribing capital in pound sterling (£) or ouros (€) This must not be less than £50,000 or €65,000. |
| B2 | Subscribed capital in other currencies @ | |
| | | Subscribing capital in other currencies Please specify currencies. |
| 83 | Total sub-outland southal | |
| B3 | Total subscribed capital | |
| | Please tick the box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000. | |
| B4 | Principal business activity | |
| _ | Please show the trade classification code number(s) for the principal activity or activities. $\pmb{\Theta}$ | O Principal business activity You must provide a trade classification (Standard Industrial) |
| Classification code 1 | | Classification 2003) code or a description of your SE's main |
| Classification code 2 | | business in this space. |
| Classification code 3 | | A full list of the trade classification codes are available on our website |
| Classification code 4 | | www.companieshouse.gov.uk |
| | If you cannot determine a code, please give a brief description of your business activity below: | |
| Principal activity | | |
| description | | |
| B5 | Documents attached | |
| | Please tick the boxes to confirm that all the following documents are attached to this form. | |
| | Document description | Number of pages |
| | Resolution approving the draft statutes and draft terms of conversion to SE of the PLC named in Part 1 in accordance with Article 37(7) of Council Regulation (EC) No 2157/2001. | |
| | Statutes of the SE named in Part 1. | |
| | Copy of certificate(s) of expert(s) in accordance with Article 37(6) Council Regulation (EC) No 2157/2001. | |
| | Report explaining and justifying the legal and economic aspects of the conversion in accordance with Article 37(4) of Council Regulation (EC) No 2157/2001. | |

| | SE FM04 Transformation of a Public Limited Company (PLC) to Societas Europa | aea (SE) |
|--|---|---|
| Part 3 | Proposed members of the SE | |
| | Please list below details of persons who are members of the SE named above. | |
| | 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. | |
| | For a member who is an individual, go to Section C1; for a corporate member, go to Section D1; | |
| Member | Please use a continuation page if there are more members of the SE. | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Ø Former name(s) Please provide any previous names |
| Surname | | which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | © Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth Business occupation | d d n n n y y y y | Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) ♥ | | Additional appointment If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address |
| Street | | This is the address that will appear on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | | |

| Please tick one box. Signature The person named above consents to at as member of the proposed SE. |
|---|
| Signature The person named above consents to |
| The person named above consents to |
| The person named above consents to |
| act as member of the proposed SE. |
| |
| |
| |

| | SE FM04 Transformation of a Public Limited Company (PLC) to Societas Europa | aea (SE) |
|----------------------|---|--|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address 🛛 | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual residential address is recorded in the |
| Street | | SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need |
| Postcode | | to complete the address in full. |
| Country | | {Legal Post in Scotland) number. |
| Section 243 of | Section 243 exemption ^e | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| Х | | |

| | SE FM04 Transformation of a Public Limited Company (PLC) to Societas Eu | iropaea (SE) |
|--------------------------------------|--|--|
| Member | | |
| C1 | Member appointments [©] | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, |
| Title * | | please complete Sections D1-D6 instead of Section C. |
| Full forename(s) | - | Former name(s) |
| Surname | | Please provide any previous names which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | Business occupation |
| Date of birth Business occupation | | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) O | | Additional appointment If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/numbe | f | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| — | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. | |
| | the management organ of the SE. | |
| C4 | Signature [©] | |
| | I consent to act as member of the proposed SE named in Section A2. | Signature The person named above consents to |
| Signature | X Signal.ex | act as member of the proposed SE. |
| | | |

| | SE FM04 Transformation of a Public Limited Company (PLC) to Societas Europa | aea (SE) |
|--------------------------------|--|---|
| | This page is not shown on the public record | |
| C5 | Member's usual residential address® | |
| | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service |
| Building name/number Street | | address' in this section if your usual residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service |
| County/Region | | address' if your service address has been stated in Section C2 as 'The |
| Postcode | | SE's Registered Office'. You will need to complete the address in full. |
| Country | | This cannot be a PO Box, DX or LP {Legal Post in Scotland) number. |
| Section 243 of | Section 243 exemption [®] | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 ecomption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| X | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM04 | |
|---|---|---|
| | Transformation of a Public Limited Company (PLC) to Societas Europa | aea (SE) |
| Corporate memb | ber in the second s | |
| D1 | Corporate member appointments • | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | Additional appointments If you wish to appoint more than one corporate member, please use the |
| Name of corporate body or firm | | 'Corporate member appointments' continuation page. |
| Building name/number | | Registered or principal address This is the address that will appear |
| 9 Street | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained within a full address), DX number or |
| Post town | | LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? • Yes Complete Section D3 only • No Complete Section D4 only | |
| D3 | EEA companies 🛛 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | DEEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered • | | www.companieshouse.gov.uk @ This is the register mentioned in |
| | | Article 3 of the First Company Law Directive (68/151/EEC). |
| Registration number | | billouve partstruct. |
| D4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Onon-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered 0 | | |
| If applicable, the registration number | | |
| | | |

| SE FM04 Transformation of a Public Limited Company (PLC) to Societas E | uropaea | a (SE) |
|---|--|--|
| Corporate member's position | | |
| I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | 0 | Please tick one box. |
| Signature® | | |
| I consent to act as member of the proposed SE named in Section A2. Section A2 | X | Signature The person named above consents to act as corporate member of the proposed SE. |
| | | |
| | Transformation of a Public Limited Company (PLC) to Societas E Corporate member's position I consent to act as member of • the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. Signature I consent to act as member of the proposed SE named in Section A2. Superture | Transformation of a Public Limited Company (PLC) to Societas Europaea Corporate member's position I consent to act as member of • the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. Signature• I consent to act as member of the proposed SE named in Section A2. |

SE FM04

Status: Point in time view as at 01/10/2009. Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| Part 4 | Declarations |
|---|---|
| E1 | Director's Declaration |
| Member name | l, of |
| Certificate date Approval date | Being a director of the PLC named in Part 1 confirm that: In accordance with Article 37(4) of Council Regulation (EC) No 2157/2001 (the 'Regulation') the draft terms of conversion were drawn up by the board of directors of the PLC named in Part 1 and were publicised in accordance with the Regulation and The European Public Limited-Liability Company Regulations 2004; In accordance with Article 37(4) of the Regulation a report was drawn up by the board of Directors; In accordance with Article 37(6) of the Regulation an independent expert(s) prepared a certificate on a certificate on a m m y y y y y y b accordance with a structure and draft terms of conversion on a m m y y y y y y c mpany governed by the law of another Member State; and the PLC named in Part 1 either (please tick the appropriate box) has its registered office and head office within the Community; or its head office is not in the Community, it is formed under the law of a Member State, its registered office is in that Member State and it has a |
| gnature of director of C named in Part 1 | eal and continuous link with a Member State's economy; and 6. The information given in this form is correct. |
| Date | |

SE FM04

| | SE FIVIO4 Transformation of a Public Limited Company (PLC) to Societas Europaea (SE) |
|---|--|
| E2 | Employee Involvement Declaration |
| | Please complete declaration A or B, as appropriate. |
| | Employee Involvement Declaration A |
| Declaration A | (To be signed on behalf of the Special Negotiating Body (SNB) and by a director of the PLC named in Part 1) |
| | We, being an authorised member of the SNB and a director for the PLC named in Part 1 declare that: |
| | There are no outstanding disputes under The European Public Limited- Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and |
| | The PLC named in Part 1 of this form have fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) the Northern Ireland Regulations; and either (tick as appropriate) |
| | An employee involvement agreement has been reached in accordance with regulation 15 of the Great Britain Regulations or (as the case may be) regulation 15 of the Northern Ireland Regulations, or |
| | The SNB established under regulations 8 to 41 of the Great Britain Regulations or (as the case may be) regulations 8 to 39 of the Northern Ireland Regulations has taken the decisions in accordance with regulation 17 of the Great Britain Regulations or (as the case may be) regulation 17 of the Northern Ireland Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or |
| | The SNB and the management of the subscribing SE named in Part 1 of the form have agreed, in accordance with regulation 19 of the Great Britain Regulations or (as the case may be) regulation 19 of the Northern Ireland Regulations, to apply the standard rules contained in the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland 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 16 of the Great Britain Regulations or (as the case may be) regulation 16 of the Northern Ireland Regulations. |
| Signature of authorised member of SNB | X X |
| Name | |
| Date | d d m n y y y y |
| Signature of director or PLC named in Part 1 | X X |
| Name | |
| Date | |
| | CHEP000 |

Status: Point in time view as at 01/10/2009. **Changes to legislation:** There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | Employee Involvement Declaration B |
|--|--|
| Declaration B | (To be signed by a director of the PLC named in Part 1) |
| | On behalf of the promoting PLC named in Part 1 of this form, I declare that: |
| | There are no outstanding disputes under either The European Public Limited-Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') under the equivalent legislation of any other Member State involved; and |
| | The PLC named in Part 1 of this form has fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) th Northern Ireland Regulations; and |
| | 3. The deadline for completing negotiations under regulation 14 of the Gree Britain Regulations or (as the case may be) regulation 14 of the Northern Ireland Regulations has passed and no agreement has been reached and no decision has been taken regarding the options set out in paragraph 2 declaration A above and that the standard rules contained in the Schedu to the Great Britain Regulations or (as the case may be) the Schedule to Northern Ireland Regulations will apply. |
| Signature of director o PLC named in Part 1 | f Separature |
| Name | - |
| Date | d a m n y y y |

| Presenter information | Important information |
|--|---|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be widthe the ensuring a fibe width contact and the second to be a second a second seco | Please note that all information on this form will appear on the public record, apart from information relating to usual residential add |
| visible to searchers of the public record. | £ How to pay |
| Contact name Company name | A fee of £20 is payable to Companies House respect of a formation. |
| | Make cheques or postal orders payable to 'Companies House.' |
| Adhesi | ☑ Where to send |
| Roz Lawn | You may return this form to any Companies address, however for expediency we advise return it to the appropriate address below: |
| CountyRegion Postcode Country Country | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| ox Teleptone Checklist | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FI DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: You have filed form SE DT02 in advance on this form. The PLC name and number match the information held on the public Register. You have completed the proposed name of the SE. You have provided details of any subscribing share capital. You have attached the appropriate supporting | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying for, or have been granted, a section 243 exemption, please post this whole for the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |
| documents. | Further information |
| You have completed the proposed member's details. Any address given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. | For further information, please see the guidance on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| Vou have completed the appropriate declarations. Vou have signed the form, where appropriate Vou have enclosed the correct fee. | This form is available in an alternative format. Please visit forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 8 of the European Public Limited- Liebility Compeny Regulations 2004. Member | SE FM04 - continuation page Transformation of a Public Limited Company (PLC) to Societas Europa | ea (SE) |
|---|--|--|
| C1 | Member appointments • | |
| CT. | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | O Corporate appointments For corporate member appointments, |
| Title * | | please complete Sections D1-D6 instead of Section C. |
| Full forename(s) | | Former name(s) |
| Surname | | Please provide any previous names which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Ocurtry/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth | d d m n y y y Y | If you have a business occupation, please enter here. If you do not, |
| Business occupation (if any) O | | please leave blank. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered Office' if your service address will |
| County/Region | | be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. the management organ of the SE. | |
| C4 | Signature 🏾 | |
| | I consent to act as member of the proposed SE named in Section A2. | • Signature The person named above consents to |
| Signature | X X | act as member of the proposed SE. |
| | | |

| | SE FM04 - continuation page Transformation of a Public Limited Company (PLC) to Societas Europa | iea (SE) |
|--------------------------------|---|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| C5 | Member's usual residential address® | |
| Public and touches | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual |
| Building name/number Street | | actives in this section in your obtain residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | You cannot state 'Same as service |
| County/Region | | address' if your service address has been stated in Section C2 as 'The |
| Postcode | | SE's Registered Office'. You will need to complete the address in full. |
| Country | | This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| Section 243 of | | |
| Companies Act 2006 | Section 243 exemption [®] | |
| | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 examption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the |
| | Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | public record. |
| | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| In accordance with Section 8 of the European Public Limited- Liability Company Regulations 2004. | SE FM04 - continuation page Transformation of a Public Limited Company (PLC) to Societas Europaea (SE) | | | |
|--|---|---|--|--|
| Corporate memb | per | | | |
| D1 | Corporate member appointments | | | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | • Registered or principal address This is the address that will appear | | |
| Name of corporate body or firm | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained | | |
| Building name/number | | within a full address), DX number or LP (Legal Post in Scotland) number. | | |
| Street | | | | |
| Post town | | | | |
| County/Region | · | | | |
| Postcode | | | | |
| Country | | | | |
| D2 | Location of the registry of the corporate body or firm | | | |
| | Is the corporate member registered within the European Economic Area (EEA)? | | | |
| D3 | EEA companies 🛛 | | | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk | | |
| Where the company/ firm is registered 0 | | Www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law | | |
| Registration number | | Directive (68/151/EEC). | | |
| D4 | Non-EEA companies | | | |
| - | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA. Where you have provided details of the register (including state) where the company or firm is registered, | | |
| Legal form of the corporate body or firm | | you must also provide its number in that register. | | |
| Governing law | | | | |
| If applicable, where | | | | |
| the company/firm is registered O | | | | |
| If applicable, the registration number | | | | |
| | | | | |

SE FM04 - continuation page Transformation of a Public Limited Company (PLC) to Societas Europaea (SE)

| D5 | Corporate member's position | Corporate member's position | | |
|-----------|--|--|--|--|
| | I consent to act as member of the administrative organ of the SE. | Please tick one box. | | |
| | the supervisory organ of the SE. the management organ of the SE. | | | |
| D6 | Signature® | | | |
| | I consent to act as member of the proposed SE named in Section A2. | Signature The person named above consents | | |
| Signature | Separate X | to act as corporate member of the proposed SE. | | |

| In accordance with Section 9(1) of the European Public Limited- Liability Company Regulations 2004. | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | Computer House | | |
|---|--|--|--|--|
| | A fee is payable with this form. Please see 'How to pay' on the last page. | | | |
| 1 | What this form is for You may use this form to form a subsidiary SE under Article 3(2) of Council Regulation (EC) No 2157/2001. | For further information, please refer to our guidance at www.companieshouse.gov.uk | | |
| Part 1 | SE details | Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by * | | |
| A1 | Proposed name | | | |
| Proposed name of SE in full● | | Duplicate names Duplicate names are not permitted. A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at www.companiishouse.govuk | | |
| A2 | SE name restrictions 9 | | | |
| _ | Please tick the box only if the proposed SE name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | ● SE name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website: www.companieshouse.gov.uk | | |
| A3 | Proposed registered office address | <u> </u> | | |
| Building name/number | | | | |
| Street | | | | |
| Post town | | | | |
| County/Region | | | | |
| Postcode | | | | |
| Country | | | | |
| DICIDENT | | CHERODO | | |

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

| A4 | Details of subscribing SE forming a subsidiary SE |
|---|---|
| | Details |
| Registered number (if applicable) | |
| Name | |
| Registered office address | |
| Postcode | |
| Name of Member State and address of registry where documents are filed | |

| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | | |
|--|--|---|--|
| Part 2 | Subscribing capital of the proposed SE | | |
| B1 | Subscribed capital in pound sterling (£) or euros (€) • | | |
| Subscribed capital | | O Subscribing capital in pound sterling (£) or euros (€) This must not be less than £50,000 or €55,000. | |
| B2 | Subscribed capital in other currencies [®] | | |
| | | Subscribing capital in other currencies Please specify currencies. | |
| B3 | Total subscribed capital | | |
| _ | Please tick the box to confirm that the total subscribed capital of the proposed SE is not less than the equivalent of €120,000. | | |
| B4 | Principal business activity | | |
| Classification code 1 Classification code 2 Classification code 3 Classification code 4 Principal activity | Please show the trade classification code number(s) for the principal activity or activities. | O Principal business activity You must provide a trade classification (Standard Industrial Classification 2003) code or a description of your SE's main business in this space. A full list of the trade classification codes are available on our website: www.companiishouse.goo.uk | |
| description | | | |
| B5 | Documents attached | | |
| | Please tick the boxes to confirm that the following document is are attached to this form. | | |
| | Document description | Number of pages | |
| | Statutes of the proposed subsidiary SE. | | |
| | | | |

| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | |
|--|---|--|
| Part 3 | Proposed members of the SE | |
| | Please list below details of persons who are members of the SE named above. | |
| | 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. | |
| | For a member who is an individual, go to Section C1; for a corporate member, go to Section D1; | |
| Member | Please use a continuation page if there are more members of the SE. | |
| C1 | Member appointments | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Title * | | instead of Section C. |
| Full forename(s) | | Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🖲 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | © Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section CS. O Business occupation |
| Date of birth Business occupation | d d m n y y y y | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any) ● | | Additional appointments If you wish to appoint more than one member, please use the 'Member appointments' continuation page. |
| C2 | Member's service address® | |
| Building name/number | | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | | |

| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | | | |
|-----------|---|---|--|--|
| C3 | Member's position | | | |
| _ | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. | | |
| C4 | Signature 9 I consent to act as member of the proposed SE named in Section A1. | named in Section A1. OSignature | | |
| Signature | Spotse | The person named above consents to act as member of the proposed SE. | | |
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| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | X | |
|--------------------------------|--|---|--|
| | This page is not shown on the public record | | |
| | Do not cover this barcode | | |
| C5 | Member's usual residential address • | | |
| Building name/number Street | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual nesidential address is recorded in the SE's proposed register of member's | |
| | | residential addresses as 'Same as the service address'. | |
| Post town | | You cannot state 'Same as service address' if your service address has | |
| County/Region | | been stated in Section C2 as 'The SE's Registered Office'. You will need | |
| Postcode | | to complete the address in full. This cannot be a PO Box, DX or LP | |
| | | 1 | |
| Section 243 of | Section 243 exemption * | | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. | |
| | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | | |
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| | SE FM05 | |
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| | Formation of subsidiary Societas Europaea (SE) under Article 3(2) Council Regulation (EC) No 2157/2001 | of |
| Member | | |
| C1 | Member appointments • | |
| Title * | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, please complete Sections D1-D6 |
| Full forename(s) | [| instead of Section C. O Former name(s) |
| Surname | | Please provide any previous names |
| Former name(s) 🛛 | | which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence O | | Country/State of residence This is in respect of your usual residential address as stated in Section C5. |
| Nationality | | O Business occupation |
| Date of birth Business occupation | | If you have a business occupation, please enter here. If you do not, please leave blank. |
| (if any)● | | Additional appointments If you wish to appoint more than one member, please use the "Member appointments" continuation page. |
| C2 | Member's service address® | |
| Building name/number Street | | Service address This is the address that will appear on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's register of members as the SE's |
| Postcode | | registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| _ | consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| C4 | Signature [©] | 1 |
| | I consent to act as member of the proposed SE named in Section A1. | Signature The person named above consents to |
| Signature | Spruher X | act as member of the proposed SE. |

| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | X |
|---|--|--|
| | This page is not shown on the public record | |
| C5 | Member's usual residential address • | |
| Building name/number Street Post town County/Region Postcode Country | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in th Se's proposed register of member's residential addresses as 'Same as the service address'. You cannot state 'Same as service address' if your service address has been stated in Section C2 as 'The SE's Registered Office'. You will need to complete the address in full. This cannot be a PO Box, DX or LP {Legal Post in Scotland) number. |
| Section 243 of Companies Act 2006 | Section 243 exemption [®] Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| ^ | | |

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE FM05

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

| Corporate memb | per | |
|--|---|--|
| D1 | Corporate member appointments • | |
| | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | Additional appointments If you wish to appoint more than one corporate member, please use the |
| Name of corporate body or firm | | 'Corporate member appointments' continuation page. |
| Building name/number | | Begistered or principal address This is the address that will appear on the public record. This address |
| Street | | must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained |
| Post town | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| D2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? | |
| | → Yes Complete Section D3 only → No Complete Section D4 only | |
| D3 | EEA companies 🛛 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered • | | www.companieshouse.gov.uk @ This is the register mentioned in |
| Projectation number | | Article 3 of the First Company Law Directive (68/151/EEC). |
| Registration number | | |
| D4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Onon-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where | | |
| the company/firm is registered | | |
| If applicable, the registration number | [| |
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| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) o Council Regulation (EC) No 2157/2001 | of |
|-----------|---|--|
| D5 | Corporate member's position | |
| | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |
| D6 | Signature [®] I consent to act as member of the proposed SE named in Section A1. | Signature |
| Signature | Sprature | Signification To act as corporate member of the proposed SE. |
| | | |
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Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE FM05

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

| Part 4 | Declarations |
|---------------|--|
| E1 | Signature |
| | I certify that the information given in this form is correct. |
| Signature | X X |
| | This form must be signed by a member of the management or administrative organ of the proposed SE named in Part 1. |
| E2 | Employee Involvement Declaration |
| | Please complete declaration A or B, as appropriate. |
| | Employee Involvement Declaration A |
| Declaration A | (To be signed on behalf of the Special Negotiating Body (SNB) and by a proposed member of the management or administrative organ of the proposed subsidiary SE) |
| | We, being an authorised member of the SNB and a proposed member of the management or administrative organ of the proposed SE declare that: |
| | There are no outstanding disputes under The European Public Limited- Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and |
| | The subscribing SE named in Part 1 of this form have fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) the Northern Ireland Regulations; and either (tick as appropriate) |
| | An employee involvement agreement has been reached in accordance with regulation 15 of the Great Britain Regulations or (as the case may be) regulation 15 of the Northern Ireland Regulations, or |
| | The SNB established under regulations 8 to 41 of the Great Britain Regulations or (as the case may be) regulations 8 to 39 of the Northern Ireland Regulations has taken the decisions in accordance with regulation 17 of the Great Britain Regulations or (as the case may be) regulation 17 of the Northern Ireland Regulations not to open or to terminate negotiations but instead to rely upon national rules for information and consultation, or |
| | The SNB and the management of the subscribing SE named in Part 1 of the form have agreed, in accordance with regulation 19 of the Great Britain Regulations or (as the case may be) regulation 19 of the Northern Ireland Regulations, to apply the standard rules contained in the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland 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 16 of the Great Britain Regulations or (as the case may be) regulation 16 of the Northern Ireland Regulations. |

| | SE FM05 Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | |
|---|--|---|
| Signature of authorised member of SNB | X X | This must be signed by a proposed member of the management or administrative organ of the proposed subsidiary SE named in |
| Name | | Part 1. |
| Date | d d m n y y y | |
| Signature of proposed member of subsidiary SE • | X X | |
| Name | | |
| Date | | |
| | Employee Involvement Declaration B | |
| Declaration B | (To be signed by a proposed member of the management or administrative organ of the proposed SE) On behalf of the promoting PLC named in Part 1 of this form, I declare that: There are no outstanding disputes under either The European Public Limited-Liability Company (Employee Involvement) (Great Britain) Regulations 2009 ('the Great Britain Regulations') or (as the case may be) The European Public Limited-Liability Company (Employee Involvement) (Northern Ireland) Regulations 2009 ('the Northern Ireland Regulations') or under the equivalent legislation of any other Member State involved; and The subscribing SE named in Part 1 of this form has fulfilled all their obligations in accordance with the Great Britain Regulations or (as the case may be) the Northern Ireland Regulations ; and The deadline for completing negotiations under regulation 14 of the Great Britain 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 the Schedule to the Great Britain Regulations or (as the case may be) the Schedule to the Northern Ireland Regulations will apply. | This must be signed by a proposed member of the management or administrative organ of the proposed subsidiary SE named in Part 1. |
| agnature | x x | |
| Name | | |
| Date | d d m n y y y y | |
| are off | | 1 |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

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This form has been provided free of charge by Companies House.

| In accordance with Section 9/12 of the | SE FM05 - continuation page | |
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| Section 9(1) of the European Public Limited- Liability Company Regulations 2004. | Formation of subsidiary Societas Europaea (SE) under Article 3(2) o Council Regulation (EC) No 2157/2001 | of |
| Member | | |
| C1 | Member appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections C1-C5. For a corporate member, complete Sections D1-D6. | Corporate appointments For corporate member appointments, places exercises 20.105 |
| Title * | | please complete Sections D1-D6 instead of Section C. |
| Full forename(s) | | Former name(s) |
| Surname | | Please provide any previous names which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in |
| Nationality | | Section C5. |
| Date of birth | d d m n y y y y | Business occupation If you have a business occupation, |
| Business occupation (if any) • | | please enter here. If you do not, please leave blank. |
| C2 | Member's service address [®] | 1 |
| Building name/numbe | ır 🛛 | Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | - | Please state 'The SE's Registered |
| County/Region | | Office' if your service address will be recorded in the proposed SE's |
| Postcode | | register of members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| C3 | Member's position | |
| | I consent to act as member of @ | O Please tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. the management organ of the SE. | |
| C4 | Signature [®] | |
| 64 | | ● Signature |
| | I consent to act as member of the proposed SE named in Section A1. | The person named above consents to |
| Signature | Signal.eve | act as member of the proposed SE. |
| | I | |
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Status: Point in time view as at 01/10/2009. **Changes to legislation:** There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE FM05 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | Х |
|----------------------------|---|---|
| | This page is not shown on the public record | |
| C5 | Member's usual residential address® | |
| Building name/number | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the SE's proposed register of member's |
| Post town County/Region | | residential addresses as 'Same as the service address'. You cannot state 'Same as service address' if your service address has been stated in Section C2 as 'The |
| Postcode Country | | SE's Registered Office'. You will need to complete the address in full. This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | I |
| Section 243 of | Section 243 exemption [®] | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section C2 as this will appear on the public record. |
| | If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | |
| Х | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |

| In accordance with Section 9(1) of the European Public Limited- Liability Company Regulations 2004. Corporate memi | SE FM05 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 3(2) of Council Regulation (EC) No 2157/2001 | | | |
|--|---|---|--|--|
| D1 | Corporate member appointments | | | |
| - | Please use this section to list all the corporate members of the SE. Please complete Sections D1-D6. | • Registered or principal address This is the address that will appear | | |
| Name of corporate body or firm | | on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained | | |
| Building name/number | | within a full address), DX number or LP (Legal Post in Scotland) number. | | |
| Street | | | | |
| Post town | | | | |
| County/Region | | | | |
| Postcode | | | | |
| Country | | | | |
| D2 | Location of the registry of the corporate body or firm | | | |
| | Is the corporate member registered within the European Economic Area (EEA)? | | | |
| D3 | EEA companies ♥ | | | |
| When the company | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk | | |
| Where the company/ firm is registered | I | This is the register mentioned in Article 3 of the First Company Law | | |
| Registration number | | Directive (68/151/EEC). | | |
| D4 | Non-EEA companies | | | |
| _ | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, | | |
| Legal form of the corporate body or firm | | you must also provide its number in that register. | | |
| Governing law | | | | |
| If applicable, where the company/firm is registered 0 | [| | | |
| If applicable, the registration number | | | | |
| | | | | |

| | SE FM05 - continuation page Formation of subsidiary Societas Europaea (SE) under Article 3(2 Council Regulation (EC) No 2157/2001 | ?) of | |
|-----------|---|-------|---|
| D5 | Corporate member's position | | |
| _ | I consent to act as member of O | | Please tick one box. |
| | the administrative organ of the SE. | | |
| | the supervisory organ of the SE. | | |
| | the management organ of the SE. | | |
| D6 | Signature® | | |
| | I consent to act as member of the proposed SE named in Section A1. | | Signature The person named above consents |
| Signature | Sgrutze | | to act as corporate member of the |
| | X | × | proposed SE. |
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| Societas Europaea (SE) A fee is payable with this form Please see How to pay' on the last page. What this form is NOT for You may use this form to register a What this form is NOT for You may use this form to register a You cannot use this form to submit any other information. Part 1 SE details Se details Se number, annee in full Please complete in type: Ale of registration in current registry Date of registration in current registry Date of registration Present registered office address Building name/number Street Part town Please enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address in the UK Building name/number Street Proposed registered office address Building name/number Street Proposed registered office address Building name/number Buildin | Liability Company | | G |
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| Please see 'How to pay' on the last page. | | Societas Europaea (SE) | |
| Please see 'How to pay' on the last page. | | | |
| What this form is for You may use this form to register a transfer of an SE to the UK. X What this form is NOT for You cannot use this form to submit any other information. For further information, please refer to aur guidance at www.companieshouse.gov.uk Part 1 SE details • | | | |
| You may use this form to register a transfer of an SE to the UK. A You cannot use this form to submit any other information. refer to our guidance at www.companieshcuse.gov.uk Part 1 SE details • Filling in this form Sf number, if applicable • Filling in this form • Place complete in typescript or in bot Mack capita. Sf number, if applicable • If other complete in typescript or in bot Mack capita. • Filling in this form Place dor registration in current registry • All fields emodator vuless specified or indicated by * A2 Date of registration in current registry • All fields emodator vuless Building name/number • Present registered office address • • • • • • • • • • • • • • • • • • • | | | |
| Part 1 SE details Sf number, * filling in this form * pplicable * filling in this form Place complete in typesoritor on bold black capital. All fields are mandatory unless specified or indicated by * SE name in full | 4 | | |
| A1 SE details SE number, if applicable Filling in this form Please complete in typesuitor in bold black capitals. Please complete in typesuitor or in bold black capitals. SE name in full A2 Date of registration in current registry Date of registration a a A2 Date of registration diffice address Building name/number Street a a Post town a a Country Please enter the name of the member state below. a Name of member state a a A4 Proposed registered office address in the UK a Building name/number a a Street a a Country Please enter the name of the member state below. a Name of member state a a Guntry Please enter define a Street a a Proposed registered office address in the UK a Building name/number a a Street a a Country/Region a a | | transfer of an SE to the UK. any other information. | www.companieshouse.gov.uk |
| A1 SE details SE number, if applicable Filling in this form Please complete in typesuitor in bold black capitals. Please complete in typesuitor or in bold black capitals. SE name in full A2 Date of registration in current registry Date of registration a a A2 Date of registration diffice address Building name/number Street a a Post town a a Country Please enter the name of the member state below. a Name of member state a a A4 Proposed registered office address in the UK a Building name/number a a Street a a Country Please enter the name of the member state below. a Name of member state a a Guntry Please enter define a Street a a Proposed registered office address in the UK a Building name/number a a Street a a Country/Region a a | | | |
| A1 SE details SE number, if applicable Filling in this form Please complete in typesuitor in bold black capitals. Please complete in typesuitor or in bold black capitals. SE name in full A2 Date of registration in current registry Date of registration a a A2 Date of registration diffice address Building name/number Street a a Post town a a Country Please enter the name of the member state below. a Name of member state a a A4 Proposed registered office address in the UK a Building name/number a a Street a a Country Please enter the name of the member state below. a Name of member state a a Guntry Please enter define a Street a a Proposed registered office address in the UK a Building name/number a a Street a a Country/Region a a | | | |
| SE number, if applicable Filling in this form SE name in full Please complete in typescipt or in bold black capitals. SE name in full All fields are mandatry unless specified or indicated by * A2 Date of registration in current registry Date of registration a m m Y Y Y Y A3 Present registered office address Building name/number | Part 1 | SE details | |
| if applicable Please complete in typescript or in bold black capitals. SE name in full All fields are mandatry unless specified or indicated by * A2 Date of registration in current registry Date of registration and non-provide in typescript or in bold black capitals. A3 Present registered office address Building name/number Street Street Please enter the name of the member state below. Name of member state Please enter the name of the member state below. Name of member state Street Street Street Country Please enter the name of the member state below. Name of member state Street Street Street Country Please enter the name of the member state below. Name of member state Street Street Street | A1 | SE details | |
| SE name in full All fields are mandatory unless specified or indicated by * A2 Date of registration a a a b b b b b b b b b b b b b b b b | | | Please complete in typescript or in |
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| A3 Present registered office address Building name/number | A2 | Date of registration in current registry | |
| Building name/number Street Post town County/Region Postcode Ountry Please enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Post town County/Region | Date of registration | d d m r | |
| Street St | A3 | Present registered office address | |
| Post town County/Region Postcode Postcode Postcode Pease enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Post town County/Region | Building name/numbe | er | |
| County/Region Postcode Postcode Please enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Post town County/Region | Street | | _ |
| County/Region Postcode Postcode Please enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Post town County/Region | | - | _ |
| Postcode Country Please enter the name of the member state below. Name of member state Proposed registered office address in the UK Building name/number Street Post town County/Region | | | - |
| Country Please enter the name of the member state below. Name of member state A4 Proposed registered office address in the UK Building name/number Street Post town County/Region | | | |
| Please enter the name of the member state below. Name of member state A4 Proposed registered office address in the UK Building name/number Street Post town County/Region | | | _ |
| Name of member state A4 Proposed registered office address in the UK Building name/number Street Post town County/Region | Country | | _ |
| A4 Proposed registered office address in the UK Building name/number Street Past town County/Region | | | _ |
| Building name/number Street Post town County/Region | Name of member stat | te | _ |
| Building name/number Street Post town County/Region | | | |
| Street Post town County/Region | A4 | Proposed registered office address in the UK | _ |
| Post town County/Region | Building name/numbe | | _ |
| County/Region | Street | | _ |
| County/Region | | | - |
| | | | - |
| Postcode | | | |
| | Postcode | | |

BIS Department for Badiness Innovation & Skills

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE TRO2 Transfer to the United Kingdom (UK) of Societas Europaea (SE)

| A5 | Proposed new name | |
|-------------------------------------|---|---|
| Proposed new name O | Please enter the proposed new name of the SE on transfer, if applicable. | Duplicate names Duplicate names are not permitted. A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at www.companiishouse.gov.uk |
| A6 | SE name restrictions 🛛 | |
| | Please tick the box only if the proposed SE named in Section AS contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed SE name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | ● SE name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website: www.companiishouse.gov.uk |
| A7 | Name and address of present registry 9 | |
| Name of registry | | Please enter the name and address of the present registry. |
| Address | | or are present regeary. |
| | | |
| Postcode | | |
| Country | | |
| A8 | Balance sheet | |
| Date of last balance sheet | Please enter the date of the last balance sheet Θ drawn up before registration in the UK, if applicable. If there isn't one, please move on to the next field. a balance sheet, please enter the original date of formation of the SE. | O Date of last balance sheet This is the date at which the balance sheet was required to be drawn up under provision of law of the Member State in which the SE had its registered office. If there isn't one, please entire the original date of formation of SE where indicated. |
| Original date of formation of SE | | tormation of SE where indicated. |
| A9 | Principal business activity | |
| | Please show the trade classification code number(s) for the principal activity or activities. | Principal business activity You must provide a trade classification (Standard Industrial |
| Classification code 1 | | Classification 2003) code or a description of your SE's main |
| Classification code 2 | | business in this space. |
| Classification code 3 | | A full list of the trade classification codes are available on our website: |
| Classification code 4 | | www.companieshouse.gov.uk |
| | If you cannot determine a code, please give a brief description of your business activity below: | |
| Principal activity description | | |

| | SE TRO2 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
|-----|---|-----------------|
| A10 | Documents attached Please tick the boxes to confirm that both the following documents are attached to this form. | |
| | Document description | Number of pages |
| | Copy of statutes of SE. | |
| | Certificate by old registration authority attesting to the completion of the acts and formalities to be completed before the transfer. | |

| | SE TRO2 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
|-----------------------------------|---|---|
| Part 2 | Officers details | |
| | Please list below details of persons who are 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. | |
| | For a member who is an individual, go to Section B1; for a corporate member, go to Section C1; | |
| | Please use a continuation page if there are more members of the SE. | |
| Member | | 1 |
| B1 | Member's appointments • | Corporate appointments |
| _ | Please use this section to list all the members of the SE. Please complete Sections B1-B4. For a corporate member, complete Sections C1-C5. | For corporate member appointments, please complete Section C1-CS instead of section B. |
| Title* | | Former name(s) Please provide any previous names |
| Full forename(s) | | which have been used for business purposes in the last 20 years. |
| Surname | | Married women do not need to give |
| Former name(s)® | | former names unless previously used for business purposes. |
| Country/State of | | Ocountry/State of residence This is in respect of your usual residential address as stated in |
| residence Ø | | Section B4. |
| Nationality | | Business occupation If you have a business occupation, |
| Date of birth | d d n n y y y | please enter here. If you do not, please leave blank. |
| Business occupation (if any) O | | Additional appointment If you wish to appoint more than one member, please use the 'Member's appointments' continuation page. |
| B2 | Member's service address® | @ Service address |
| Building name/number | | This is the address that will appear on the public record. This does not |
| Street | | have to be your usual residential address. |
| | | Please state 'The SE's Registered |
| Post town | | Office' if your service address is recorded in the SE's register of |
| County/Region | | members as the SE's registered office. |
| Postcode | | If you provide your residential |
| Country | | address here it will appear on the public record. |
| B3 | Member's position | |
| _ | I consent to act as member of O | @ Please tick one box. |
| | the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | |

| | SE TRO2 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | Х |
|--------------------------------------|--|---|
| | This page is not shown on the public record | |
| B4 | Member's usual residential address • | |
| Building name/number Street | Please complete your usual residential address below. | Member's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the SE's proposed register of member's |
| Post town | | residential addresses as 'Same as the service address'. This does not apply if your service address has been stated in Section 82 as 'The SE's |
| County/Region Postcode Country | | registered office'. This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| Section 243 of | | |
| Section 243 of Companies Act 2006 | Section 243 exemption [®] Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 82 as this will appear on the public record. |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE TR02 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
|--|--|--|
| Member | | |
| B1 | Member's appointments • | |
| | Please use this section to list all the members of the SE. Please complete Sections B1-B4. For a corporate member, complete Sections C1-C5. | Corporate appointments For corporate member appointments please complete Section C1-C5 |
| Title* | | instead of section B. |
| Full forename(s) | | Former name(s) Please provide any previous names |
| Surname | | which have been used for business purposes in the last 20 years. |
| Former name(s) 🛛 | | Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence • Nationality | | O Country/State of residence This is in respect of your usual residential address as stated in Section B4. |
| Date of birth | d d m n y y y | Business occupation |
| Business occupation (if any) © | | If you have a business occupation, please enter here. If you do not, please leave blank. |
| 62 | Member's service address® | Additional appointment If you wish to appoint more than one member, please use the "Member's appointments' continuation page. |
| | | @ Service address |
| Building name/number | | Bervice address This is the address that will appear on the public record. This does not have to be your usual residential address. |
| Post town | | Please state 'The SE's Registered Office' if your service address is |
| County/Region | | recorded in the SE's register of |
| Postcode | | members as the SE's registered office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| B3 | Member's position | |
| _ | I consent to act as member of O | OPlease tick one box. |
| | the administrative organ of the SE. | |
| | the supervisory organ of the SE. the management organ of the SE. | |
| | | |

| | SE TR02 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | Х |
|--------------------------------------|--|---|
| | This page is not shown on the public record | |
| B4 | Member's usual residential address o | |
| Building name/number Street | Please complete your usual residential address below. | O Member's usual residential address Please state 'Same as service address' in this socion if your usual residential address is recorded in the SE's proposed register of member's |
| Past tawn County/Region | | residential addresses as 'Same as the service address'. This does not apply if your service address has been stated in Section B2 as The SE's |
| Postcode Country | | registered office'. This cannot be a PO Box, DX or LP {Legal Post in Scotland; number. |
| feeting 242 of | | |
| Section 243 of Companies Act 2006 | Section 243 exemption [®] Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 82 as this will appear on the public record. |
| Χ | | |

| | SE TRO2 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
|--|--|--|
| Corporate memb | ber | |
| C1 | Corporate member's appointments • | |
| | Please use this section to list all the corporate members of the company. Please complete Section C1-C5. | Additional appointment If you wish to appoint more than one corporate member, please use the |
| Corporate body/firm name | | 'Corporate member's appointments' continuation page. • Registered or principal address |
| Building name/number | | This is the address that will appear on the public record. This address must be a physical location for the |
| Street | | delivery of documents. It cannot be a PO Box number (unless contained within a full address), DX number or |
| Post town | | LP (Legal Post in Scotland) number. |
| County/Region | | |
| Postcode | | |
| Country | | |
| C2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only | |
| C3 | European Economic Area companies | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | • EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered | | www.companieshouse.gov.uk O This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| C4 | Non-European Economic Area companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in |
| Legal form of the corporate body or firm | | that register |
| Governing law | · | |
| If applicable, where the company/firm is registered 0 | | |
| If applicable, the registration number | | |
| C5 | Corporate member's position | |
| _ | I consent to act as member of 0 the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |

| | SE TR02 Transfer to the United Kingdom (UK) of Societas Europaea (SE) | | |
|----------|---|---|--|
| Part 3 | Signature | | |
| | I am signing this form on behalf of the SE. | - | |
| ignature | Seguration X | × | |
| | This form may be signed by: Member of the management or administrative organ of the SE named in Section A1. | - | |
| | | | |
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Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE TR02

Transfer to the United Kingdom (UK) of Societas Europaea (SE)

| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses. |
|---|---|
| Contact name | 1 How to pay |
| Company name | A fee of £20 is payable to Companies House in respect of a transfer |
| Address | Make cheques or postal orders payable to 'Companies House.' |
| | 🖾 Where to send |
| Rol Law | You may return this form to any Companies Hous address, however for expediency we advise you return it to the appropriate address below: |
| Postcole Country DX | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. |
| | For SEs registered in Scotland: |
| | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying for, or have been granted, a |
| Checklist We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public register in the current Registry. | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying fot, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |
| Checklist We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public register in the current Registry. You have given the date of registration in current registry. You have completed the proposed name. You have completed the date of the last balance sheet or the original date of formation. You have attached the appropriate supporting documents. You have completed the member's details. | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying fot, or have been granted, a section 243 exemption If you are applying fot, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |
| Checklist We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public register in the current Registry. You have given the date of registration in current registry. You have completed the proposed name. You have completed the date of the last balance sheet or the original date of formation. You have attached the appropriate supporting documents. | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Section 243 exemption If you are applying fot, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |

This form has been provided free of charge by Companies House.

| Full forename(s) Presse provide any previous names Surname Presse provide any previous names Surname Married women do not need to give | | | |
|---|--|--|---|
| B1 Member's appointments 9 Please use this section to list all the members of the SE. Please complete Sections B1-B4. For a corporate member, complete Sections C1-C5. •• Corporate appointments for corporate member, C1-C5. Title * •• <t< th=""><th>Section 10 of the European Public Limited- Liability Company</th><th>SE TR02 - continuation page Transfer to the United Kingdom (UK) of Societas Europaea (SE)</th><th></th></t<> | Section 10 of the European Public Limited- Liability Company | SE TR02 - continuation page Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
| Please use this section to list all the members of the SE. Please complete Sections B1-B4. For a corporate member, complete Sections C1-C5. Title* Full forename(s) Surname Surname Country/State of residence O Nationality Date of birth at any of birth at any of birth birth at any of birth birth <t< th=""><th>Member</th><th></th><th></th></t<> | Member | | |
| Sections B1-B4. For a corporate member, complete Sections C1-C5. For corporate member appointment appointment of the section B. Full forename(s) Former name(s) Former name(s) Surname Former name(s) Former name(s) Country/State of residence Former name (sign) Former names unlisp symbols. Country/State of residence Former names unlisp symbols. Former names unlisp symbols. Date of birth I I In Y Y Building name/number If any I In the set of the set | B1 | Member's appointments • | |
| Title* instead of Section 8. Full forename(s) 9 Green name(s) Surname 9 Green name(s) Former name(s) 9 Green name(s) Country/State of residence manus unices previous year in the size Joy evan. Married women do not need to give usal residential address as stated in Section 84. Date of birth 1 1 9 </td <td></td> <td></td> <td>For corporate member appointments</td> | | | For corporate member appointments |
| Full torehame(s) Plass provide my provide norms Surname Press provide my provide norms Former name(s) Press provide my provide norms Country/State of Press provide my provide norms Country/State of Press provide my provide norms Ress provide my provide norms Press provide my provide norms Ress provide my provide norms Press provide my provide norms Country/State of Press provide my provide norms residence O Nationality Date of birth d d Business occupation Press provide my provide norms (if any) O Press provide my provide norms Building name/number Press provide my provide norms Street Press provide my provide my provide norms Post town Country/Region Resse provide my provide norms Press provide my provide my provide norms Post town Country/Region Resser provide my provide my provide norms Press provide my prov | Title* | | instead of Section B. |
| Surname purpose in the kat 20 years. Former name(s) • manual surface of the state of the sta | Full forename(s) | | |
| Former name(s) former names urless previously use for business purposes. Country/State of residence residence Nationality in n y y y y Date of birth if in n y y y Business occupation (if any) if in some number is the solute of not, please entry here. If you do not, please entry here. If you do not, please thank. B2 Member's service address ^O Building name/number if is the address that will appear on the public record. This does not have a business occupation (if any) Street if is the address is the will appear on the public record. This does not have a business occupation (if any) exclusion address is treed in the SE's Registered of the public record. This does not have to be your usual residential address. Post town if is the address is the SE's Registered office. Country if you provide your residential address have it will appear on the public record. B3 Member's position @ I consent to act as member of the administrative organ of the SE. if he administrative organ of the SE. | Surname | | |
| Country/State of residence • This is in respect of your usual residencial address in stated in Section 84. Date of birth 0 0 m y y y m m science • This is in respect of your usual residential address in stated in Section 84. • <td< td=""><td>Former name(s) 🖲</td><td></td><td>Married women do not need to give former names unless previously use for business purposes.</td></td<> | Former name(s) 🖲 | | Married women do not need to give former names unless previously use for business purposes. |
| Nationality Image: | residence O | | This is in respect of your usual residential address as stated in |
| Date of birth Image: Securation is a securation is a securation if you have a business occupation please enter here. If you do not, please enter here. Routing in the public record. If does not here public record. Please enter here secure there here. Routing in the public record. I consent to act as member of public record. Please tick one box. Please tick one box. | , | | |
| Buildings docupation (if any) • please leave blank. B2 Member's service address• Building name/number • Street • Post town • County/Region • Postcode • Country • B3 Member's position • I consent to act as member of the administrative organ of the SE. • • • | | | If you have a business occupation, |
| B2 Member's service address® Building name/number It is the administrative organ of the SE. Street It is the address that will appear on the public record. This is the address is that will appear on the public record. This is the address is the value residential address. Post town It is the address that will appear on the SE. Country/Region It is the address is the set of the SE's registered office. Postcode It is the set of the SE's registered office. B3 Member's position ® | | | |
| Street This is the address that will appear on the public record. This does not have to be your usual residential address. Post town Please state "The SE's Registered Office" if your service address is recorded in the SE's registered office. Postcode Image: Street in the SE's registered office. Country Image: Street in the SE's registered office. B3 Member's position Image: Street in the set i | _ | | |
| Street on the public record. This does not have to be your usual residential address. Post town | Building name/numbe | er 🛛 | |
| County/Region Office' if your service address is recorded in the SE's register of members as the SE's register of office. Postcode Image: Country Country Image: Country B3 Member's position • I consent to act as member of the administrative organ of the SE. • It he supervisory organ of the SE. • | Street | | on the public record. This does not have to be your usual residential |
| County/Region recorded in the SE's register of members as the SE's registered office. Postcode Image: Second S | Post town | | |
| Postcode office. Country If you provide your residential address here it will appear on the public record. B3 Member's position I consent to act as member of I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. | County/Region | | recorded in the SE's register of |
| B3 Member's position * I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. Please tick one box. | Postcode | | |
| I consent to act as member of I consent to act as member of | Country | | address here it will appear on the |
| the administrative organ of the SE. the supervisory organ of the SE. | B3 | Member's position @ | |
| the supervisory organ of the SE. | | I consent to act as member of | O Please tick one box. |
| | | the administrative organ of the SE. | |
| une management organ of the Sc. | | | |
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| | SE TR02 - continuation page Transfer to the United Kingdom (UK) of Societas Europaea (SE) | X |
|----------------------|--|---|
| | This page is not shown on the public record | |
| B4 | Member's usual residential address 0 | |
| | Please complete your usual residential address below. | O Member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual |
| Street | | residential address is recorded in the SE's proposed register of member's residential addresses as 'Same as the service address'. |
| Post town | | This does not apply if your service |
| County/Region | | address has been stated in Section B2 as 'The SE's registered office'. |
| Postcode | | This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | |
| Section 243 of | Section 243 exemption ® | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 82 as this will appear on the public record. |
| | If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. | |
| _ | Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

| In accordance with Section 10 of the European Public Limited- Liability Company Regulations 2004. | SE TR02 - continuation page Transfer to the United Kingdom (UK) of Societas Europaea (SE) | |
|---|--|--|
| Corporate memb | ber | |
| C1 | Corporate member's appointments | |
| _ | Please use this section to list all the corporate members of the company. Please complete Section C1-C5. | Registered or principal address This is the address that will appear on the public record. This address |
| Corporate body/firm name | | must be a physical location for the delivery of documents. It cannot be a PO Box number (unless contained within a full address), DX number or |
| Building name/number | | LP (Legal Post in Scotland) number. |
| Street | | |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| C2 | Location of the registry of the corporate body or firm | |
| | Is the corporate member registered within the European Economic Area (EEA)? + Yes Complete Section C3 only + No Complete Section C4 only | |
| C3 | European Economic Area companies 🛛 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered • | | www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| C4 | Non-European Economic Area companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in |
| Legal form of the corporate body or firm | | that register |
| Governing law | · | |
| If applicable, where the company/firm is registered 0 | | |
| If applicable, the registration number | | |
| C5 | Corporate member's position | , |
| _ | I consent to act as member of the administrative organ of the SE. the supervisory organ of the SE. the management organ of the SE. | Please tick one box. |

| In accordance with Section 11 of the | SE TRO3 | |
|---|--|---|
| European Public Limited- Liability Company | Transfer from the United Kingdom (UK) of | C |
| Regulations 2004. | Societas Europaea (SE) | Companies House |
| | Societas Europaca (SE) | |
| | | |
| | A fee is payable with this form. Please see 'How to pay' on the last page. | |
| | mease see now to pay on the last page. | |
| 4 | What this form is for You may use this form to transfer an SE from the UK. What this form is NOT for You cannot use this form to submit any other information. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE details | |
| SE registered number | | Filling in this form Please complete in typescript or in |
| SE name in full | | bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| 2 | Proposed new name | |
| - | Please enter the proposed new name of the SE on transfer, if applicable. | Duplicate names |
| Proposed new name | | Duplicate names are not permitted. A list of registered names can be |
| in full | | found on our website. There are various rules that may affect your |
| | | choice of name. More information is available at |
| _ | | www.companieshouse.gov.uk |
| 3 | Member state name and address of registry • | |
| Name of member stat | R | Please enter the name of the member state where the above |
| | | named SE is to transfer. Please also enter the contact address of the |
| Address | | new registry. |
| Protocolo | | |
| Postcode | | |
| 4 | Proposed registered office address | _ |
| Building name/numbe | ir j | _ |
| Street | | _ |
| P | | _ |
| Post town | | - |
| County/Region | | |
| Postcode | | _ |
| Country | | |
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| | • | CHERODO |

BIS Department for Business Innovation & Siells

| | SE TR03 Transfer from the United Kingdom (UK) of Societas Europaea (SE) | |
|-----------------------------------|--|---|
| 5 | Principal business activity | |
| _ | Please show the trade classification code number(s) for the principal | Principal business activity You must provide a trade |
| Classification code 1 | activity or activities. | classification (Standard Industrial Classification 2003) code or a |
| Classification code 2 | | description of your SE's main business in this space. |
| Classification code 3 | | A full list of the trade classification |
| Classification code 4 | | codes are available on our website: www.companieshouse.gov.uk |
| | If you cannot determine a code, please give a brief description of your business activity below: | |
| Principal activity description | | |
| | | |
| 6 | Documents attached | 1 |
| | Please tick the boxes to confirm that all the following documents are attached to this form. | |
| | Document description | Number of pages |
| | Copy of the general meeting resolution approving the transfer of SE. | |
| | Statement of Solvency form (SS01) required by Regulation 72 of The European Public Limited-Liability Company Regulations 2004. | |
| | Report explaining and justifying the legal and economic aspects of the transfers and explaining the implications of the transfer for shareholders, creditors and employees in accordance with Article 8(3) of Council Regulation (EC) No 2157/2001. | |
| 7 | Member's Declaration | |
| Member name | 1 | |
| | of | |
| | | |
| | | |
| | being a Member of the management or administrative organ of the SE named in Part 1 confirm that: | |
| | In accordance with 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 in Part 1 and was publicised in accordance with Article 8(2) of the Regulation and The European Public Limited-Liability Company Regulations 2004; | |
| | In accordance with Article 8(3) of the Regulation the management or administrative organ of the SE named in Part 1 drew up a report on | |
| Date of report | | |
| | Shareholders and creditors of the SE named in Part 1 were notified in writing in accordance with regulation 56(1) of The European Public Limited-Liability Company Regulations 2004 of the right of examination and right to copies of the proposal and report referred to in regulation 56(1); | |

| | SE TR03 | |
|---------------|---|--|
| | Transfer from the United Kingdom (UK) of Societas Europaea (SE) | |
| | | |
| | 4. In accordance with 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 in Part 1 could examine and obtain copies of the transfer proposal referred to in paragraph 1 and the report referred to in paragraph 2 above; | This must be signed by a member of the management or administrative organ of the SE named in Part 1. |
| | Invoices, orders for goods and business letters of the SE named in Part 1 complied with the requirements of regulation 56(2) of The European Public Limited-Liability Company Regulations 2004. | |
| | The general meeting of the SE named in Part 1 approved the transfer proposal referred to in paragraph 1 above on | |
| Approval date | d d m m y y y y | |
| | such decision being taken in accordance with Article 59 of the Regulation; No proceedings for winding up, liquidation, insolvency or suspension of payments or other similar proceedings have been brought against the SE named in Part 1; and | |
| | 8. The information contained in this form is correct. | |
| Signature O | X X | |
| Date | | |
| 8 | Lawyer's Declaration | 1 |
| Lawyer name | 1 | |
| | of | |
| | | |
| | make this declaration in connection with the proposed transfer from the United Kingdom of the registered office of the SE named in Part 1 and confirm that: | |
| | 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 | |
| | 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 United Kingdom of the SE named in Part 1 have been completed in accordance with the requirements in or referred to in Article 8, except that I am not required to confirm; that the requirements of Article 3(2) have been moty and | |
| | (i) that the requirements of Article 8(7) have been met; nor (ii) that the certificate in accordance with Article 8(8) has been issued | |
| Signature | Sgrut.ro | |
| | x x | |
| Date | | |

| Presenter information | Important information |
|---|--|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this for appear on the public record. |
| visible to searchers of the public record. | £ How to pay |
| Contact name | A fee of £20 is payable to Companies Hou respect of a transfer. |
| Сопрану полне | Make cheques or postal orders payable to 'Co House.' |
| Adhess | ☑ Where to send |
| | You may return this form to any Compani- address, however for expediency we advi- return it to the appropriate address below |
| Rottown County®region Fostcole | For SEs registered in England and Wales: The Registrar of Companies, Companies House Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| Country DX Interphone Checklist | For SEs registered in Scotland: The Registrar of Companies, Companies House Fourth floot, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: You have filed form SE TR01 in advance of | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House First Floor, Waterfront Plaza, 8 Laganbank Roa Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| this form. | Further information |
| The SE name and number match the information held on the public Register. You have completed the proposed new name. You have given the member state name and address of the new registry. | For further information, please see the guidant on the website at www.companieshouse.gov.u or email enquiries@companieshouse.gov.uk |
| address of the new registry. You have attached the appropriate supporting documents. Any address given must be a physical location. They cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. You have completed the appropriate declarations. You have enclosed the correct fee. | This form is available in an alternative format. Please vis forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 82(1)(b) of the European Public Limited- | SE WU01 | |
|---|---|--|
| Liability Company Regulations 2004. | Notice of initiation or termination of winding-up, | Cronsposies House |
| | liquidation, insolvency or cessation of payment | - patrimed - |
| | procedures and decision to continue operating of | |
| | Societas Europaea (SE) | |
| | What this form is for You may use this form to give You must not use this form for filing | For further information, please refer to our guidance at |
| | notice of the initiation or any other information. | www.companieshouse.gov.uk |
| | termination of winding-up, liquidation, insolvency or cessation | |
| | of payment procedures and the decision to continue the operation | |
| | of the SE. | |
| 1 | SE details | |
| SE number SE name in full | | Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| 2 | Notice | alegeneration internation of |
| - | In respect of the SE named above the following event occurred on | O Please insert the date. |
| Date 0 | | |
| | Please tick the appropriate box below. | |
| | 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 | |
| 3 | Signature | |
| - | I certify that the information given in this form is correct. | |
| Signature | System | |
| _ | × × | |
| | This form may be signed by: Member of the management or administrative organ of the SE, Administrator, Administrative receiver, Receiver, Receiver manager. | |

BIS Department for Business Innovation & Skells

SE WU01

Notice of initiation or termination of winding-up, liquidation, insolvency or cessation of payment procedures and decision to continue operating of Societas Europaea (SE)

| Presenter information | Important information | |
|--|--|--|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this form will appear on the public record. | |
| visible to searchers of the public record. | ☑ Where to send | |
| Contact name Company name | You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below: | |
| Address | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. | |
| Restown | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, | |
| CountyRegion Parkode | 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). | |
| Country DBK Telephane | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. | |
| Checklist We may return forms completed incorrectly or with information missing. | DX 481 N.R. Belfast 1. | |
| Please make sure you have remembered the following: The SE name and number match the information held on the public Register. Please ensure you have entered the date and ticked the relevant box in Section 2. You have signed the form. | For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk | |
| | www.companieshouse.gov.uk | |

This form has been provided free of charge by Companies House.

| In accordance with Section 85 of the European Public Limited- | SE CV01 | |
|---|--|--|
| Liability Company Regulations 2004. | Conversion of Societas Europaea (SE) to a | Compagies House |
| | Public Limited Company (PLC) | - jakand - |
| | | |
| | A fee is payable with this form. | |
| | Please see 'How to pay' on the last page. | |
| 4 | / What this form is for You may use this form to convert an existing SE to a PLC. What this form is NOT for You cannot use this form to convert a PLC to an SE. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| Part 1 | SE details | |
| A1 | Details of converting SE | |
| SE number | | Filling in this form Please complete in typescript or in |
| Full name of converting SE | | bold black capitals. All fields are mandatory unless |
| _ | | specified or indicated by * |
| A2 | Proposed name | |
| Proposed Di C. name | Please show the proposed company name below. | Duplicate names Duplicate names are not permitted. |
| Proposed PLC name in full® | | A list of registered names can be found on our website. There are various rules that may affect your |
| For official use | | choice of name. More information is available at www.companieshouse.gov.uk |
| A3 | Company name restrictions @ | |
| | Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body. I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response. | Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website: www.companieshouse.gov.uk |
| A4 | Situation of registered office • | |
| | Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked): England and Wales Wales Scotland Northern Ireland | Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence. For England and Wales companies, the address must be in England and Wales. For Weish, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively. |
| BIS Department for Introvition & SHO | | CHFP000 10/09 Version 2.0 |

| SE CV01 |
|--|
| Conversion of Societas Europaea (SE) to a Public Limited Company (PLC) |

| A5 P | roposed registered office address in the UK® | |
|-----------------------------|---|--|
| Building name/number Street | | • Registered office address You must ensure that the address shown in this section is consistent with the situation indicated in Section A4. |
| Post town | | You must provide an address in England or Wales for companies to be registered in England or Wales. |
| County/Region Postcode | | You must provide an address in Wales, Scotland or Northern Irelan for companies to be registered in Wales, Scotland or Northern Irelan respectively. |
| Аб А | Attachments | |
| | Please tick the boxes below to confirm that all the following documents have been attached to this form. | |
| • | Document description | Number of pages |
| | Report by management or administrative organ of the SE converting to PLC in accordance with Article 66(3) of Council Regulation (EC) No 2157/2001. | |
| ר | Copy of certificate(s) of expert(s) in accordance with Article 66(5) of Council Regulation (EC) No 2157/2001. | |
| | Articles of proposed PLC. | |
| [[| Copy of Resolution approving conversion of SE to PLC in accordance with Article 66(6) of Council Regulation (EC) No 2157/2001. | |

| Conversion of Societas Europaea (SE) to a Public Limited Company (PLC) Part 2 Officer details appoint at least two directors, one of which must be an individual. For a secretary who is an individual, go to Section B1; for a corporate secretary, go to Section C1: for a director who is an individual, go to Section D1; and for a corporate director, go to Section E1. Secretary Please use a continuation page if you need to enter more details. Please use a continuation page if you need to enter more details. Please use a continuation page if you need to enter more details. Please use this sections C1-C5. Title * Full forename(s) Full forename(s) Former name(s) Secretary's service address • Bailding name/number Street Bait to win Secretary's service address • Bait to win Secretary S service address • Bait to win B | | | |
|--|---------------------|--|---|
| Public companies are required to appoint at least one secretary and must appoint at least two directors, one of which must be an individual. For a secretary who is an individual, go to Section B1; for a corporate secretary, go to Section C1; for a director who is an individual, go to Section D1; and for a corporate director, go to Section to II; and for a secretary appointments ⁹ Secretary Please use a continuation page if you need to enter more details. E1 Secretary appointments ⁹ Please use this section to list all the secretary appointments. For a corporate secretary, complete Sections C1-C5. Title * Secretary exponentiation page if you need to enter more details. Full forename(s) Additional appointments. Sumame Former name(s) Former name(s) ⁹ Secretary's service address ⁹ Building name/number Secretary's service address ⁹ Building name/number Secretary's service address ⁹ Secretary Past town Country Signature ⁹ Rost town Rease state The comparie secretary of the proposed PLC named in Section A2. Signature Symae | | SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (F | PLC) |
| Public companies are required to appoint at least one secretary and must appoint at least we directors, one of which must be an individual. For a secretary who is an individual, go to Section B1; for a corporate secretary, go to Section C1; for a director who is an individual, go to Section D1; and for a corporate director, go to Section to II; and for secretary appointments ⁹ Secretary Please use a continuation page if you need to enter more details. E1 Secretary appointments ⁹ Please use this section to list all the secretary appointments. For a corporate secretary, complete Sections C1-C5. Title * Secretary exponentiation page if you need to enter more details. Full forename(s) Additional appointments. Sumame Hease use this section to list all the secretary appointments. For a corporate secretary and the secretary is provide any provide any provide secretary is secretary appointments, page if you need to enter more details. Former name(s) Additional appointments Sumame Former name(s) Former name(s) Secretary's service address ⁹ Building name/number Secretary's service address ⁹ Building name/number Past town Sceneration Reset state The compary region and office region resided address. Postcode Signature ⁹ Rost town Reset state The compary region resided address. B3 | Part 2 | Officer details | |
| appoint at least two directors, one of which must be an individual. For a secretary who is an individual, go to Section D1; and for a corporate director go to Section E1. Secretary Please use a continuation page if you need to enter more details. B1 Secretary appointments® Please use this section to list all the secretary appointments. For a corporate secretary oppointments, for a corporate appointment, for a corporate appointment, for a corporate secretary appointments. Title * Please use this section to list all the secretary appointments. For a corporate secretary appointments, for a corporate secretary appointment, for a corporate secretary beac on the secretary appointment, for a corporate secretary appointment, for a corporate secretary beac on the secretary appointment, for a corporate secretary appointment, for a corporate secretary beac on the secretary appointment, for a corporate secretary is secretary if the proposed PIC named in Section A2. B2 Secretary's secretary of the proposed PIC named in Section A2. B3 Signature® Country I consent to act as secretary o | Fart 2 | | |
| go to Section C1; for a director who is an individual, go to Section D1; and for a corporate director, go to Section E1. Secretary Please use a continuation page if you need to enter more details. B1 Secretary appointments® Please use this section to list all the secretary appointments. For a corporate secretary, complete Sections C1-CS. Title * Please use this section to C1. CS. Full forename(s) Additional appointment please core that y appointments. For a corporate appointment please core that y appointments please core that y appoint appoint the y appointment or the y appointment please core that y appoint the | | | |
| Bit Secretary appointments Please use this section to list all the secretary appointments. For a corporate secretary appointment secretary appointments. For a corporate secretary appointments secretary appointments. For a corporate secretary appointments please come for corporate secretary appointments. For a corporate secretary appointment figures. For an ensertion of the secretary appointment figures with the appoint ment figures withe appoint ment figures with the appoint ment f | | go to Section C1; for a director who is an individual, go to Section D1; and for | |
| Please use this section to list all the secretary appointments. For a corporate secretary complete Sections C1-C5. Oroporate secretary appointments, please consistent of the secretary appointments, please consistent of the secretary appointments, please consistent of the secretary appointment, please consistence of the secretary appointment or the secretary appointment or secretary appointment or the secretary or the secretary or the secretary or the secretary appointment or the secretary or the secretary or the proposed PLC named in Section A2. | Secretary | Please use a continuation page if you need to enter more details. | |
| secretary, complete Sections C1-C5. For copports secretary Title * For copports secretary Full forename(s) Additional appointment, please com Surname Former name(s) • Former name(s) • Additional appointment please com Former name(s) • • Former name(s) • • Building name/number • Building name/number • Building name/number • Street • Country/Region • Postcode • Country • Ball Signature • • I consent to act as secretary of the proposed PLC named in Section A2. • Signature Signature • | B1 | Secretary appointments® | |
| Title * Section: Q1-C5 instead of Section R. Full forename(s) Additional appointment If you wish to appoint more scoretary please the Section R. Surmame Former name(s) Former name(s) Posses provide any previou with have been used for pupposes in the last 20 year. Posses provide any previou watch have been used for pupposes in the last 20 year. Posses provide any previou watch have been used for pupposes in the last 20 year. Building name/number This the last 20 year. Posses provide any previou wat reside and on ot ne former names unless previde norm of normer names unless previde norm of normer names. Building name/number This the address that with on the last 20 year used reside address. Post town Post town Please state The Company Registered Office' if your address. Postcode Image: Postcode Image: Postcode Country If you provide your resider address have it will appear upuic record. B3 Signature @ If you provide your resider address have it will appeae upuic record. Signature Signature Signature | | | |
| Full forename(s) Additional appointment fyou wish to appoint ment than one secotary, please than one secotary, please than one secotary please that any one secotary for business purposes. B2 Secretary's service address • Building name/number • Street • County/Region Please torvice the corruption of the proposed PLC named in Section A2. Bailson to act as secretary of the proposed PLC named in Section A2. • Signature Signature | Title * | | Sections C1-C5 instead of |
| Former name(s) • than one secretary please the "Secretary apointmen continuation page. Former name(s) • Former name(s) • • • <t< td=""><td>Full forename(s)</td><td></td><td>Additional appointments</td></t<> | Full forename(s) | | Additional appointments |
| Former name(s) the Secretary appointment continuation page. | Surname | | If you wish to appoint more than one secretary, please use |
| Box context of the proposed PLC named in Section A2. Signature | Former name(s) 🛛 | | the 'Secretary appointments' |
| B2 Secretary's service address • B2 Secretary's service address • Building name/number • Street • Post town • County/Region • Postcode • Country • Big • Signature • Signature • Signature • | | | Former name(s) |
| Building name/number Street This is the address that will on the public record. This is the address. Post town County/Region Postcode Country Signature⁹ Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature Signature<!--</th--><th></th><th></th><th>which have been used for business purposes in the last 20 years. Married women do not need to giv former names unless previously use</th> | | | which have been used for business purposes in the last 20 years. Married women do not need to giv former names unless previously use |
| Street This is the address that will on the public record. This is the address that will on the public record. This is address. Post town Post town County/Region Postcode Postcode Postcode Country Signature ⁹ I consent to act as secretary of the proposed PLC named in Section A2. O Signature Signature Signature | B2 | Secretary's service address ♥ | |
| Street on the public record. This is have to be your usual resist address. Post town main of the public record. This is have to be your usual resist address. Post town main of the public record. This is have to be your usual resist address. Post town main of the public record. This is have to be your usual resist address. Post town main of the public record. This is have to be your usual resist address. Post code main of the public record. Country main of the public record. B3 Signature® Signature Signature | Building name/numbe | ſ | |
| County/Region Registered Office' if your saddress will be recorded in proposed company's regist of scretaries as the company registared office. Postcode Image: Country Country Country Image: Country Country Signature Signature Signature Signature | Street | | on the public record. This does not have to be your usual residential |
| County/Region address will be recorded in proposed company's regist of secretaries as the company's registered office. Postcode Image: Country Country Image: Country B3 Signature® I consent to act as secretary of the proposed PLC named in Section A2. O Signature Signature Signature | Post town | - | Please state 'The Company's |
| Postcode of secretaries is the comp registered office. Country If you provide your resider address here it will appear public record. B3 Signature® I consent to act as secretary of the proposed PLC named in Section A2. O Signature The person named above to act as secretary of the proposed PLC named in Section A2. | County/Region | | address will be recorded in the |
| B3 Signature I will appear public record. Signature Signature Sign | Pastcode | | of secretaries as the company's |
| I consent to act as secretary of the proposed PLC named in Section A2. O Signature Signature Signature Signature | Country | | If you provide your residential address here it will appear on the public record. |
| I consent to act as secretary of the proposed PLC named in Section A2. O Signature Signature Signature Signature | B3 | Signature® | - |
| Signature Signat | _ | | |
| h d | Signature | | The person named above consents to act as secretary of the proposed |
| | Signature | - | Di C |
| | | | |
| | | | |

SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (PLC)

| C1 | Corporate secretary appointments • | |
|---|---|---|
| Name of corporate body or firm | Please use this section to list all the corporate secretary appointments. | Additional appointments If you wish to appoint more than or corporate secretary, please use the "Corporate secretary appointments" continuation page. |
| Building name/number | | |
| 9 Street | | B Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be |
| Post town | | a PO Box number (unless contained within a full address), DX number o |
| County/Region | | LP (Legal Post in Scotland) number. |
| Postcode | | |
| Country | | |
| C2 | Location of the registry of the corporate body or firm | |
| | Is the corporate secretary registered within the European Economic Area (EEA)? • Yes Complete Section C3 only • No Complete Section C4 only | |
| C3 | EEA companies 9 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | © EEA A full list of countries of the EEA ca be found in our guidance: |
| Where the company/ firm is registered | | www.companieshouse.gov.uk O This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| C4 | Non-EEA companies | 1 |
| _ | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered • | | |
| If applicable, the registration number | | |
| C5 | Signature® | |
| | I consent to act as secretary of the proposed PLC named in Section A2. | O Signature The person named above consents |
| Signature | Spane X | to act as corporate secretary of the |
| | | CHFP000 10/09 Version 2.0 |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (| PLC) |
|--|---|---|
| Director | | |
| D1 | Director appointments® | |
| Tal. * | Please use this section to list all the director appointments. For a corporate director, complete Sections E1-E5. | Appointments Public companies must appoint at least two directors, one of which |
| Title * | | must be an individual. |
| Full forename(s) | | Former name(s) Please provide any previous names |
| Surname Former name(s) 🛛 | | which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence 0 | | Country/State of residence This is in respect of your usual residential address as stated in Section D4. |
| Nationality | | Business occupation |
| Date of birth | | If you have a business occupation, please enter here. If you do not, |
| Business occupation (if any) O | | please leave blank. Additional appointments Il you wish to appoint more directors, please use the 'Director appointments' continuation page. |
| D2 | Director's service address 🛛 | |
| | Please complete the service address below. You must also fill in the director's usual residential address in Section D4. | Service address This is the address that will appear on the public record. This does not |
| Building name/number | | have to be your usual residential address. |
| Street | | Please state 'The Company's Registered Office' if your service address will be recorded in the |
| Post town | | proposed company's register of directors as 'The Company's |
| County/Region | | Registered Office'. |
| Postcode | | If you provide your residential address here it will appear on the |
| Country | | public record. |
| D3 | Signature® | |
| | I consent to act as director of the proposed PLC named in Section A2. | • Signature The person named above consents |
| Signature | Signal.rv X | to act as director of the proposed |
| | | |

| | SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (P | rlc) X |
|----------------------|---|---|
| | This page is not shown on the public record Do not cover this barcode | |
| D4 | Director's usual residential address • | |
| Building name/number | Please complete your usual residential address below. | New director's usual residential address Please state "Same as service address' in this section if your usual |
| Street | | residential address is recorded in the company's proposed register of director's residential addresses as 'Same as the service address'. |
| Post town | | This does not apply if your service |
| County/Region | | address has been stated in Section D2 as 'The Company's |
| Postcode | | Registered Office'. This cannot be a PO Box, DX or LP |
| | | |
| Section 243 of | Section 243 exemption [®] | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 02 as this will appear on the public record. |
| X | approximente una recontentaria de prosteu lugerines. | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| | SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (F | PLC) | |
|--|---|---|--|
| Director | | | |
| D1 | Director appointments® | | |
| Tal. * | Please use this section to list all the director appointments. For a corporate director, complete Sections E1-E5. | Appointments Public companies must appoint at least two directors, one of which | |
| Title * | | must be an individual. | |
| Surname | | Former name(s) Please provide any previous names | |
| Former name(s) 🖲 | | which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. | |
| Country/State of residence 0 | | Ocuntry/State of residence This is in respect of your usual residential address as stated in | |
| Nationality | | Section D4. O Business occupation | |
| Date of birth | d d m n y y y y | If you have a business occupation, please enter here. If you do not, | |
| Business occupation (if any) • | | please leave blank. | |
| (in any) e | | Additional appointments If you wish to appoint more directors, please use the 'Director appointments' continuation page. | |
| D2 | Director's service address 🛛 | | |
| | Please complete the service address below. You must also fill in the director's usual residential address in Section D4. | Service address This is the address that will appear on the public record. This does not | |
| Building name/number | | have to be your usual residential address. | |
| Street | | Please state 'The Company's Registered Office' if your service address will be recorded in the | |
| Post town | | proposed company's register | |
| County/Region | | of directors as 'The Company's Registered Office'. | |
| Postcode | | If you provide your residential address here it will appear on the | |
| Country | | public record. | |
| D3 | Signature® | | |
| | I consent to act as director of the proposed PLC named in Section A2. | O Signature The person named above consents | |
| Signature | Strater X | to act as director of the proposed | |
| | | | |

| | SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (P | LC) X |
|--------------------------------------|--|---|
| | This page is not shown on the public record | |
| D4 | Director's usual residential address 9 | |
| Building name/number Street | Please complete your usual residential address below. | O New director's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the company's proposed register of |
| Post town | | director's residential addresses as "Same as the service address". This does not apply if your service address has been stated in Section D2 as "The Company's |
| County/Region Postcode Country | | Registered Office'. This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| Section 242 of | | I |
| Section 243 of Companies Act 2006 | Section 243 exemption ® Only tick the box below if you are in the process of applying for, or have been | |
| | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 02 as this will appear on the public record. |
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| SE CV01 | |
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| Conversion of Societas Europaea (SE) to a Public Limited Company (PLC) | |

| Corporate direct | | |
|--|---|--|
| E1 | Corporate director appointments • | |
| | Please use this section to list all the corporate director appointments. | Additional appointments If you wish to appoint more than on |
| Name of corporate body or firm | | fryou wish to appoint more than on corporate director, please use the 'Corporate director appointments' continuation page. |
| Building name/number | | Registered or principal address |
| Street | | This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be |
| Post town | | a PO Box number (unless contained within a full address), DX number or |
| County/Region | | LP (Legal Post in Scotland) number. |
| Postcode | | |
| Country | | |
| E2 | Location of the registry of the corporate body or firm | |
| | Is the corporate director registered within the European Economic Area (EEA)? | |
| | → Yes Complete Section E3 only → No Complete Section E4 only | |
| E3 | EEA companies Ø | 1 |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | © EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered • | | www.companieshouse.gov.uk |
| | | O This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC). |
| Registration number | | province (see 12 march) |
| E4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered 9 | | |
| If applicable, the registration number | | |
| E5 | Signature® | I |
| | I consent to act as director of the proposed PLC named in Section A2. | O Signature The person named above consents |
| Signature | Spatre | to act as corporate director of the |
| | x x | proposed PLC. |
| | | |

SE CV01 Conversion of Societas Europaea (SE) to a Public Limited Company (PLC)

| Part 3 | Statement | of capital | | | | |
|--|--|---|--|------------------------------------|----------------------|---|
| F1 | | • • Pound Sterling (# | E) | | | |
| Please complete the ta | able below to show | each class of shares hel | | | | |
| Class of shares (E.g. OrdinandPreference et | | Amount paid up on each share 0 | Amount (if any) unpaid on each share 0 | Number of sha | res θ | Aggregate nominal value O |
| | | - | | i | | E |
| | | | | | | £ |
| | | | | | | £ |
| | | | | | | £ |
| | | | Totals | 5 | | £ |
| F2 | Share capital i | n other currencies | | | | |
| Please complete the ta Please complete a sep | | any class of shares held currency. | in other currencies. | | | |
| Currency | | | | | | |
| Class of shares (E.g. Ordinary/Preference et | c.) | Amount paid up on each share O | Amount (if any) unpaid on each share O | Number of sha | res O | Aggregate nominal value O |
| | | - | | | | <u> </u> |
| | | | Total: | | | |
| | | | | 1 | | 1 |
| Currency | | | | | | |
| Class of shares (E.g. Ordinary/Preference et | с) | Amount paid up on each share O | Amount (if any) unpaid on each share O | Number of sha | res 🔁 | Aggregate nominal value |
| | | | | | | |
| | | | | | | |
| | | | Totals | 5 | | |
| F3 | Totals | | | | | |
| | Please give the tot issued share capita | | d total aggregate nominal | value of | Please li | agregate nominal value. st total aggregate values in t ourrencies separately. |
| Total number of shares | | | | | | nple: £100 + €100 + \$10 etc |
| Total aggregate O nominal value | | | | | | |
| Including both the nomi share premium. | nal value and any | Oumber of shares issue nominal value of each s | ihare. Ple | ntinuation pag ase use a Stater | ies nent of Capit | tal continuation |
| Total number of issued s | hares in this class. | | paj | ge if necessary. | | |
| | | | | | | |
| l | | | | | CHEPODD | |

10/09 Version 2.0

SE CV01

Status: Point in time view as at 01/10/2009. **Changes to legislation:** There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| F4 | Prescribed particulars of rights atta | ched to shares |
|---|---------------------------------------|---|
| Class of share Prescribed particula O | | Ched to shares • Prescribed particulars of rights attached to shares The particulars are: a. particulars of any voting rights, in charms that are only in ortain circumstances; b. particulars of any vights, as respects dividend, to participate in distribution; c. particulars of any rights, as respects capital, to participate in distribution; (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed or are liable to be redeemed or the shares holder and any terms or conditions relating rederuption of these shares. A separate table must be used for each class of share. |

SE CV01

| F4 | Prescribed particulars of rights atta | ched to shares |
|---|---------------------------------------|--|
| Class of share Prescribed particula C | | Prescribed particulars of rights attached to shares The particulars of any voting rights, including rights that arise only in certain circumstances: b. particulars of any rights, as respects capital, to participate in distribution: c. particulars of any rights, as respects capital, to participate in distribution (including on windin upl) and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shares. A separate table must be used for each class of share. A separate table must be used for each class of share. |

SE CV01

Status: Point in time view as at 01/10/2009. **Changes to legislation:** There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| F4 | Prescribed particulars of rights attac | hed to shares |
|--|--|--|
| Class of share Prescribed particular O | | Prescribed particulars of rights attached to shares The particulars are: a. particulars are: a. particulars of any rights, including rights, including rights, including rights, is respects dividends, to participate in a distribution; c. particulars of any rights, as respects dividends, to participate id stribution; c. particulars of any rights, as respects dividends, to participate id stribution; c. particulars of any rights, as respects dividends, to participate id stribution; c. particulars of any rights, as respects dividends, to participate id stribution; c. particulars are to be redeemed or are liable to be redeemed at the option of the company or the sharefulder an any terms or conditions relating redemption of these shares. A separate table must be used for each class of share. A separate table must be used for each class of share. |

SE CV01

| ass of share | OPrescribed particulars of rights |
|----------------------|--|
| escribed particulars | Prescribed particulars of rights attached to shares The particulars are: particulars of any voting rights, including rights that arise only is certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in distribution (including on windir up); and |
| | |
| | |

| Part 4 | Member's declaration | |
|-------------------|--|--|
| Member name | I, of being a Member of the management or administrative organ of the SE named in Part 1 confirm that: | This must be signed by a member of the management or administrative organ of the SE named in Part 1. |
| Registration date | 1. The SE mentioned in Part 1 was first registered on d d m y p y 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. In accordance with 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 in Part 1 and were publicised in accordance with the Regulation and to Regulation 85 of The European Public Limited-Liability Company Regulations 2004; 3. In accordance with 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 in Part 1 on | |
| Drawn up date | d a m y y y 4. In accordance with Article 66(5) of the Regulation, an independent expert(s) prepared a certificate (copy(ies) attached to this form) dated | |
| Certificate date | d d m m y y y y 5. The general meeting approved the Articles of Association and draft terms of the conversion on d | |
| Approval date | d m m y y y y y (copy(ies) of resolution and Articles of Association are attached to this form); and 6. The information given in this form is correct. | |
| Signature O | X X | |
| Date | | |

| SE | CV0 | 1 | |
|----|-----|------------|--|
| - | | <i>.</i> - | |

Conversion of Societas Europaea (SE) to a Public Limited Company (PLC)

| | Important information |
|--|--|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses |
| • | £ How to pay |
| Contact nome | A fee of £20 is payable to Companies House in respect of a conversion. |
| A times | Make cheques or postal orders payable to 'Companies House.' |
| | Where to send |
| Post taken | You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below: |
| County Region | For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| ox Releasone Checklist | For companies registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: | For companies registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, & Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| You have filed form SE DT03 in advance of this form. You have given the correct details for the SE. You have given the proposed name of the PLC. You have completed the appointment details for the officers. Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in | Section 243 exemption If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |
| Scotland) number. You have completed the statement of capital. | i Further information |
| You have attached the appropriate supporting documents. You have completed the declaration. You have signed the form, where appropriate. You have enclosed the correct fee. | For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| | This form is available in an |
| | alternative format. Please visit the |
| | |
| | forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

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| European Public Limited- Liability Company Regulations 2004. | SE CV01 - continuation page Conversion of Societas Europaea (SE) to a Public Limited Company (F | rLC) |
|--|---|--|
| Corporate secret | | |
| C1 | Corporate secretary appointments | |
| Name of corporate body or firm | Please use this section to list all the corporate secretary appointments. | O Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number /unless contained |
| Building name/number O Street | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| C2 | Location of the registry of the corporate body or firm | |
| | Is the corporate secretary registered within the European Economic Area (EEA)? • Yes Complete Section C3 only • No Complete Section C4 only | |
| C3 | EEA companies 🕈 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | © EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered | | www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| C4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered O | | |
| If applicable, the registration number | | |
| C5 | Signature® | 1 |
| | I consent to act as secretary of the proposed PLC named in Section A2. | Gignature The person named above consents |
| Signature | Spane X | to act as corporate secretary of the proposed PLC. |
| | 1 | C11770000 |

| in accordance with Section 85 of the European Public Limited- | SE CV01 - continuation page Conversion of Societas Europaea (SE) to a Public Limited Company (F | 2(C) |
|---|--|--|
| Liability Company Regulations 2004. | conversion of societas europeed (set to a rushe ennior company to | |
| Director | | |
| D1 | Director appointments [®] | |
| _ | Please use this section to list all the director appointments. For a corporate director, complete Sections E1-E5. | Appointments Public companies must appoint at |
| Title * | | least two directors, one of which must be an individual. |
| Full forename(s) | | Former name(s) |
| Surname | | Please provide any previous names which have been used for business |
| Former name(s) 🖲 | | purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes. |
| Country/State of residence Ø | | Ocuntry/State of residence This is in respect of your usual residential address as stated in Section D4. |
| Nationality | | Business occupation |
| Date of birth | d d m m y y y y | If you have a business occupation, |
| Business occupation (if any) 🛛 | | please enter here. If you do not, please leave blank. |
| D2 | Director's service address® Please complete the service address below. You must also fill in the director's | Service address |
| | usual residential address in Section D4. | This is the address that will appear on the public record. This does not |
| Building name/number | | have to be your usual residential address. |
| Street | | Please state 'The Company's Registered Office' if your service |
| Post town | | address will be recorded in the proposed company's register |
| County/Region | · | of directors as 'The Company's Registered Office'. |
| Postcode | | If you provide your residential address here it will appear on the |
| Country | | public record. |
| D3 | Signature® | |
| | I consent to act as director of the proposed PLC named in Section A2. | • Signature The person named above consents |
| Signature | X X | to act as director of the proposed PLC. |
| | | - |

| | SE CV01 - continuation page Conversion of Societas Europaea (SE) to a Public Limited Company (F | PLC) |
|----------------------|--|---|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| D4 | Director's usual residential address • | |
| | Please complete your usual residential address below. | • New director's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual residential address is recorded in |
| Street | | the company's proposed register of director's residential addresses as 'Same as the service address'. |
| Post town | | This does not apply if your service |
| County/Region | | address has been stated in Section D2 as 'The Company's Registered Office'. |
| Postcode | | This cannot be a PO Box, DX or LP (Legal Post in Scotland) number. |
| | | I |
| Section 243 of | Section 243 exemption * | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section D2 as this will appear on the public record. |
| | The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the application and this form must be posted together. | |
| Х | | |

| European Public Limited- Liability Company Regulations 2004. | SE CV01 - continuation page Conversion of Societas Europaea (SE) to a Public Limited Company (P | LC) |
|--|---|---|
| Corporate direct | | |
| | Corporate director appointments Please use this section to list all the corporate director appointments. | • Registered or principal address |
| Name of corporate body or firm | Prease use this section to list an the corporate director appointments. | This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO Box number funless contained |
| Building name/number ① Street | | within a full address), DX number or LP (Legal Post in Scotland) number. |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| E2 | Location of the registry of the corporate body or firm | |
| | Is the corporate director registered within the European Economic Area (EEA)? | |
| | → Yes Complete Section E3 only → No Complete Section E4 only | |
| E3 | EEA companies 🕈 | |
| | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | • EEA A full list of countries of the EEA can be found in our guidance: |
| Where the company/ firm is registered | | Www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC). |
| E4 | Non-EEA companies | |
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, |
| Legal form of the corporate body or firm | | you must also provide its number in that register. |
| Governing law | | |
| If applicable, where the company/firm is registered O | | |
| If applicable, the registration number | | |
| E5 | Signature® | |
| — | I consent to act as director of the proposed PLC named in Section A2. | ⊖ Signature |
| Signature | Spotte X | The person named above consents to act as corporate director of the proposed PLC. |
| | - | |

| h accordance with Section 85 of file European Public Limited- Uability Company Regulations 2004. | continuation p cietas Europaea (SI | Dage E) to a Public Limited | Company (PLC) | |
|--|--|--|----------------------------|----------------------------------|
| Statement of capital | | | | |
| Please complete the table below to show a Please complete a separate table for each | ach class of shares hel currency. | d in other currencies. | | |
| Currency | | | | |
| Class of shares (E.g. Ordinary/Preference etc.) | Amount paid up on each share O | Amount (if any) unpaid on each share O | Number of shares \varTheta | Aggregate nominal value O |
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| | 1 | Total | s | |
| O Including both the nominal value and any | Number of shares issue | | 1 | |
| share premium. Total number of issued shares in this class. | nominal value of each s | hare. | | |

| In accordance with Section 85 of the European Public Limited- Liability Company Regulations 2004. | SE CV01 - continuation page Conversion of Societas Europaea (SE) to | ge > a Public Limited Company (P | LC) |
|---|--|-------------------------------------|--|
| F4 | Prescribed particulars of rights atta | ched to shares | |
| E4 Class of share Prescribed particulars O | Prescribed particulars of rights atta | ched to shares | Prescribed particulars of rights attached to shares The particulars of any voting rights, including rights that arise only in certain circumstances; particulars of any rights, as respects dividends, to participate in a distribution; particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redeription of these shares. A separate table must be used for each class of share. |
| | | | |

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| you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. to, this form will appear on the public content we Content we Content we County we can be appropriate address Content we can be appropriate address Presset we can be appropriate address For SEs registered in England and W The Registran of Companies Companies Companies County we can be appropriate address For SEs registered in Scotland: The Registran of Companies Companies County | II help Companies House if there is a query. The contact information you give will be archers of the public record. II help Companies House if there is a query. The contact information you give will be archers of the public record. II help Companies House if there is a query. II help Companies House if there is a query. II help Companies House if there is a query. II help Companies House is address, however for expediency we advise return it to the appropriate address below. II help Companies House is registered in England and Wales: II he Registrar of Companies, Companies House Crown Way, Cardiff. For SEs registered in Scotland: The Registrar of Companies, Companies House Fourth floot, Edinburgh Quey 2, 139 Fountainbridge, Edinburgh Cotland: The Registrar of Companies, Companies House First Floor, Waterfront Plaza, 8 Laganbank Road Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Ilist turn forms completed incorrectly or mation missing. for further information, please see the guidance on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk the public Register |
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| You may use this form to file the draft terms of formation of a holding SE involving a UK registered company or SE You cannot use this form to file any other information for a holding SE involving a UK registered company or SE. Import the information for a holding SE involving a UK registered company or SE. 1 SE/Company details SE/Company details SE/Company number Import the information Import the information 2 Statement of formation Import the information (EC) No 2157/2001, a copy of the draft terms for the proposed SE is attached to this form. 3 Signature Icertify that the information given in this form is correct. Signature Signature This form may be signed by: Director of promoting company, Member of | Companied House |
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BIS Department for Business Inconstion & Skills

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

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Draft terms of formation of holding Societas Europaea (SE) involving a United Kingdom (UK) registered company or SE

| You do not have to give any contact information, but if | Please note that all information on, and attached |
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| you do it will help Companies House if there is a query | to, this form will appear on the public record. |
| on the form. The contact information you give will be visible to searchers of the public record. | |
| · | Where to send |
| Contact name | You may return this form to any Companies Hous |
| Company name | address, however for expediency we advise you t return it to the appropriate address below: |
| Address. | For SEs registered in England and Wales: |
| | The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. |
| | For SEs registered in Scotland: |
| Restaren | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, |
| County/Region | 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 |
| Cautty | or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: |
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| Telephane | First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. |
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| the following: The SE/company name and number match the | |
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| You have attached a copy of the Draft Terms of Formation of Holding Societas Europaea (SE). | alternative format. Please visit the |
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| In accordance with Section 68(3)(a) of the European Public United- Lightlift Company Regulations 2004. | SE DTO2 Draft terms of conversion of a Public Limited Company (PLC) to Societas Europaea (| SE) |
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| | What this form is for You may use this form to file draft terms of conversion of a PLC to an SE. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | PLC details | |
| PLC number PLC name in full | | Filling in this form Please complete in typescript or in bold black capitals. All fields are mendatory unless |
| | | specified or indicated by * |
| 2 Statement | Statement of conversion In accordance with 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 is attached to this form. | - |
| 3 | Signature I certify that the information given in this form is correct. | - |
| Signature | Signate X X | - (|
| | This form may be signed by: Director of the PLC, Secretary of the PLC. | - |
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| Presenter information | Important information |
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| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be with the such such as the public sector. | Please note that all information on, and attact to, this form will appear on the public record. |
| visible to searchers of the public record. | 🖾 Where to send |
| Contract nume | You may return this form to any Companies H address, however for expediency we advise y return it to the appropriate address below: |
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| DK Déphane | For companies registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
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| We may return forms completed incorrectly or with information missing. | i Further information |
| Please make sure you have remembered the following: | For further information, please see the guidance no on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| The PLC name and number match the information held on the public Register. | This form is available in an |
| You have attached a copy of the Draft Terms of Conversion. | alternative format. Please visit t |
| You have signed the form. | forms page on the website at |
| | www.companieshouse.gov.uk |
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This form has been provided free of charge by Companies House.

| In accordance with Section 70(1) of the European Public Limited- Usbilly Company Regulations 2004. | SE SCO1 Notice of satisfaction of conditions for the formation of holding Societas Europaea (SE) by a United Kingdom (UK) registered company or SE | Companies Howe |
|--|---|---|
| | What this form is for You may use this form to give notice of a satisfaction of conditions for the formation of a holding SE by a UK registered company or SE | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE/Company details | |
| SE/Company number SE/ Company name in full | | Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless modified to a in district to a line. |
| 2 | Proposed name | specified or indicated by * |
| Proposed full name of Holding SE | · | |
| 3 | Notice of satisfaction | |
| | The Promoting Company Promoting SE named above gives notice that in accordance with Article 33(2) of Council Regulation (EC) No 2157/2001 the conditions for the formation of the proposed holding SE named above have been fulfilled. | Please tick the appropriate box. |
| 4 | Signature | |
| - | I certify that the information given in this form is correct. | |
| Signature | Sgrature | |
| agnuare | × × | |
| | This form may be signed by: Director of promoting company, Secretary of promoting company, Member of an administrative or management organ of the promoting SE. | |
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BIS Department for Basiness Innovation & Skills

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE SC01

Notice of satisfaction of conditions for the formation of holding Societas Europaea (SE) by a United Kingdom (UK) registered company or SE

| Presenter information | Important information |
|---|---|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this form will appear on the public record. |
| visible to searchers of the public record. | ☑ Where to send |
| Contact name | You may return this form to any Companies Hous address, however for expediency we advise you t return it to the appropriate address below: |
| Adores | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| Rest streen | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth Root, Edinburch Quay 2. |
| Sounty/Region | 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| Country Disc | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. |
| Checklist | DX 481 N.R. Belfast 1. |
| with information missing. Please make sure you have remembered the following: The SE/Company name and number match the information held on the public Register. You have read and understood the notice of satisfaction. You have signed the form. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk |

This form has been provided free of charge by Companies House.

| In accordance with Section 72169 of the European Public Limited- Liability Company regulations 2004. | SE SSO1 Statement of solvency by members of Societas Europaea (SE) which is proposing to transfer from the United Kingdom (UK) | Comparised House |
|--|--|--|
| | What this form is for You may use this form to make a statement of solvency by members of the SE which is proposing to transfer from the UK. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 SE number SE name in full | SE details | Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless specified or indicated by * |
| 2 Proposed new name of SE in full • | Proposed name of SE, if applicable | Proposed new name Please enter proposed name, If applicable. |
| 3 Proposed transfer dat | Date of proposed transfer | |
| - | We being all the members of the: ● | Please tick the appropriate box. |

BIS Department for Busine Innovation 4 Stells

| | SE SS01 | | |
|--------------------|---|-----------------------------------|--|
| | Statement of solvency by members of So to transfer from the United Kingdom (UK | cietas Europaea (SE) which is | s proposing |
| | to transfer from the onited Kingdom (or | 9 | |
| 5 | Signatures of all the members of the administrative organ of the SE name | management or d in Section 1 • | |
| Member's signature | Syntre X | × | All members of the management or supervisory organ of the SE must sign. Continuation pages |
| Member's signature | Signature X | x | Please use a continuation page if necessary. |
| Member's signature | Signature X | × | |
| Member's signature | Sprane X | × | |
| Member's signature | Sprase X | × | |
| Member's signature | Sprase X | × | |
| Member's signature | sprase X | × | |
| Member's signature | Sprase X | × | |
| Member's signature | Signature X | × | |
| Member's signature | Signature X | × | |
| | | | |

SE SS01

Statement of solvency by members of Societas Europaea (SE) which is proposing to transfer from the United Kingdom (UK)

| You do not have to give any contact information, but if | Please note that all information on this form will |
|---|--|
| you do it will help Companies House if there is a query on the form. The contact information you give will be | appear on the public record. |
| visible to searchers of the public record. | 🗠 Where to send |
| Contact name | You may return this form to any Companies Hous address, however for expediency we advise you return it to the appropriate address below: |
| Addres. | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. |
| Rist snan | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floot, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. |
| SoungRegion | DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| Country | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. |
| filiphana | DX 481 N.R. Belfast 1. |
| Checklist We may return forms completed incorrectly or | Further information |
| with information missing. | For further information, please see the guidance notes |
| Please make sure you have remembered the following: | on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| The SE name and number match the information held on the public Register. | This form is available in an |
| You have filed this form with an SE TR03. You have ticked the appropriate box and read the | alternative format. Please visit the |
| declaration. | forms page on the website at |
| You have signed the form. | www.companieshouse.gov.uk |
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10/09 Version 2.0

| In accordance with Section 72(6) of the European Public Limited- Liability Company regulations 2004. | SE SS01 - continuation page Statement of solvency by members of Societas Europaea (SE) to transfer from the United Kingdom (UK) | which i | s proposing |
|--|---|---------|---|
| 5 | Signatures of all the members of the management or administrative organ of the SE named in Section 1 • | | |
| Member's signature | Signature X | x | All members of the management or supervisory organ of the SE must sign. |
| Member's signature | Separate X | × | |
| Member's signature | Sprane X | × | |
| Member's signature | Syster X | × | |
| Member's signature | Sgrasse X | × | |
| Member's signature | Sprase X | × | |
| Member's signature | Syrative X | × | |
| Member's signature | Sgrasse X | × | |
| Member's signature | Sgratere X | × | |
| Member's signature | Sprane X | × | |
| | I | | |

| In accessionce with Section 79(2) of the European Public Limited- Liability Compeny Regulations 2004. | SE APO1 Appointment of a member of a supervisory organ of a Societas Europaea (SE) | of Companies Horic |
|---|---|--|
| | What this form is for You may use this form to appoint a member of a supervisory organ of an SE. What this form is NOT for You cannot use this form If you are appointing a corporate member of a supervisory organ of an SE (to do this, please use form SE AP02) or to appoint a member of an administrative or management organ (to do this, please use form AP01). | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE details | |
| SE number SE name in full | | Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| 2 | Date of member's appointment | |
| Date of appointment | d d m m y y y y | |
| 3 | New member's details | |
| Title * | | O Former name(s) |
| Full forename(s) | | Please provide any previous names which have been used for business |
| Surname | | purposes in the past 20 years. Married women do not need to give |
| Former name(s) • Country/State of | | former names unless previously used for business purposes. Continue in Section 6 if required |
| residence 0 | | Country/State of residence |
| Nationality | | This is in respect of your usual residential address as stated in |
| Date of birth | d d m m y y y | Section 4a. |
| Business occupation (if any) O | | Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. |
| 4 | New member's service address o | |
| | Please complete the service address below. You must also complete the member's usual residential address in Section 4a. | O Service address Please provide your service address. This is the address that will appear |
| Building name/number | | on the public record. This does not have to be the usual residential |
| Street | | address. Please state 'The SE's Registered |
| Past tawn | | Office' if your service address is recorded in the SE's register of |
| County/Region | | members as the SE's registered office. |
| Postcode | | If you provide your residential |
| Country | | address here it will appear on the public record. |
| | ur Business Kelle | CHFP000 10/09 Version 2.0 |

| | SE AP01 Appointment of a member of a supervisory organ of Societas Europa | ea (SE) |
|----------------------|--|--|
| | This page is not shown on the public record Do not cover this barcode | |
| 4a | New member's usual residential address o | |
| | Please complete your usual residential address below. | O New member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual |
| Street | | residential address is recorded in the SE's register of member's residential addresses as 'Same as service address'. |
| Post town | | You cannot use 'Same as service |
| County/Region | | address' if your service address has been stated in Section 4 as 'The SE's Registered Office'. You will need to |
| Postcode | | complete the address in full. |
| | • | (Legal Post in Scotland) number. |
| Section 243 of | Section 243 exemption ® | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 4 as this will go on the public record. |
| X | application and this form must be posted together. | |

| | SE AP01 Appointment of a member of a supervisory organ of Societas Europaea (SE) | | |
|------------------------|--|---|---|
| 5 | Signatures | | |
| _ | I consent to act as member of a supervisory organ of the above named SE. | | |
| New member's signature | Separation X | x | |
| Authorising signature | Signature X | x | |
| | This form may be signed and authorised by: Member of management organ of the SE, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager. | | |
| 6 | Additional former names (continued from Section 3) | | |
| Former names O | | | Additional former names Use this space to enter any additional names. |
| | | | |

Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

SE AP01

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

| You do not have to give any contact information, but if | Please note that all information on this form |
|---|--|
| you do it will help Companies House if there is a guery | will appear on the public record, apart from |
| on the form. The contact information you give will be | information relating to usual |
| visible to searchers of the public record. | residential addresses. |
| Contact name | Where to send |
| mpany name | You may return this form to any Companies House |
| | address, however for expediency we advise you to return it to the appropriate address below: |
| ádress | For SEs registered in England and Wales: |
| | The Registrar of Companies, Companies House, |
| | Crown Way, Cardiff, Wales, CF14 3UZ |
| t treen | DX 33050 Cardiff. |
| 1 press | For SEs registered in Scotland: |
| | The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, |
| N tode | 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. |
| arty | DX ED235 Edinburgh 1 |
| K. | or LP · 4 Edinburgh 2 (Legal Post). |
| | For SEs registered in Northern Ireland: |
| lephane | The Registrar of Companies, Companies House, |
| | First Floor, Waterfront Plaza, 8 Laganbank Road, |
| Checklist | Belfast, Northern Ireland, BT1 3BS. |
| Ve may return forms completed incorrectly or | DX 481 N.R. Belfast 1. |
| vith information missing. | Section 243 exemption |
| | If you are applying for, or have been granted a section |
| lease make sure you have remembered | 243 exemption, please post this whole form to the |
| he following: | different postal address below: The Registrar of Companies, PO Box 4082, |
| The SE name and number match the information | |
| held on the public Register. | I Cardiff, CE14, BWE. |
| Vou have provided a business accuration if your | Cardiff, CF14 3WE. |
| You have provided a business occupation if you have one. | Cardiff, CF14 3WE. |
| have one. You have provided a correct date of birth. | |
| have one. You have provided a correct date of birth. You have completed the date of appointment. | Zardiff, CF14 JWE. |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box . | Further information For further information, please see the guidance notes |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box . You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot | Further information For further information, please see the guidance notes |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box . You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an |
| have one. You have provided a correct date of birth. You have provided the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box . You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 application if applying for this at the same time as | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box . You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 application if applying for this at the same time as completing this form. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 application if applying for this at the same time as completing this form. The new member has signed the form. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have enclosed a relevant section 243 application if applying for this at the same time as completing this form. The new member has signed the form. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 application if applying for this at the same time as completing this form. The new member has signed the form. | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| have one. You have provided a correct date of birth. You have completed the date of appointment. You have completed the nationality box. You have provided both the service address and the usual residential address. Addresses must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have included all former names used for business purposes over the last 20 years. You have enclosed a relevant section 243 application if applying for this at the same time as | Further information For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |

This form has been provided free of charge by Companies House.

| In accordance with Section 79(2) of the European Public United-Liability Company Regulations 2004. | SE APO2 Appointment of corporate member of a supervisory organ of Societas Europaea (SE) | Companies House - so he wood - |
|---|---|---|
| 1 | What this form is for You may use this form to appoint a corporate member of a supervisory organ of an SE. What this form is NOT for You cannot use this form to appoint a member of a supervisory organ of an SE (to do this, please use form SE AP01) or to appoint a corporate member of an administrative or management organ (to do this, please use form AP02). | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE details | |
| SE number SE name in full | | Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| 2 | Date of corporate member's appointment | specified or indicated by - |
| Date of appointment | | |
| 3 | Corporate member's details | |
| Corporate body/firm | | • Registered or principal address |
| name | | This is the address that will appear on the public record. This address |
| Building name/ number O | | must be a physical location for the delivery of documents. It cannot be a PO Box number funless contained |
| Street | | within a full address), DX number or LP (Legal post in Scotland) number. |
| Post town | | |
| County/Region | | |
| Postcode | | |
| Country | | |
| - | Is the company within the European Economic Area (EEA) | |
| | → Yes complete Section 4 → No complete Section 5 | |
| 4 | EEA companies • | , |
| — | Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register. | • EEA A full list of countries of the EEA can be found in our prickness |
| Where the company/ | | be found in our guidance: www.companieshouse.gov.uk |
| firm is registered O | | This is the register mentioned in Article 3 of the First Company Law |
| Registration number | · | Directive (68/151/EEC). |
| | | |
| | | CHFP000 10/09 Version 2.0 |

| 5 | Non-EEA companies | |
|---------------------------------|--|--|
| | Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register. | O Non - EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in |
| egal farm of the | | that register. |
| corporate body or firm | | |
| Governing law | | |
| f applicable, where | | |
| he company/firm is egistered | | |
| egistration number | | |
| c | Signatures | 1 |
| 0 | - | |
| | I consent to act as member of a supervisory organ of the above named SE. | |
| New member's ignature | Sgrain | |
| ignature | × × | |
| Authorising signature | Synte | |
| | × × | |
| | This form may be signed and authorised by: Member of management organ of the SE, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager. | |

| Presenter information | Important information |
|--|--|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this form wi appear on the public record. |
| visible to searchers of the public record. | ☑ Where to send |
| Contact name | You may return this form to any Companies Hou address, however for expediency we advise you return it to the appropriate address below: |
| Address | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. |
| Past town CountyPlagion Parktode | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| BK Bkphane | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| ✓ Checklist | |
| We may return forms completed incorrectly or with information missing. | i Further information |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. | |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information | For further information, please see the guidance note on the website at www.companieshouse.gov.uk |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. You have completed the date of appointment. You have entered the new corporate member's address. | For further information, please see the guidance note on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. You have completed the date of appointment. You have entered the new corporate member's address. The address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | For further information, please see the guidance note on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. You have completed the date of appointment. You have completed the new corporate member's address. The address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX | For further information, please see the guidance note on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. You have completed the date of appointment. You have entered the new corporate member's address. The address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. You have completed either Section 5. An officer of the new corporate member has signed | For further information, please see the guidance note on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public record. You have completed the date of appointment. You have entered the new corporate member's address. The address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. You have completed either Section 4 or Section 5. An officer of the new corporate member has signed the form. | For further information, please see the guidance note on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit the forms page on the website at |

This form has been provided free of charge by Companies House.

| In accordance with Section 79(2) of the European Public Limited- Liability Compeny Regulations 2004. | SE TMO1 Termination of appointment of member of a supervisory organ of Societas Europaea (SE) | Comparison House |
|--|---|---|
| 4 | What this form is for You may use this form to terminate the appointment of a member (individual or corporate) of an SE. What this form is NOT for You cannot use this form to terminate the appointment of a director of a company. To do this, please use form TM01 Termination of appointment of director'. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE details | |
| SE number | | Filling in this form Please complete in typescript or in health block excitation |
| SE name in full | [| bold black capitals. All fields are mandatory unless |
| - | Connect details on the Decision | specified or indicated by * |
| Date of birth 9 | Please give us the current appointment details of this member held on the public Register. Image: Comparison of the current appointment details of this member held on the public Register. | • Date of birth Providing a date of birth will help us identify the correct person on the public record. This is voluntary |
| Date of birth • | | information and if completed it w be placed on the public record. |
| Full forename(s) | | at places of the plant record. |
| Surname/Corporate | | |
| name | | |
| 3 | Termination date 🛛 | |
| Date of termination of appointment | | • Only one member appointment ca be terminated per form. |
| 4 | Signature | |
| _ | I am signing this form on behalf of the SE. | |
| Signature | Signature | |
| | × × | |
| | This form may be signed by: Member of the management organ of the SE, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager. | |

BIS Department for Basiness Innovation & Skills

| Presenter information | Important information |
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| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this form appear on the public record. |
| visible to searchers of the public record. | ☑ Where to send |
| Contact name Company name | You may return this form to any Companies address, however for expediency we advise |
| Aldes | return it to the appropriate address below: For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. |
| Posttavn CountyRegion Pastode Country BK Tolephane | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quey 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9F DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| ✓ Checklist | |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public Register. You have correctly entered the name of the member being terminated. You have included the date of termination. You have signed the form. | Further information For further information, please see the guidance on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit forms page on the website at www.companieshouse.gov.uk |

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| In accordance with Section 79(2) of the | SE CH01 | |
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| European Public Limited- Liability Company Regulations 2004. | Change of member's details of a supervisory organ | Comparises House |
| nigerations 2004. | of a Societas Europaea (SE) | - jacks mod |
| | | |
| | | |
| | | |
| 4 | What this form is for You may use this form to change the details of a member of a supervisory organ of an SE. What this form is NOT for You cannot use this form to change the details of a corporate member of a supervisory organ of an SE. To do this, please use form SE CH02 'Change of corporate member's details of a supervisory organ of a Societas Europaea (SE)'. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 | SE details | |
| SE number SE name in full | | Filling in this form Please complete in typescript or in bold black capitals. |
| | | All fields are mandatory unless specified or indicated by * |
| 2 | Member's current details on the Register $oldsymbol{\Theta}$ | |
| Date of birth * 🛛 | d d n p | O Current details |
| Title * | | This information is used to identify your details on the public record. |
| Full forename(s) | | This is voluntary information and if completed it will be placed on the completed it will be plac |
| Surname | | public record. |
| 3 | Date of change of details | |
| Date of change | d d m n Y y y y | |
| of details | Please complete the appropriate sections to indicate which of your details have changed. | |
| 4 | Change of name details | |
| Title * | | New name |
| Full forename(s) O | | Please enter your new name. |
| Surname 😐 | | |
| 5 | Change of service address o | |
| Building name/numbe | r | O Service address This is the address that will appear |
| Street | | on the public record. This does not have to be your usual residential address. |
| Post town | - | Please state 'The SE's Registered Office' if your service address is |
| County/Region | | recorded in the SE's register of |
| Postcode | | office. |
| Country | | If you provide your residential address here it will appear on the public record. |
| | I confirm that there has been no change in the SE's register of members' residential addresses. | Please complete Section Sa if your usual residential address has changed. |
| BIS Department for B | lucines | CHFP000 10/09 Version 2.0 |

| | SE CH01 Change of member's details of a supervisory organ of a Societas Euro | opaea (SE) |
|----------------------|---|--|
| | This page is not shown on the public record | |
| | Do not cover this barcode | |
| 5a | Change of usual residential address• | |
| | Please complete this section if you have changed your usual residential address. | O Change of member's usual residential address Please state 'Same as service |
| Building name/number | | address' in this section if your usual residential address is recorded in the |
| Street | | SE's register of members residential addresses as 'Same as service address'. |
| Post town | | You cannot state 'Same as service address' if your service address has |
| County/Region | | been stated in Section 5 as 'The SE's Registered Office'. You will need to |
| Postcode | | complete the address in full. This cannot be a PO Box, DX or LP |
| | | |
| Section 243 of | Section 243 exemption ^e | |
| Companies Act 2006 | Only tick the box below if you are in the process of applying for, or have been granted, exemption by the Registrar from disclosing your usual residential address to credit reference agencies under section 243 of the Companies Act 2006. Different postal address: If you are applying for, or have been granted, a section 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. Where you are applying for a section 243 exemption with this notice, the | If you are currently in the process of applying for, or have been granted, a section 243 exemption, you may wish to check you have not entered your usual residential address in Section 5 as this will appear on the public record. |
| Х | application and this form must be posted together. | |

| | SE CH01 Change of member's details of a supervisory organ of a Societas Eur | opaea (SE) |
|--|---|------------|
| 6 | Change of other details | |
| Change of country/ state of residence | | |
| Change of nationality | | |
| Change of business occupation | | |
| 7 | Signature | |
| | I am signing this form on behalf of the SE. | |
| Signature | Signature | |
| | × × | |
| | This form may be signed by: Member of management organ of the SE, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager. | |

| Presenter information | Important information |
|--|---|
| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. | Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses. |
| Contact name | 🖾 Where to send |
| Sompany nene | You may return this form to any Companies H address, however for expediency we advise yo return it to the appropriate address below: |
| Address | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff. |
| Rest seven CountyPhogice Perstools Country Country | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). |
| ax Teleptana Checklist | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. |
| We may return forms completed incorrectly or with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public Register. You have completed in Section 3 the date of change of details. | Section 243 exemption If you are applying fot, or have been granted a sect 243 exemption, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE. |
| If you have changed the service address, you have ticked the no change box in Section 5 to indicate no change in your usual residential address or provided your new usual residential address in Section 5a. Any new address must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number. You have entered the relevant change of details. You have signed the form. | Further information For further information, please see the guidance no on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit to forms page on the website at www.companieshouse.gov.uk |

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Status: Point in time view as at 01/10/2009.

Changes to legislation: There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004. (See end of Document for details)

| SE CH Change | 101 of member's details of a super | visory organ of a Societas Euro | opaea (SE) |
|---|--|---|---|
| Supplementary guida | ance | B2. Change of service addre | |
| In completing this form you v operation of the register of n members' residential address | vill need to know how the nembers and register of | his residential address as well, th - Register of members Original entry: | New entry: |
| A Entries for a member | r | 1 High Street Anytown | 2 Low Street Anytown |
| _ | | ANI 1AA | AN1 1BB |
| SEs have to keep two registers o | r members; | - Register of members' reside | ntial addresses |
| except for the residential addr - The register of members' resid | ential addresses. | Original entry: "Same as service address" | New entry: 1 High Street Anytown AN1 1AA |
| your members. We put the servic but keep the residential address people to see it. If the two addresses are the sam the service address in the register | secure and only allow certain | You must complete form SE CH01 new service address. As the entry address register has changed, (br as" the service address), you do r been a change in the register of r complete Section 5a with the re | y in your members' residential ecause it is not now the "same not tick the box (as there has residential addresses). You need to |
| B Changes of address a "same as service addresses" | where you have used the dress″ facility | B3. Change of residential ad It however, the member is only m not moving his service address as follows: Register of members | noving his residential address, and |
| B1. Changing both addresse If the member is changing both address, the registers will look a - Register of members | addresses to the same new | Original entry 1 High Street Anytown AN1 1AA | New entry 1 High Street Anytown ANI 1AA |
| Original entry: | New entry: | | |
| - Register of members' reside | 2 Low Street Anytown AN1 1BB | Register of members' resider Original entry "Same as service address" | New entry 2 Low Street Anytown AN1 188 |
| Original entry: "Same as service address" | New entry: Residential address remains the same as the service address. There is no need for a new entry in the register as the existing "same as" entry is still correct. | now not the same as the service of members' residential addresse complete Section 5a with the re | as the usual residential address is address. The entry in the register is has changed, so you need to |
| You must complete form SE CH01 and enter the new service address in Section 5. As the entry in your residential address register has not changed, (because it is still the "same as" the service address), you would tick the box in Section 5 (confirming that there has been no change to the register of members' residential addresses). You would not then complete Section 5a. | | | anges, you only complete ow there has been no change to ses. If only the residential address 5a. If both addresses change you tot tick the box (to show that egister of members' residential |

| In accordance with Section 79(2) of the European Public Limited- | | |
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| European Public Limited- | SE CH02 | |
| | Change of corporate member's details of a supervisory organ of a Societas Europaea (SE) | Companies House se be record |
| 1 1 | What this form is for fou may use this form to change the details of a corporate member of a supervisory organ of an SE. SE. To do this, please use form SE CHO1 'Change of member's | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| | details of a supervisory organ of a Societas Europaea (SE)'. | |
| 1 . | SE details | |
| SE number SE name in full | | Filling in this form Please complete in typescript or bold black capitals. |
| [| | All fields are mandatory unless specified or indicated by * |
| 2 | Corporate member's current details on the Register® | 1 specified of metallice of |
| Corporate body/firm | | O Current details |
| name | | This information is used to identi your details on the public record. |
| 3 | Date of change of details | |
| Date of change | d d m n y y y | |
| of details | Please complete the appropriate sections to indicate which of your details have changed. | |
| 4 (| Change of name details | |
| | Please enter your new name. | |
| Change of corporate | | |
| body/firm name | | |
| 5 | Change of registered or principal office address 🛛 | |
| Building name/number | | Registered or principal address This is the address that will appe |
| Street | | on the public record. This addres must be a physical location for th |
| 1 | | |
| | | |
| Post town | | delivery of documents. It cannot a PO Box number (unless contain within a full address), DX number UR (read Part in Sorthard number |
| County/Region | | a PO Box number (unless contain |
| | | a PO Box number (unless contain within a full address), DX number |

BIS Department for Business Innovation 4 Stells

| | SE CH02 Change of corporate member's details of a supervisory organ of a So | cietas Europaea (SE) |
|---|--|---|
| 6 | Change of European Economic Area (EEA) company details • | |
| | Please give any new details of the register where the company file is kept (including the relevant state) and any change of registration number in that register. | OEEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk |
| New details where the company/firm is registered | | This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC). |
| New registration number | | |
| 7 | Change of Non-EEA company details | |
| | Please show any change of details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please detail any change to the register in which it is entered (including the state) and any new registration number in that register. | Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in the original state. |
| Change of details of the legal form of the corporate body or firm | | that register. |
| Change of details of governing law | | |
| If applicable, new details where the company/firm is registered | | |
| If applicable, the new registration number | | |
| 8 | Signature | |
| | I am signing this form on behalf of the SE. | |
| Signature | Spone X X | |
| | This form may be signed by: Member of management organ of the SE, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager. | |
| | Administrative receiver, Receiver, Receiver manager. | 1 |

| you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. appear on the public record. Contact record. States Contact record. You may return this form to any Companie address, however for expediency we advis return it to the appropriate address below. Address For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardift, Wales, CF14 3UZ, DX 33050 Cardiff. Prettowe For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floot, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). County Mettode Image: Companies House, Fourth floot, Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). County Mettode For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floot, Waterfront Plaza, 8 Laganbank Road Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Please make sure you have remembered the following: For further information held on the public Register. Please make sure you have remembered the following: For further information, please see the guidanc on the website at www.companieshouse.gov.uk Please make sure you have entered in Section 3 the date of change of details. For further information, please see the guidanc on the website at www.companieshouse.gov.uk Please entered the relevant change of details. Form is availabl | you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. appear on the public record. Contact wee Image: Company of the public record. You may return this form to any Companie address, however for expediency we advise return it to the appropriate address below Contact wee Image: Company of the public record. You may return this form to any Companie address, however for expediency we advise return it to the appropriate address below Address Image: Companies Companies House, Comm Way, Cardiff, Wales, CF14 3UZ, DX 33050 Cardiff, Hor Seating Companies, Companies House, Comm Way, Cardiff, Hor Nettode For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). County Bake For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh 2 (Legal Post). County Bake For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, Fourth Floor, Waterfront Plaza, 8 Laganbank Road Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. Ver may return forms completed incorrectly or with information missing. For further information beld on the public Register. You have entered in Section 3 the date of change of details. Mou have entered in Section 3 the date of change of details. This form is available in an alternative format. Please visi forms page on the website at Wwww.companieshouse.gov.uk | Presenter information | Important information |
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| You have entered the relevant change of details. A new address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | You have entered the relevant change of details. A new address must be a physical location. It cannot be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | You have entered in Section 3 the date of change | |
| be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | You have entered the relevant change of details. | |
| | | be a PO Box number (unless part of a full address), DX or LP (Legal Post in Scotland) number. | www.companieshouse.gov.uk |
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| In accordance with section 82(1)(a) of fine European Public Umited- Lidelity Company Regulations 2004. | SE ASO1 Amendment of Statutes of a Societas Europaea (SE) | Companies Horie — 50 de mod |
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| 4 | What this form is for You may use this form to amend the statutes of an SE. What this form is NOT for You cannot use this form to amend any other details. | For further information, please refer to our guidance at www.companieshouse.gov.uk |
| 1 SE number SE name in full | SE details | Filling in this form Please complete in typescript or in bold black capitals. All fields are mandatory unless |
| 2 | Statement of amendment | specified or indicated by * |
| Statement Date of amendment | The above company gives notice that in accordance with section 82(1)(a) of The European Public Limited-Liability Company Regulations 2004 the statutes of the SE have been amended. A copy of the amendments to the statues is attached to this form. The amendments came into effect on $\begin{bmatrix} d \\ d \end{bmatrix}$ $\begin{bmatrix} m \\ m \end{bmatrix}$ $\begin{bmatrix} m \\ y \end{bmatrix}$ $\begin{bmatrix} y \\ y \end{bmatrix}$ $\begin{bmatrix} y \\ y \end{bmatrix}$ | |
| 3 | Signatures | |
| | I am signing this form on behalf of the SE. | |
| SE member's signature | This form may be signed by: Member of management or administrative organ of the SE. | |
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BIS Department for Business Innovation & Skills

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Amendments of Statutes of Societas Europaea (SE)

| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please note that all information on this form will appear on the public record. | |
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| isible to searchers of the public record. | 🖾 Where to send | |
| ortact name | You may return this form to any Companies Hous address, however for expediency we advise you t | |
| | return it to the appropriate address below: | |
| 4396 | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. | |
| Ist town | For SEs registered in Scotland: The Registrar of Companies, Companies House, | |
| tetzde | Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). | |
| ikiphana | For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Beilfast, Northern Ireland, BT1 3BS. | |
| Checklist We may return forms completed incorrectly or with information missing. | DX 481 N.R. Belfast 1. | |
| Please make sure you have remembered the iollowing: The SE name and number match the information held on the public Register. | For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk | |
| You have attached a copy of the amendments of statutes to this form. | This form is available in an | |
| You have provided the date of amendment. You have signed the form. | alternative format. Please visit the | |
| a rou have agreed the form. | forms page on the website at | |
| | www.companieshouse.gov.uk | |
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| In accordance with Section 86 of the | SE DT03 | | |
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| European Public Limited- Liability Company | | Ø | |
| Regulations 2004. | Notification of draft terms of conversion of Gryphus Have | | |
| | Societas Europaea (SE) to a Public Limited Company (| PLC) | |
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| | What this form is for X What this form is NOT for | For further information, please | |
| | You may use this form to file You cannot use this form to file any draft terms of conversion of an other information. | refer to our guidance at www.companieshouse.gov.uk | |
| | SE to a PLC. | www.companiesiiouse.gov.uk | |
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| 1 | SE details | | |
| SE number | | → Filling in this form | |
| SE name in full | | Please complete in typescript or in bold black capitals. | |
| | | All fields are mandatory unless | |
| | Durante de la constante de la | specified or indicated by * | |
| 2 | Proposed name of PLC | _ | |
| Proposed full name of PLC | | _ | |
| u Pbc | | | |
| 3 | Statement of notification | | |
| Statement | In accordance with Article 66(4) of Council Regulation (EC) No 2157/2001 and | - | |
| | Section 86 of the European Public Limited-Liability Company Regulations 2004, a copy of the draft terms for the conversion of the above named SE is attached. | | |
| - | - 17 | | |
| 4 | Signature | _ | |
| | I certify that the information given in this form is correct. | | |
| Signature | Signature | - | |
| | X | K | |
| | | | |
| | This form may be signed by: | - | |
| | Member of the management or administrative organ of the SE. | | |
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BIS Department for Business Innovation & Skills

| Presenter information | Important information | |
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| You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be | Please pote that all information on, and attact to, this form will appear on the public record | |
| visible to searchers of the public record. | Where to send | |
| Company nome | You may return this form to any Companies H address, however for expediency we advise y return it to the appropriate address below: | |
| Address | For SEs registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff. | |
| Post Issue CaustryRegion Postcode Caustry OX Yesphane | For SEs registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh Scotland, EH3 9FI DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post). For SEs registered in Northern Ireland: The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1. | |
| Checklist We may return forms completed incorrectly or | Transfer to formation | |
| We may return on the completed interfective of with information missing. Please make sure you have remembered the following: The SE name and number match the information held on the public Register. You have completed the proposed name. You have attached a copy of the Draft Terms of Conversion. You have signed the form. | Further information For further information, please see the guidance n on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk This form is available in an alternative format. Please visit forms page on the website at www.companieshouse.gov.uk | |
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10/09 Version 2.0

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Regulation 13(1B)

Modifications of provisions of the 2006 Act applying in relation to documents sent to the registrar etc

Textual Amendments

F96 Sch. 1A inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **37** (with reg. 2)

1. Section 1081 (annotation of the register), as if after subsection (1) there were inserted—

"(1A) Where it appears to the registrar that material on the register is misleading or confusing, the registrar may place a note in the register containing such information as appears to the registrar to be necessary to remedy, as far as possible, the misleading or confusing nature of the material."

2. Section 1085 (inspection of the register), as if in subsection (2) the second sentence were omitted.

- 3. Section 1093 (registrar's notice to resolve inconsistency on the register), as if-
 - (a) any reference to a company were a reference to an SE, and
 - (b) the reference in subsection (3)(b) to an officer of a company were a reference—
 - (i) in a one-tier system, to a member of the administrative organ of an SE, and
 - (ii) in a two-tier system, to a member of the supervisory or management organ of an SE.
- 4. Section 1094 (administrative removal of material from the register), as if-
 - (a) for paragraph (a) of subsection (3) there were substituted—
 - "(a) anything whose registration has had legal consequences in relation to the SE as regards its registration;", and
 - (b) any reference in subsection (4) to a company were a reference to an SE.

5. Section 1095 (rectification of register on application to registrar), as if any reference to a company were a reference to an SE.

6. Sections 1096(1) to (5) and 1097 (rectification of register under court order), as if any reference to a company were a reference to an SE.]

SCHEDULE 2 E+W+S

Regulation 14

[^{F97}Provisions of the 2006 Act applying to the registration of SEs]

Textual Amendments

F97 Sch. 2 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **38** (with reg. 2)

[^{F97}1. Section 1066(1) to (5) (registered numbers), as if any reference to a company were a reference to an SE.

- 2. Section 1082 (allocation of unique identifiers), as if-
 - (a) the reference in subsection (1)(a) to a director of a company were a reference—
 - (i) in a one-tier system, to a member of the administrative organ of an SE, and

(ii) in a two-tier system, to a member of the supervisory or management organ of an SE, and

- (b) paragraphs (b) and (c) of subsection (1) were omitted.
- 3. Section 1084 (records relating to companies that have been dissolved etc), as if-
 - (a) any reference to a company being dissolved were a reference to an SE being dissolved,
 - (b) the reference in subsection (2) to records relating to a company included a reference to-
 - (i) the documents required to be retained by the registrar under regulation 13(1), and
 - (ii) records of the information contained in those documents,

and

- (c) subsection (4) were omitted.
- 4. Section 1113 (enforcement of company's filing obligations), as if-
 - (a) any reference to a company were a reference to an SE,
 - (b) any reference to an obligation under the Companies Acts were a reference to an obligation under these Regulations,
 - (c) any reference to a member of a company were a reference to a shareholder of an SE, and
 - (d) any reference to an officer of a company were a reference—
 - (i) in a one-tier system, to a member of the administrative organ of an SE, and
 - (ii) in a two-tier system, to a member of the supervisory or management organ of an SE.
- 5. Section 1117 (registrar's rules), so far as relating to section 1066(2).]

^{F98}SCHEDULE 3 E+W+S

Regulation 32

Textual Amendments

F98 Sch. 3 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **39** (with reg. 2)

SCHEDULE 4 E+W+S

Regulations 85 and 88

[^{F99}Modifications of the Companies Acts etc]

Textual Amendments

F99 Sch. 4 heading substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **40(12)** (with reg. 2)

^{F100}1.

Textual Amendments

F100 Sch. 4 para. 1 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(2) (with reg. 2)

Modifications applying on or after registration

2. A reference to a company's incorporation shall be construed as a reference to the registration of $[^{F101}$ the documents delivered with Form SE CV01 under regulation 85].

Textual Amendments

F101 Words in Sch. 4 para. 2 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(3) (with reg. 2)

3. A reference to documents delivered under [F102 the 2006 Act] shall be taken to include a reference to documents delivered under regulation 85.

Textual Amendments

F102 Words in Sch. 4 para. 3 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(4) (with reg. 2)

4.—(1) A reference to a company's certificate of incorporation shall be construed as a reference to the certificate given under regulation 87(3).

(2) A requirement for the registrar of companies 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 87(3), and
- (b) apply with such other modifications as the registrar considers necessary in consequence of paragraph (a).

[^{F103}5. The converting SE is treated as if it had been formed (as well as registered) under the 2006 Act.]

Textual Amendments

F103 Sch. 4 para. 5 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(5) (with reg. 2)

Effect of registration E+W+S

6. [^{F104}Section 16 of the 2006 Act] (effect of registration) shall not apply.

Textual Amendments

F104 Words in Sch. 4 para. 6 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(6) (with reg. 2)

7. [^{F105}Section 112(1) of the 2006 Act] (definition of "member") shall not apply.

Textual Amendments

F105 Words in Sch. 4 para. 7 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(7) (with reg. 2)

Textual Amendments

F104 Words in Sch. 4 para. 6 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(6) (with reg. 2)

F105 Words in Sch. 4 para. 7 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(7) (with reg. 2)

Textual Amendments

F106 Sch. 4 para. 8 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(8) (with reg. 2)

Certificate as to share capital **E+W+S**

9. The following provisions shall not apply—

- (a) [^{F107} section 761 of [^{F108} the 2006 Act]] (public company share capital requirements), ^{F109}...
- (b) section 122(1)(b) of the Insolvency Act 1986 (winding up by the court: lack of certificate under $[^{F107}$ section 761 of $[^{F108}$ the 2006 Act).
- [^{F110}(c) Article 102(1)(b) of the Insolvency (Northern Ireland) Order 1989 (which corresponds to section 122(1)(b) of the Insolvency Act 1986).]

Textual Amendments

F107 Words in Sch. 4 para. 9(a)(b) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(9)(b) (with arts. 6, 11, 12)

- F108 Words in Sch. 4 para. 9 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(9)(a) (with reg. 2)
- **F109** Word in Sch. 4 para. 9(a) omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), **40(9)(b)** (with reg. 2)
- F110 Sch. 4 para. 9(c) inserted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(9)(c) (with reg. 2)

E+W+S

Textual Amendments

- F107 Words in Sch. 4 para. 9(a)(b) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(9)(b) (with arts. 6, 11, 12)
- F108 Words in Sch. 4 para. 9 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(9)(a) (with reg. 2)
- F111 Sch. 4 para. 10 omitted (1.10.2009) by virtue of The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(10) (with reg. 2)

Accounting Reference Date E+W+S

11. No modification made under this Schedule shall affect the determination of the accounting reference date of a converting SE by the application of $[^{F112}$ section 391(4) of $[^{F113}$ the 2006 Act]], by virtue of Article 61 of the EC Regulation, or of regulation 83 prior to the registration of the converting SE under regulation 87.]]

Textual Amendments

- F107 Words in Sch. 4 para. 9(a)(b) substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(9)(b) (with arts. 6, 11, 12)
- F108 Words in Sch. 4 para. 9 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(9)(a) (with reg. 2)
- F112 Words in Sch. 4 para. 11 substituted (6.4.2008) by The Companies Act 2006 (Consequential Amendments etc) Order 2008 (S.I. 2008/948), art. 2(2), Sch. 1 para. 235(9)(c) (with arts. 6, 11, 12)
- F113 Words in Sch. 4 para. 11 substituted (1.10.2009) by The European Public Limited-Liability Company (Amendment) Regulations 2009 (S.I. 2009/2400), regs. 1(2), 40(11) (with reg. 2)

EXPLANATORY NOTE

(This note is not part of the Regulations)

These Regulations implement Council Directive 2001/86/EC supplementing the Statute for a European Company with regard to the involvement of employees ("the Directive") and also make provision for the parts of Council Regulation 2157/2001 on the Statute for a European Company

("the Regulation") which permit or oblige the Member States to make certain provisions in their national law including provision for the effective application of the Regulation.

The Regulation provides for the creation of a new form of public limited-liability company, the *Societas Europaea*, known as the "SE". This type of company can be formed in a number of ways set out in the Regulation. It will be governed by the Regulation and, in respect of matters where the Regulation so provides, by the law applying to public limited-liability companies of the Member State in which it is, or is proposed to be, registered. The Regulation, although directly applicable in the territory of the Community, obliges Member States to make arrangements in relation to SEs which register in their territory. The Regulations therefore:

- 1 make provision as to the registration and transfer of SEs and the registration authority (Part 2);
- 2 contain provisions required by the Regulation that Member States enact particular measures (Part 5);
- 3 contain provisions needed to achieve the effective application of the Regulation (Part 6); and
- 4 provide for an SE to convert to a public company (Part 7).

The Regulation also gives Member States the discretion as to whether to implement options set out in the Regulation and which is exercised in Part 4 of the Regulations.

Part 3 of the Regulations implements the Directive and sets out the provisions relating to employee involvement in the SE. The principal provisions are:

- 1 the establishment of a special negotiating body (Chapter 2);
- 2 election or appointment of UK members of the special negotiating body (Chapter 3);
- 3 negotiation of an employee involvement agreement (Chapter 4);
- 4 standard rules on employee involvement (Chapter 5);
- 5 compliance and enforcement (Chapter 6);
- 6 treatment of confidential information (Chapter 7); and
- 7 employee protection (Chapter 8).

A full Regulatory Impact Assessment of the effect that this instrument will have on the costs of business has been prepared and placed in the library of both Houses of Parliament. This document can be obtained from the Department of Trade and Industry, Corporate Law and Governance Directorate, 1 Victoria Street, London SW1H 0ET and can be downloaded from http://www.dti.gov.uk/cld/condocs.htm. Transposition notes setting out how these Regulations implement the Directive have been placed in the libraries of both Houses of Parliament and are also available from the above address.

Status:

Point in time view as at 01/10/2009.

Changes to legislation:

There are currently no known outstanding effects for the The European Public Limited-Liability Company Regulations 2004.