

Commissioner Michel Barnier
European Commission
Directorate General Internal Market and Services
B - 1049 Bruxelles/Brussel

Brussels, 22nd February 2010

RE: Cross-border transfer of company seats

Dear Commissioner,

I am writing to you in relation to the cross-border transfer of company seats.

You will know that the CCBE has continuously promoted and supported a Commission initiative dealing with the cross-border transfer of company seats. The CCBE responded to the Commission's consultation in 2004, and has emphasised on numerous occasions before and after the Commission's consultation the need for such an instrument¹.

With this letter, the CCBE would like to reiterate its call for a Commission proposal facilitating the cross-border transfer within the Community of the seat of a company.

The CCBE would also like to express its full support for the European Parliament resolution on the cross-border transfer of the registered office of a company of 10 March 2009 (P6_TA(2009)0086).

In the CCBE's view, the recent judgment of the European Court of Justice in Case C-210/06 Cartesio Oktató és Szolgáltató bt. clearly demonstrates that there is a need for a directive to allow a company to transfer its seat to another Member State without this resulting in its dissolution.

In the event of the cross-border transfer of the seat of a company in which its activity is subject to specific regulations in the host country, provisions similar to those of Article 9 paragraph 3 of the Regulation on the European Company (EC) No 2157/2001 should apply. Companies in which regulated professions or activities are practised shall be subject to the approval and control of the competent bodies within the host country.

We look forward to hearing from you.

Yours sincerely,



José María Davó Fernández
CCBE President

Cc: MEP Klaus-Heiner Lehne, European Parliament

¹ See CCBE response to the European Commission Consultation on Future Priorities for the Action Plan of Modernising Company Law and enhancing Corporate Governance in the European Union (Company Law Action Plan), 23 February 2006, (http://www.ccbe.eu/fileadmin/user_upload/NTCdocument/ccbe_response_compan1_1182238935.pdf, pages 3 and 5-6) and CCBE response to the European Commission consultation on the cross-border transfer of the registered office of companies, 15 April 2004 (http://www.ccbe.eu/fileadmin/user_upload/NTCdocument/transfer_seat_compan1_1183705017.pdf).