

Council Regulation (EC) No 2157/2001 of 8 October 2001 on the Statute for a European company (SE)	Denmark	Sweden	Finland	Norway
Article 2 (5): A Member State may provide that a company the head office of which is not in the Community may participate in the formation of an SE provided that company is formed under the law of a Member State, has its registered office in that Member State and has a real and continuous link with a Member State's economy. Does your country make use of this possibility?	Yes.	Yes.	Yes.	Yes. To be decided.
Article 7: The registered office of an SE shall be located within the Community, in the same Member State as its head office. A Member State may in addition impose on SEs registered in its territory the obligation of locating their head office and their registered office in the same place. Does your country make use of this possibility?	Yes.	No.	No.	No. To be decided.
Article 8 (14): The laws of a Member State may provide that, as regards SEs registered in that Member State, the transfer of a registered office which would result in a change of the law applicable shall not take effect if any of that Member State's competent authorities opposes it within the two-month period referred to in paragraph 6. Does your country make use of this possibility?	Yes. However, an opposition is only possible towards financial companies under administration of the Financial Supervisory Authority.	Yes. To be decided.	No.	Yes. As far as finance and assurance business is concerned. To be decided.

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<p>Article 19: The laws of a Member State may provide that a company governed by the law of that Member State may not take part in the formation of an SE by merger if any of that Member State's competent authorities opposes it before the issue of the certificate referred to in Article 25(2). Does your country make use of this possibility?</p>	<p>Yes. However, an opposition is only possible towards financial companies under administration of the Financial Supervisory Authority.</p>	<p>Yes. To be decided.</p>	<p>No.</p>	<p>Yes. As far as finance and assurance business is concerned. To be decided.</p>
<p>Article 9 (3): If the nature of the business carried out by an SE is regulated by specific provisions of national laws, those laws shall apply in full to the SE. Will you apply specific provisions of national law even if they are about the structure of the company as in title III of the regulation?</p>	<p>Yes, national provisions will apply. The general assumption is that these provisions are not contrary to provisions on the structure of the European Company. There has, however, not been any conclusive examination of this. Should this however be the case the provisions can only be used in respect of the regulation and the provisions therein on structure.</p>	<p>Not regarding the nature of the business.</p>	<p>Yes.</p>	<p>Yes. To be decided.</p>

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<p>Article 8 (8): In the Member State in which an SE has its registered office the court, notary or other competent authority shall issue a certificate attesting to the completion of the acts and formalities to be accomplished before the transfer.</p> <p>Article 25 (2): In each Member State concerned the court, notary or other competent authority shall issue a certificate conclusively attesting to the completion of the pre-merger acts and formalities.</p>				
<ul style="list-style-type: none"> <li>Who is authorized to issue these certificates in your country?</li> </ul>	The Danish Commerce and Companies Agency.	The registration authority: Swedish Companies Registration Office.	The National Board of Patents and Registration of Finland.	The Register of Business Enterprises
<ul style="list-style-type: none"> <li>Which language will be used in the certificate?</li> </ul>	Danish as a start, and then later on possibly English. It is the hope that the Commission can be made to take an initiative to standardize the certificates in all 25 languages.	Swedish.	Finnish or Swedish. Possibly English or another common language.	To be decided.
<ul style="list-style-type: none"> <li>Will the certificate give a description of the acts and formalities?</li> </ul>	Yes. To be decided. Working on guidance to the European Company in Denmark and these formalities will be decided during this work. In case of standardization by the Commission, the content would not be more than absolutely necessary.	It will point out the acts but not include a description of the formalities.	No detailed description.	To be decided.

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Have other questions occurred in the implementation of regulation 2157/2001	<p>Yes, we have tried to figure out whether the European Company can interact with national companies regarding merger, division and transformation under national law or whether the regulation is exhaustive in this area. The question is still open and we are in contact with the Commission regarding these questions.</p> <p>On a more general note we are concerned that actions legally taken and upheld in one Member State can be illegal in the Member State whereto the company is transferring the seat. Can such actions be declared illegal after transfer or would this run contrary to the right of establishment?</p>			