European Committee of the Regions

ECON-VIII/017

172nd plenary session, 1-2 July 2026

DRAFT OPINION

The 'EU INC' Corporate Legal Framework

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<u>Deadline for tabling amendments: 1 July 2026 no later than 16:00, Brussels time</u>

Amendments to the urgent opinion are to be submitted, preferably in English, French or German, through the online tool for tabling amendments (available on the Members' Portal: https://memportal.cor.europa.eu/).

The Helpdesk (+32 (0)2 546 96 97, email: it-servicedesk@cor.europa.eu) is at your disposal to provide you with any assistance you may need. In addition, a user guide is available at https://memportal.cor.europa.eu/.

Urgent opinion submitted in accordance with Rule 44 of the Rules of Procedure, to be discussed on the second day of the plenary session on 2 July 2026. It will be removed from the plenary session agenda if not approved by the Bureau on 30 June 2026.

<u>Number of signatures required</u>: 6.

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Reference documents:

Proposal for a Regulation on the 28th regime corporate legal framework - 'EU INC' (COM(2026) 321)
Commission Recommendation on the definition of innovative enterprises, innovative startups and innovative scaleups (C(2026) 1800)
Communication: Towards a 28th regime for EU companies (COM(2026) 320)

Draft opinion of the European Committee of the Regions –
The 'EU INC' Corporate Legal Framework

I. RECOMMANDATIONS FOR AMENDEMENTS

Amendment 1
COM(2026) 321
Recital 22
Amend

Text proposed by the European Commission	***CoR amendment***
The EU central interface should provide for a “fast track” company formation procedure including preventive administrative, judicial or notarial control within ***48 hours*** and at a maximum cost of EUR 100 where the EU Inc. is formed by using the harmonised application form and EU templates for articles of association. The application form and EU templates should be made available in a machine-readable and searchable format to foster cross-border interoperability and facilitate the automatic exchange of data between public authorities and should be available on the EU central interface. Similarly, existing companies, including EU Inc. companies, should be able to set up a subsidiary through the same procedure. In this context, the information about the company setting up the subsidiary should be automatically retrieved from BRIS by the business register in which the subsidiary is to be registered. In addition, founders and companies should also have the possibility to form a company with tailor-made articles of association or set up a company directly with national business registers.	The EU central interface should provide for a “fast track” company formation procedure including preventive administrative, judicial or notarial control within ***2 working days*** and at a maximum cost of EUR 100 where the EU Inc. is formed by using the harmonised application form and EU templates for articles of association. The application form and EU templates should be made available in a machine-readable and searchable format to foster cross-border interoperability and facilitate the automatic exchange of data between public authorities and should be available on the EU central interface. Similarly, existing companies, including EU Inc. companies, should be able to set up a subsidiary through the same procedure. In this context, the information about the company setting up the subsidiary should be automatically retrieved from BRIS by the business register in which the subsidiary is to be registered. In addition, founders and companies should also have the possibility to form a company with tailor-made articles of association or set up a company directly with national business registers.

Amendment 2
COM(2026) 321
Recital 25
Amend

Text proposed by the European Commission	***CoR amendment***
In the context of setting up a company, national law often requires founders to separately submit	In the context of setting up a company, national law often requires founders to separately submit

information about the company to several public authorities for tax, social security or anti-money laundering purposes. This leads to delays and extra costs to start running the new business. Therefore, in order to reduce administrative burden and costs and ensure the quick completion of procedures, these rules and procedures should be harmonised by ensuring a "once-only" data exchange between the business register of registration of an EU Inc. and the relevant national authorities. The application of the once-only principle in relation to tax authorities, social security authorities and the beneficial ownership registers would also contribute to tackling possible abuses by ensuring that business registers share data with other authorities as well as the beneficial ownership register, and all use the same company information.	information about the company to several public authorities for tax, social security or anti-money laundering purposes. This leads to delays and extra costs to start running the new business. Therefore, in order to reduce administrative burden and costs and ensure the quick completion of procedures, these rules and procedures should be harmonised by ensuring a "once-only" data exchange between the business register of registration of an EU Inc. and the relevant national authorities. The application of the once-only principle in relation to tax authorities, social security authorities and the beneficial ownership registers would also contribute to tackling possible abuses by ensuring that business registers share data with other authorities as well as the beneficial ownership register, and all use the same company information. ***Consistent with the once-only principle and with a view to ensuring procedural continuity between company formation and the effective commencement of business activities, the EU central interface should implement structured interoperability with the Single Digital Gateway (SDG), enabling the automatic referral, following registration, to the information on sector-specific authorisation, licensing and notification procedures administered by competent authorities and accessible through the SDG, without prejudice to the substantive requirements laid down by applicable national law.***

Amendment 3

COM(2026) 321

Recital 29

Amend

Text proposed by the European Commission	***CoR amendment***
In order to facilitate its cross-border activities in the internal market, an EU Inc. company should be able to prove that it is legally incorporated in a Member State through simple and reliable means,	***While an EU Inc. company may conduct activities across several Member States, it is important to ensure clear channels of accountability and communication with the***

which other Member States should be required to recognise. Therefore, EU Inc. companies, as other Union companies, should be able to use a harmonised EU Company Certificate, introduced by Directive (EU) 2025/25, for different purposes, including in administrative procedures before national authorities or Union institutions and bodies and in judicial proceedings in other Member States. The EU Company Certificate includes essential company information about EU Inc and is issued and certified by national business registers and available in all official languages of the Union. In addition, EU Inc. should be able to use, as other Union companies, the digital EU power of attorney, which was also introduced by Directive (EU) 2025/25, in order to authorise a person to represent the company in specific procedures with a cross-border dimension. The digital EU power of attorney should be accepted as evidence of the authorised person's entitlement to represent the EU Inc.	***public authorities of the territories in which such activities are carried out.*** In order to facilitate its cross-border activities in the internal market, an EU Inc. company should be able to prove that it is legally incorporated in a Member State through simple and reliable means, which other Member States should be required to recognise. Therefore, EU Inc. companies, as other Union companies, should be able to use a harmonised EU Company Certificate, introduced by Directive (EU) 2025/25, for different purposes, including in administrative procedures before national authorities or Union institutions and bodies and in judicial proceedings in other Member States. The EU Company Certificate includes essential company information about EU Inc and is issued and certified by national business registers and available in all official languages of the Union. In addition, EU Inc. should be able to use, as other Union companies, the digital EU power of attorney, which was also introduced by Directive (EU) 2025/25, in order to authorise a person to represent the company in specific procedures with a cross-border dimension. The digital EU power of attorney should be accepted as evidence of the authorised person's entitlement to represent the EU Inc.

Amendment 4
COM(2026) 321
Recital 30
Amend

Text proposed by the European Commission	***CoR amendment***
In order to further facilitate cross-border procedures and reduce administrative burden, an EU Inc. should be able to use its company information in cross-border situations, including when dealing with competent authorities or in judicial proceedings in another Member State without burdensome formalities. Therefore, Member States should not be able to require legalisation or any similar formality, such as an	In order to further facilitate cross-border procedures and reduce administrative burden, an EU Inc. should be able to use its company information in cross-border situations, including when dealing with competent authorities or in judicial proceedings in another Member State without burdensome formalities. Therefore, Member States, ***without prejudice to its competent authorities' right to request***

apostille, in respect of certified copies of documents and information related to EU Inc. obtained from business registers. Similarly, no legalisation or similar formality should be required for notarial acts or administrative documents and for documents and information exchanged through BRIS, such as pre-operation certificates. At the same time, in order to prevent fraud or forgery, the existing safeguards set out in Directive (EU) 2025/25 should apply, whereby it should be possible for the authorities of the Member State in which the company document or information is presented, where they have a reasonable doubt as to its origin or authenticity, to verify the document or information via the issuing register or via the register in their own Member State.	***information necessary for the exercise of their legitimate supervisory and enforcement functions,*** should not be able to require legalisation or any similar formality, such as an apostille, in respect of certified copies of documents and information related to EU Inc. obtained from business registers. Similarly, no legalisation or similar formality should be required for notarial acts or administrative documents and for documents and information exchanged through BRIS, such as pre-operation certificates. At the same time, in order to prevent fraud or forgery, the existing safeguards set out in Directive (EU) 2025/25 should apply, whereby it should be possible for the authorities of the Member State in which the company document or information is presented, where they have a reasonable doubt as to its origin or authenticity, to verify the document or information via the issuing register or via the register in their own Member State.

Amendment 5
COM(2026) 321
Recital 57
Amend

Text proposed by the European Commission	***CoR amendment***
Providing employees with equity and facilitating investment in their company is an important way to attract and retain talent, and a preferred means of providing them with a stake in the company's growth. Currently, divergent national requirements in this regard impede the scale-up of companies in the internal market. EU Inc. companies should therefore benefit from a harmonised simple employee stock option plan which they can establish for their staff throughout the internal market. Such plan, the EU-ESO, should enable an EU Inc. company to issue warrants to a broad group of eligible persons covering not only members of the board and employees of the EU Inc. but also of its	Providing employees with equity and facilitating investment in their company is an important way to attract and retain talent, and a preferred means of providing them with a stake in the company's growth. Currently, divergent national requirements in this regard impede the scale-up of companies in the internal market. EU Inc. companies should therefore benefit from a harmonised simple employee stock option plan which they can establish for their staff throughout the internal market. ***The implementation of such a harmonised stock option plan would be monitored to determine its subsequent impact on labour mobility patterns across the European Union***. Such

subsidiaries. In line with the purposes of attracting and retaining talent and incentivising employees' participation in the scaleup of the EU Inc., the warrants should be subject to a minimum vesting period and should not be issued to persons who already hold a significant stake in the EU Inc. Where an EU ESO is established, the board of directors should be authorised to issue warrants and satisfy the claims arising from the warrants either by issuing new shares or transferring own shares held in treasury, within the limits of the plan.	plan, the EU-ESO, should enable an EU Inc. company to issue warrants to a broad group of eligible persons covering not only members of the board and employees of the EU Inc. but also of its subsidiaries. In line with the purposes of attracting and retaining talent and incentivising employees' participation in the scaleup of the EU Inc., the warrants should be subject to a minimum vesting period and should not be issued to persons who already hold a significant stake in the EU Inc. Where an EU ESO is established, the board of directors should be authorised to issue warrants and satisfy the claims arising from the warrants either by issuing new shares or transferring own shares held in treasury, within the limits of the plan.

Amendment 6

COM(2026) 321

Article 4

Amend.

Text proposed by the European Commission	***CoR amendment***
1. EU Inc. companies shall be governed by this Regulation and by their articles of association which shall comply with this Regulation. 2. ***Matters*** that are not covered by this Regulation or by the articles of association shall be governed by national law, including the provisions transposing Union law, which apply to relevant national legal forms in the Member State in which the EU Inc. has its registered office. 3. Member States shall designate the relevant national legal form referred to under paragraph 2, the provisions of which apply to EU Inc. companies.	1. EU Inc. companies shall, ***as regards their constitution, legal personality, internal organisation, governance, operation and dissolution***, be governed ***exclusively*** by this Regulation and by their articles of association which shall comply with this Regulation. 2. ***All matters*** that are not covered ***by paragraph 1, or otherwise*** by this Regulation or by the articles of association shall be governed by national law, including the provisions transposing Union law, which apply to relevant national legal forms in the Member State in which the EU Inc. has its registered office. 3. Member States shall designate the relevant national legal form referred to under paragraph 2, the provisions of which apply to EU Inc. companies.

Amendment 7

COM(2026) 321

Article 15
Amend

Text proposed by the European Commission	*CoR amendment*
1. The Commission shall establish the EU central interface as part of the European electronic access point to BRIS as referred to in Article 22 of Directive (EU) 2017/1132. 2. The Commission shall make available electronically in all Union languages the EU templates referred to in Article 8, the application form referred to in Article 13 and relevant detailed guidance for the registration of and filing by an EU Inc. on the EU central interface. 3. Where an EU Inc. is formed through the EU central interface in accordance with Articles 16 and 17, the Commission shall ensure that the interface, through BRIS, transmits to the business register of the Member State of registration the application form and the articles of association. That business register shall share such data with national preventive control authorities. 4. The decision to register an EU Inc. in the national business register shall remain the responsibility of the competent national authority in accordance with national law compliant with the provisions of this Regulation and other Union law. 5. The EU central interface shall enable real-time tracking of the registration status of a company. 6. The EU central interface shall provide information about the registration of intellectual property rights, including trade marks and designs. 7. EU Inc. companies shall be able to file documents and information in accordance with Article 25(1) and Article 27(1) through the EU central interface.	1. The Commission shall establish the EU central interface as part of the European electronic access point to BRIS as referred to in Article 22 of Directive (EU) 2017/1132. ***The EU central interface shall be configured as a European point of access, transmission, and consultation of information relating to EU Inc. companies. It shall not constitute a centralised European corporate registry and shall not replace the statutory, regulatory, or constitutive functions of national business registries.*** 2. The Commission shall make available electronically in all Union languages the EU templates referred to in Article 8, the application form referred to in Article 13 and relevant detailed guidance for the registration of and filing by an EU Inc. on the EU central interface. 3. Where an EU Inc. is formed through the EU central interface in accordance with Articles 16 and 17, the Commission shall ensure that the interface, through BRIS, transmits to the business register of the Member State of registration the application form and the articles of association. That business register shall share such data with national preventive control authorities. 4. The decision to register an EU Inc. in the national business register shall remain the responsibility of the competent national authority in accordance with national law compliant with the provisions of this Regulation and other Union law. ***4a. Any registration, filing, or amendment of corporate data shall only produce legal effects, constitutive or otherwise, upon its formal entry into the national business register of the Member State of incorporation.*** 5. The EU central interface shall enable real-time tracking of the registration status of a company. 6. The EU central interface shall provide

	information about the registration of intellectual property rights, including trade marks and designs. 7. EU Inc. companies shall be able to file documents and information in accordance with Article 25(1) and Article 27(1) through the EU central interface.

Amendment 8

COM(2026) 321

Article 16.

Amend

Text proposed by the European Commission	***CoR amendment***
1. Where an EU Inc. is formed through the EU central interface the prospective directors shall submit the application form referred to in Article 13 together with the EU templates referred to in Article 8. 2. Member States shall ensure that the preventive control carried out in accordance with Article 14 and the registration of the EU Inc. is completed within ***48 hours*** from the submission of the documents referred to in paragraph 1 through the EU central interface and with a maximum cost of EUR 100 or equivalent sum in the currency applicable in the Member State of registration. In case of those Member States which have not adopted the euro, the amount in national currency equivalent to the amount set out in subparagraph 1 shall be that obtained by applying the exchange rate published in the Official Journal of the European Union as at the date of the entry into force of any Regulation setting that amount. For the purposes of conversion into the national currencies of those Member States which have not adopted the euro, the amount in euro specified in subparagraph 1 may be increased or decreased by not more than 5 % in order to produce round sum amounts in the national currencies.	1. Where an EU Inc. is formed through the EU central interface the prospective directors shall submit the application form referred to in Article 13 together with the EU templates referred to in Article 8. 2. Member States shall ensure that the preventive control carried out in accordance with Article 14 and the registration of the EU Inc. is completed within ***2 working days*** from the submission of the documents referred to in paragraph 1 through the EU central interface and with a maximum cost of EUR 100 or equivalent sum in the currency applicable in the Member State of registration. ***Member States shall ensure that the accelerated procedure does not compromise the effectiveness and quality of preventive controls.*** In case of those Member States which have not adopted the euro, the amount in national currency equivalent to the amount set out in subparagraph 1 shall be that obtained by applying the exchange rate published in the Official Journal of the European Union as at the date of the entry into force of any Regulation setting that amount. For the purposes of conversion into the national currencies of those Member States which have not adopted the euro, the amount in euro specified in subparagraph 1 may be increased or decreased by not more than 5 % in order to produce round sum amounts in the national currencies.

Amendment 9

COM(2026) 321

Article 59

Amend

Text proposed by the European Commission	*CoR amendment*
1. The transfer of shares and the registration of a transfer of shares in the digital register of shares may be concluded fully online. 2. Member States shall not impose any requirements or conditions restricting the ability to conclude the transfer of shares and the registration of a transfer of shares fully online. 3. The transfer of shares shall be deemed to be valid through an agreement sealed using a qualified electronic seal or signed using qualified electronic signature within the meaning of Regulation (EU) No 910/2014, including through the European Business Wallets as referred to in [*PO: Reference to Proposal for a Regulation of the European Parliament and of the Council on the establishment of European Business Wallets*]. 4. Where a party is unable to provide a qualified electronic seal or a qualified electronic signature referred to in sub-paragraph 1, the transfer may be concluded via an advanced electronic signature or advanced electronic seal within the meaning of Regulation (EU) No 910/2014, provided it is accompanied by evidence of identity verified through a qualified trust service provider within the meaning of Regulation (EU) No 910/2014. 5***. Member States shall not impose any additional formalities, including a requirement for a notarial deed, for the transfer to be legally valid.*** 6. The transfer of shares shall only become effective once it has been recorded in the digital register of shares. Both parties to the share transfer shall notify the share transfer to the EU Inc. company in writing through digital means and submit the signed agreement along with the information specified in Article 54(1).	1. The transfer of shares and the registration of a transfer of shares in the digital register of shares may be concluded fully online. 2. Member States shall not impose any requirements or conditions restricting the ability to conclude the transfer of shares and the registration of a transfer of shares fully online. 3. The transfer of shares shall be deemed to be valid through an agreement sealed using a qualified electronic seal or signed using qualified electronic signature within the meaning of Regulation (EU) No 910/2014, including through the European Business Wallets as referred to in [*PO: Reference to Proposal for a Regulation of the European Parliament and of the Council on the establishment of European Business Wallets*]. 4. Where a party is unable to provide a qualified electronic seal or a qualified electronic signature referred to in sub-paragraph 1, the transfer may be concluded via an advanced electronic signature or advanced electronic seal within the meaning of Regulation (EU) No 910/2014, provided it is accompanied by evidence of identity verified through a qualified trust service provider within the meaning of Regulation (EU) No 910/2014. 5. ***The requirements of paragraphs 1, 2 and 3 shall be without prejudice to national laws that, in accordance with Member States' legal systems, require that the transfer be drawn up and certified in due legal form. In that case the Member State shall ensure that the procedure for the transfer is in accordance with Article 10.*** 6. The transfer of shares shall only become effective once it has been recorded in the digital register of shares. Both parties to the share

7. Upon receipt of a complete notification of a share transfer, the EU Inc. company shall review the documentation to verify the legal title of the transferor to transfer the share and compliance with the company's articles of association. 8. The EU Inc. company shall register the transfer in its digital register of shares or inform the parties to the agreement on the grounds for refusing the registration within three working days of receiving the complete notification under paragraph 4. 9. The EU Inc. company shall issue a digital share certificate to the new shareholder immediately upon registering the transfer in the digital register of shares. 10. Any rectification of the data recorded in a digital register of shares in cases of manifest errors, technical errors, fraud, or where the company fails to record a validly executed transfer shall be carried out in accordance with national law.	transfer shall notify the share transfer to the EU Inc. company in writing through digital means and submit the signed agreement along with the information specified in Article 54(1). 7. Upon receipt of a complete notification of a share transfer, the EU Inc. company shall review the documentation to verify the legal title of the transferor to transfer the share and compliance with the company's articles of association. 8. The EU Inc. company shall register the transfer in its digital register of shares or inform the parties to the agreement on the grounds for refusing the registration within three working days of receiving the complete notification under paragraph 4. 9. The EU Inc. company shall issue a digital share certificate to the new shareholder immediately upon registering the transfer in the digital register of shares. 10. Any rectification of the data recorded in a digital register of shares in cases of manifest errors, technical errors, fraud, or where the company fails to record a validly executed transfer shall be carried out in accordance with national law.

Amendment 10
COM(2026) 321
Article 78(1)
Amend

Text proposed by the European Commission	***CoR amendment***
1. The company may establish an EU employee stock option plan (EU-ESO) under which it issues warrants to eligible persons.	1. The company may establish an EU employee stock option plan (EU-ESO) under which it issues warrants to eligible persons. ***Such EU-ESOs must not replace or diminish the renumeration of employees.***

Amendment 11
COM(2026) 321
Article 83(1)
Amend

Text proposed by the European Commission	***CoR amendment***

1. A solvent EU Inc. company shall benefit from a fast-track liquidation procedure provided that, at the date of the resolution or event triggering its dissolution referred to in Article 80, the following conditions are met: a) the EU Inc. has ceased its economic activity; b) the EU Inc. has no assets or all such assets have given rise to distributions to the shareholders in accordance with Article 72 prior to or simultaneously with the filing of the notification of dissolution; c) the EU Inc. has no liabilities; d) the EU Inc. is not subject to any pending administrative or judicial proceedings.	1. A solvent EU Inc. company shall benefit from a fast-track liquidation procedure provided that, at the date of the resolution or event triggering its dissolution referred to in Article 80, the following conditions are met: a) the EU Inc. has ceased its economic activity; b) the EU Inc. has no assets or all such assets have given rise to distributions to the shareholders in accordance with Article 72 prior to or simultaneously with the filing of the notification of dissolution; c) the EU Inc. has no liabilities***, including no outstanding wages, severance pay or social security contributions for employees***; d) the EU Inc. is not subject to any pending administrative or judicial proceedings.

Amendment 12

COM(2026) 321

Article 90

Amend

Text proposed by the European Commission	***CoR amendment***
1. An insolvency practitioner within the meaning of Article 2, point (5), of Regulation (EU) 2015/848 of the European Parliament and of the Council shall be appointed when simplified winding-up proceedings are opened. 2. By way of derogation from paragraph 1, the debtor, a creditor or a group of creditors may request that an insolvency practitioner is not appointed provided that the EU Inc. innovative startup demonstrates that it has an up-to-date current balance sheet and that it has submitted its most recent required annual statement to the relevant national authorities.	1. An insolvency practitioner within the meaning of Article 2, point (5), of Regulation (EU) 2015/848 of the European Parliament and of the Council shall be appointed when simplified winding-up proceedings are opened. 2. By way of derogation from paragraph 1, the debtor, a creditor or a group of creditors may request that an insolvency practitioner is not appointed provided that the EU Inc. innovative startup demonstrates that it has an up-to-date current balance sheet and that it has submitted its most recent required annual statement to the relevant national authorities. ***3. The court or competent authority shall reject the request to dispense with the appointment of an insolvency practitioner pursuant to paragraph 2 where: (a) the members of the management or supervisory body of the debtor, or shareholders holding a controlling interest, have been convicted by a final judgment in any Member State for bankruptcy fraud, corporate crimes, tax offences, or cybercrimes within the***

	five years preceding the request; or (b) there are reasonable grounds to suspect fraudulent, reckless, or abusive conduct by the management or controlling shareholders that requires an independent investigation in the interest of the creditors.

Amendment 13

COM(2026) 321

Article 92

Amend

Text proposed by the European Commission	*CoR amendment*
1. An insolvent EU Inc. innovative startup or any creditor of the insolvent EU Inc. innovative startup can submit a request for the opening of simplified winding-up proceedings to a court or a competent authority. 2. The request for the opening of simplified winding-up proceedings shall be submitted using a standard form. The representation by a lawyer or another legal professional shall not be compulsory. 3. The standard form referred to in paragraph 2 shall contain at least the following information: (a) where an EU Inc. innovative startup is a legal person, the debtor's name, registration number, registered office or, if different, postal address; (b) if an EU Inc. innovative startup is an entrepreneur, the debtor's name, registration number, if any, and postal address or, where the address is protected, the debtor's place and date of birth; (c) a list of the assets of the EU Inc. innovative startup; (d) name, address or other contact details of creditors of the EU Inc. innovative startup, as known at the time of the submission of the request, (e) the list of the claims against the EU Inc. innovative startup and, for each claim, its amount specifying the principal and, where applicable, interest and the date on which it	1. An insolvent EU Inc. innovative startup or any creditor of the insolvent EU Inc. innovative startup can submit a request for the opening of simplified winding-up proceedings to a court or a competent authority. 2. The request for the opening of simplified winding-up proceedings shall be submitted using a standard form. The representation by a lawyer or another legal professional shall not be compulsory. 3. The standard form referred to in paragraph 2 shall contain at least the following information: (a) where an EU Inc. innovative startup is a legal person, the debtor's name, registration number, registered office or, if different, postal address; (b) if an EU Inc. innovative startup is an entrepreneur, the debtor's name, registration number, if any, and postal address or, where the address is protected, the debtor's place and date of birth; (c) a list of the assets of the EU Inc. innovative startup; (d) name, address or other contact details of creditors of the EU Inc. innovative startup, as known at the time of the submission of the request, (e) the list of the claims against the EU Inc. innovative startup and, for each claim, its amount specifying the principal and, where applicable, interest and the date on which it

arose and the date on which it became due, if different; (f) if security in rem or a reservation of title is alleged in respect of a certain claim and, if so, what assets are covered by the security interest. 4. The Commission shall establish the standard form referred to in paragraph 3 by means of implementing acts by [PO: the last day of the 24th month after the date of entry into force of this Regulation]. Those implementing acts shall be adopted in accordance with the examination procedure referred to in Article 107(3).	arose and the date on which it became due, if different; (f) if security in rem or a reservation of title is alleged in respect of a certain claim and, if so, what assets are covered by the security interest. ***3a. The intentional omission or misrepresentation of assets, liabilities, or creditors shall result in the immediate revocation of the simplified proceedings, the personal and unlimited liability of the directors for any resulting harm to creditors, and the application of criminal or administrative sanctions under national law.*** 4. The Commission shall establish the standard form referred to in paragraph 3 by means of implementing acts by [PO: the last day of the 24th month after the date of entry into force of this Regulation]. Those implementing acts shall be adopted in accordance with the examination procedure referred to in Article 107(3).

Amendment 14

COM(2026) 321

Article 108

Amend

Text proposed by the European Commission	***CoR amendment***
1. The Commission shall, by [PO: the date five years after the date of application of this Regulation], carry out an evaluation of this Regulation and present a report on the main findings to the European Parliament, the Council and the European Economic and Social Committee. Member States shall provide the Commission with the information necessary for the preparation of the report. The report of the Commission shall in particular evaluate the take up of the EU Inc. new legal form, how the EU Inc. companies were formed and how many were created through the EU central interface and with harmonised templates.	1. The Commission shall, by [PO: the date five years after the date of application of this Regulation], carry out an evaluation of this Regulation and present a report on the main findings to the European Parliament, the Council, ***the European Committee of the Regions*** and the European Economic and Social Committee. Member States***, after consultation with the relevant stakeholders,*** shall provide the Commission with the information necessary for the preparation of the report. The report of the Commission shall in particular evaluate the take up of the EU Inc. new legal form, how ***and where*** the EU Inc. companies were formed and how many were created through the EU central interface and with harmonised templates. ***The report shall also assess the impact of this***

	Regulation on economic, social and territorial cohesion, including its effects on labour mobility patterns in the EU, including its social, fiscal and legal consequences.

II. POLICY RECOMMENDATIONS

THE EUROPEAN COMMITTEE OF THE REGIONS (CoR)

Boosting competitiveness and deepening Single Market integration as a strategic priority for the EU

1. stresses that strengthening European competitiveness is an urgent priority in an increasingly volatile global environment; calls on Member States and EU institutions to accelerate the implementation of structural reforms needed to attract investment and prevent the outflow of talent and capital from the EU;

2. welcomes the Commission's commitment to developing a 28th-regime framework for companies as part of broader efforts to deepen Single Market integration, in line with the Draghi and Letta reports, the EU Startup and Scaleup Strategy and the One Europe, One Market Roadmap; sees EU Inc. as an important step towards creating a genuine 28^{th} regime for all companies;

3. emphasises that Europe's competitiveness and technological sovereignty depend on excellence, inclusiveness and balanced territorial development, which will also lead to the creation of high-quality jobs across the EU; reiterates that strong regional innovation ecosystems are a prerequisite for sustainable growth and innovation leadership;

4. stresses that greater tax and regulatory harmonisation should aim to attract investment and enhancing competitiveness across the EU regions, and thereby reduce regulatory and tax arbitrage;

EU Inc. as a legitimate, digital and once-only framework for businesses

5. acknowledges that cross-border business creation and scaling remain hindered by the existence of 27 national corporate law systems;

6. welcomes the EU Inc. Regulation as a pragmatic initiative capable of simplifying and digitalising incorporation and business operations, while preserving national competences in sensitive areas such as labour, social and tax law, in line with the subsidiarity principle;

7. supports the objective of 48-hour business registration, calculated in working days, while ensuring legal certainty and maintaining compliance safeguards for anti-money laundering, sanctions, anti-terrorism and identity verification; stresses, however, that the value of EU Inc.

lies not only in faster registration procedures, but also in reducing cross-border burdens, improving access to capital, increasing legal certainty and simplifying the business life cycle;

8. supports the broad scope of the initiative, covering all businesses, and underlines the need for a level playing field, ensuring that startups, scaleups and established companies can expand seamlessly across the Single Market under fair conditions; calls on the Commission to ensure that the 28th regime is designed to be effectively accessible and operationally relevant for all types of enterprises throughout their entire life cycle, including manufacturing, industrial, craft and logistics enterprises, and to provide for appropriate coordination with the legal frameworks of the social and participatory economy, so that cooperatives and other social economy entities may benefit from the simplification opportunities offered by the new regime while preserving their specific characteristics;

9. notes that the broad references to national law under Article 4 may create legal uncertainty, regulatory arbitrage and further fragmentation; calls for such references to be limited to clearly defined areas and for the national company-law framework applicable to EU Inc. entities to be more precisely specified in order to ensure greater consistency across the EU;

10. calls on the Commission to develop a distinct European model rather than replicating the Delaware system, while ensuring respect for Member States' legal traditions and effective safeguards against abuse, fraud, regulatory arbitrage and letterbox companies;

11. recommends clarifying the role of business registers and the division of responsibilities between EU and national levels in order to preserve effective oversight and preventive controls;

12. expresses concern that implementation costs of EU Inc. for public authorities may be underestimated, particularly regarding IT systems, interoperability, staff training and digital adaptation;

13. stresses the need to ensure interoperability between the EU central interface, the Single Digital Gateway and relevant national, regional and local authorities, in line with the "once-only" principle, so as to facilitate access to the administrative procedures required for the effective commencement of business activities;

14. welcomes the objective of harmonising and accelerating insolvency procedures for EU Inc. innovative startups; stresses, however, that any simplification must not undermine the protection of creditors, including employees, legal certainty or the overall coherence of insolvency frameworks, and should remain fully consistent with the principles and objectives of Directive (EU) 2026/799 harmonising certain aspects of insolvency law; calls, therefore, for safeguards ensuring legal certainty and even enforcement across the EU, and for excluding the insolvency procedures from the scope of the EU Inc. proposal should they lead to overlaps and legal uncertainty;

Enabling regions and cities to use EU Inc. to strengthen innovation ecosystems

15. believes that a well-designed 28th-regime framework can transform regional diversity into a strategic advantage by strengthening ecosystem-based innovation networks and supporting the objectives of the forthcoming Right to Stay Strategy;

16. welcomes the standardised EU employee stock option scheme, but stresses that it must not replace or diminish renumeration; highlights also that, in the absence of tax harmonisation, it could intensify talent concentration in major metropolitan hubs; calls on the Commission to monitor territorial impacts and preserve the ability of regions to use local incentives to retain talent.

Brussels, .

III. PROCEDURE

Title	The 'EU INC' Corporate Legal Framework
References	Communication: Towards a 28th regime for EU companies (COM(2026) 320) Proposal for a Regulation on the 28th regime corporate legal framework - 'EU INC' (COM(2026) 321) Commission Recommendation on the definition of innovative enterprises, innovative startups and innovative scaleups (C(2026) 1800)
Legal basis	Art. 307(4) TFEU
Procedural basis	Rule 41, b) (i) Rule 44
Date of Council/EP referral/Date of Commission letter	
Date of Bureau/President's decision	30 June 2026 (tbc)
Commission responsible	Commission for Economic policy (ECON)
Rapporteur	Roberta ANGELILLI (IT/ECR)
Discussed in commission	N/A
Date adopted by commission	N/A
Result of the vote in commission (majority, unanimity)	N/A
Date adopted in plenary	Scheduled for 2 July 2026
Previous Committee opinions	
Subsidiarity reference	

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