

Agreed amendments to the Presidency compromise text

(Draft directive on single-member private limited liability companies)

Recital 18

This Directive is without prejudice to the actions Member States may take in accordance with national law to ensure appropriate verification of identity within the framework of their existing online registration procedures. Provisions concerning the establishment of SUPs should not affect the right of Member States to maintain existing rules or enact new rules concerning possible verification of the legality of the registration process, including rules on the verification of identification and legal capacity in order to provide for safeguards for the reliability and trustworthiness of registers. Such rules may include, for example, the legality check via a video-conference or other on-line means that provide a real-time audio-visual connection. In any event, national rules should not affect the possibility of completing the whole registration procedure on-line.

(new) Recital 18b

Member States should be able to decide to refuse the on-line registration of SUPs in the cross-border context in all cases where a founder uses electronic identification means that are not e-IDAS compliant. This Directive is without prejudice to the actions Member States may take in accordance with national law in case of genuine suspicion of fraudulent identity, including measures requiring a physical presence before an authority of a Member State on a case by case basis.

Article 14b

Recognition of identification means for the purposes of on-line registration

1. For the purposes of on-line registration of an SUP, the registration authorities shall recognise:
 - (a) electronic identification means issued under an electronic identification scheme approved for the purpose of on-line registration of SUPs by the Member State of registration;
 - (b) electronic identification means issued in another Member State complying with Article 6 of Regulation (EU) N°910/2014.
2. The registration authorities may also recognise other electronic or non-electronic identification means. When non-electronic identification means, issued in the Member State of registration, are recognised by the registration authorities for the purpose of on-line registration, the same type of non-electronic identification issued in other Member States shall be equally recognised.
- 3. Member States may decide to refuse the on-line registration of SUPs in the cross-border context in all cases where a founder uses electronic identification means that are not e-IDAS compliant.**
- 4. This Directive is without prejudice to the actions Member States may take in accordance with national law in case of genuine suspicion of fraudulent identity, including measures requiring a physical presence before an authority of a Member State on a case by case basis.**
- ~~35.~~ Member States shall ensure that any measures taken to comply with this Article or Article 14 (a) do not affect the possibility of on-line registration referred to in Article 14(3).

Article 31

Transposition

1. Member States shall adopt, publish and apply not later than ~~24~~**36** months after the date of entry into force of this Directive, the laws, regulations and administrative provisions necessary to comply with this Directive. They shall forthwith communicate to the Commission the text of those provisions.

This is without prejudice to the implementation date of Regulation (EU) No 910/2014.

2. When Member States adopt those provisions, they shall contain a reference to this Directive or be accompanied by such a reference on the occasion of their official publication. Member States shall determine how such reference is to be made.

Member States shall communicate to the Commission the text of the main provisions of national law which they adopt in the field covered by this Directive.