Commission Implementing Regulation (EU) 2020/2244 of 17 December 2020 laying down rules for the application of Directive (EU) 2017/1132 of the European Parliament and of the Council as regards technical specifications and procedures for the system of interconnection of registers and repealing Commission Implementing Regulation (EU) 2015/884 (Text with EEA relevance)

COMMISSION IMPLEMENTING REGULATION (EU) 2020/2244

of 17 December 2020

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(Text with EEA relevance)

THE EUROPEAN COMMISSION,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to Directive (EU) 2017/1132 of the European Parliament and of the Council of 14 June 2017 relating to certain aspects of company law[(1)], and in particular Articles 24 and 13i(5) thereof,

Whereas:

(1) Commission Implementing Regulation (EU) 2015/884[(2)] sets out the technical specifications and procedures required for the system of interconnection of registers established by Directive 2009/101/EC of the European Parliament and of the Council[(3)], which has been codified and repealed by Directive (EU) 2017/1132. Further procedures for the system of interconnection of registers have subsequently been introduced in Directive (EU) 2017/1132 by Directive (EU) 2019/1151 of the European Parliament and of the Council[(4)] together with a requirement for the Commission to adopt implementing acts setting out the corresponding technical specifications and procedures by 1 February 2021.

(2) It is necessary to lay down technical specifications defining the methods of exchange of information between the register of the company and the register of the branch in case a branch is opened or closed or when changes occur in the data and information of the company.

(3) There is a need to specify what should be the detailed list of data when providing information between the register of the company and the register of the branch in order to ensure efficient exchange of data.

(4) The procedure and technical requirements for the connection of the optional access points for Commission or other Union institutions, bodies, offices or agencies to the platform needs to be specified to ensure consistent rules for the establishment of such access points.

(5) For the exchange of information on disqualified directors established by Directive (EU) 2019/1151 detailed arrangements and technical details need to be laid down to ensure effective, efficient and prompt exchange of information.

(6) In order to ensure clarity and legal certainty, all the procedures and technical specifications for the system of interconnection of registers required by Directive (EU) 2017/1132 should be included in a single Implementing Regulation. Implementing Regulation (EU) 2015/884 should therefore be repealed and the technical specifications and procedures set out in that Implementing Regulation should be included in this Regulation.

(7) Any processing of personal data under this Regulation is subject to Regulation (EU) 2016/679 of the European Parliament and of the Council[(5)] and Regulation (EU) 2018/1725 of the European Parliament and of the Council[(6)], as applicable.

(8) The European Data Protection Supervisor was consulted in accordance with Article 42(1) of Regulation (EU) 2018/1725 and delivered an opinion on 31 July 2020.

(9) The measures provided for in this Regulation are in accordance with the opinion of the Committee on the Interconnection of Central, Commercial and Companies Registers,

HAS ADOPTED THIS REGULATION:

Article 1

The technical specifications and procedures for the system of interconnection of registers referred to in Article 22(2) of Directive (EU) 2017/1132 are set out in the Annex.

Article 2

Implementing Regulation (EU) 2015/884 is repealed.

References to the repealed Implementing Regulation shall be construed as references to this Regulation.

Article 3

This Regulation shall enter into force on the twentieth day following that of its publication in the *Official Journal of the European Union*.

This Regulation shall be binding in its entirety and directly applicable in all Member States.

Done at Brussels, 17 December 2020.

For the Commission

The President

Ursula VON DER LEYEN

***Changes to legislation:** There are currently no known outstanding effects for the Commission Implementing Regulation (EU) 2020/2244. (See end of Document for details)*

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ANNEX

Technical specifications and procedures

Where reference is made in this Annex to 'registers', it is to be understood as 'central, commercial and companies registers'.

The system of interconnection of registers is in this Annex referred to as the 'Business Registers Interconnection System (BRIS)'.

1. Methods of communication

BRIS shall use service-based methods of electronic communication, such as Web-services, for the purpose of interconnection of registers.

The communication between the portal and the platform, and between a register and the platform, shall be one-to-one communication. The communication from the platform to the registers may be one-to-one or one-to-many.

2. Communication protocols

Secure internet protocols, such as Hypertext Transfer Protocol Secure (HTTPS), shall be used for the communication between the portal, the platform, the registers and the optional access points.

Standard communication protocols, such as Simple Object Access Protocol (SOAP), shall be used for the transmission of structured data and metadata.

3. Security standards

For the communication and distribution of information via BRIS, the technical measures for ensuring minimum information technology security standards shall include:

(a) measures to ensure confidentiality of information, including by using secure channels (HTTPS);

(b) measures to ensure the integrity of data while being exchanged;

(c) measures to ensure the non-repudiation of origin of the sender of information within BRIS and the non-repudiation of receipt of information;

(d) measures to ensure logging of security events in line with recognized international recommendations for information technology security standards;

(e) measures to ensure the authentication and authorisation of any registered users and measures to verify the identity of systems connected to the portal, the platform or the registers within BRIS.

4. Methods of exchange of information between the register of the company and the register of the branch

4.1. *Branch disclosure notification*

The following method shall be used for the exchange of information between the register of the company and the register of the branch in accordance with Articles 20 and 34 of Directive (EU) 2017/1132:

(a) The register of the company shall make available, without delay, to the platform the information on the opening and termination of any winding-up or insolvency proceedings and on the striking-off of the company ('disclosed information');

(b) To ensure receipt without delay of the disclosed information, the register of the branch shall request that information from the platform. That request may consist of indicating to the platform the companies on which the register of the branch is interested to receive disclosed information;

(c) Upon that request, the platform shall ensure that the register of the branch has access to the disclosed information without delay.

4.2. *Branch registration notification*

The following method shall be used for the exchange of information between the register of the branch and the register of the company in accordance with Article 28a of Directive (EU) 2017/1132:

(a) The register of the branch shall send a message, without delay, through BRIS to the register of the company ('branch registration notification');

(b) Upon receipt of the notification, the register of the company shall, without delay, send a message acknowledging the receipt of the notification ('acknowledgement of receipt of branch registration notification').

4.3. *Branch closure notification*

The following method shall be used for the exchange of information between the register of the branch and the register of the company in accordance with Article 28c of Directive (EU) 2017/1132:

(a) The register of the branch shall send a message, without delay, through BRIS to the register of the company ('branch closure notification');

(b) Upon receipt of the notification, the register of the company shall, without delay, send a message acknowledging the receipt of the notification ('acknowledgement of receipt of branch closure notification').

4.4. *Notification on changes to documents and information about the company*

The following method shall be used for the exchange of information between the register of the company and the register of the branch in accordance with Article 30a of Directive (EU) 2017/1132:

(a) The register of the company shall make available, without delay, to the platform the information on changes to documents and information about the company ('disclosed information'). The message format shall make it possible to include attachments;

(b) To ensure receipt without delay of the disclosed information, the register of the branch shall request that information from the platform. That request may consist of indicating to the platform the companies on which the register of the branch is interested to receive disclosed information:

(c) Upon that request, the platform shall ensure that the register of the branch has access to the disclosed information without delay.

(d) Upon receipt of the disclosed information, the register of the branch shall, without delay, send a message acknowledging the receipt of the notification