Commission Implementing Regulation (EU) 2015/884 of 8 June 2015 establishing 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 (Text with EEA relevance)

COMMISSION IMPLEMENTING REGULATION (EU) 2015/884

of 8 June 2015

establishing 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

(Text with EEA relevance)

THE EUROPEAN COMMISSION,

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

Having regard to Directive 2009/101/EC of the European Parliament and of the Council of 16 September 2009 on coordination of safeguards which, for the protection of the interests of members and third parties, are required by Member States of companies within the meaning of the second paragraph of Article 48 of the Treaty with a view to making such safeguards equivalent[(1)], and in particular Article 4c thereof,

Whereas:

(1) Article 4c of Directive 2009/101/EC requires the Commission to adopt technical specifications and procedures for the system of interconnection of registers established by that Directive.

(2) The system of interconnection of registers is also to be used to implement certain requirements set out in Council Directive 89/666/EEC[(2)] and in Directive 2005/56/EC of the European Parliament and of the Council[(3)].

(3) In order to establish the system of interconnection of registers, it is necessary to define and adopt technical specifications and procedures which ensure uniform conditions for the implementation of the system, while accounting for the differences in the technical characteristics of the Member States' registers.

(4) 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 4a(2) of Directive 2009/101/EC shall be as set out in the Annex.

Changes to legislation: *Commission Implementing Regulation (EU) 2015/884 is up to date with all changes known to be in force on or before 15 December 2020. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details) View outstanding changes*

Article 2

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, 8 June 2015

For the Commission

The President

Jean-Claude JUNCKER

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ANNEX

setting out the technical specifications and procedures referred to in Article 1

Where reference is made herein to 'registers', it is always to be understood as 'central, commercial and companies registers'.

The system of interconnection of registers shall be 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 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

The following method shall be used for the exchange of information between the register of the company and the register of the branch as referred to in Article 3d of Directive 2009/101/EC and in Article 5a of the Directive 89/666/EEC:

(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');

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(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.

Appropriate technical measures and procedures shall be in place to handle any communication error between the register and the platform.

5. List of data to be exchanged between registers

5.1. *Branch disclosure notification*

For the purposes of this Annex, the exchange of information between registers set out in Article 3d of Directive 2009/101/EC and in Article 5a of Directive 89/666/EEC shall be referred to as 'branch disclosure notification'. The proceeding triggering that notification shall be referred to as 'branch disclosure event'.

For each branch disclosure notification referred to in Article 3d of Directive 2009/101/EC and in Article 5a of Directive 89/666/EEC, Member States shall exchange the following data:

Data type	Description	Cardinality[a]	Additional description
Issuance Date and Time	Date and time when the notification was sent	1	Date and Time
Issuing Organisation	Name/Identifier of the organisation that issues this notification	1	Party data structure
Legislation Reference	Reference to relevant national or EU legislation	0…n	Text
Proceeding-related data		1	Group of Elements
Effective Date	Date when the proceeding affecting the company has come into effect	1	Date
Proceeding Type	Type of proceeding leading to a branch disclosure event as referred to in Article 5a(1) of Directive 89/666/EEC	1	Code (Winding-up Opening Winding-up Termination Winding-up Opening and Termination Winding-up Revocation Insolvency Opening

a Cardinality 0 means that the data is optional. Cardinality 1 means that the data is mandatory. Cardinality 0…n or 1…n means that more than one piece of the same type of data may be provided.

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			Insolvency Termination Insolvency Opening and Termination Insolvency Revocation Striking-off)
Company data		1	Group of Elements
EUID	Unique identifier of the company making subject of this notification	1	Identifier See section 8 of this Annex for structure of the EUID
Alternate ID	Other identifiers of the company (e.g. Legal Entity Identifier)	0…n	Identifier
Legal form	Type of legal form	1	Code As referred to in Article 1 of Directive 2009/101/EC
Name	Name of the company making subject of this notification	1	Text
Registered Office	Registered office of the company	1	Text
Register Name	Name of the register where the company is registered	1	Text

a Cardinality 0 means that the data is optional. Cardinality 1 means that the data is mandatory. Cardinality 0…n or 1…n means that more than one piece of the same type of data may be provided.

The notification message may also include technical data necessary for the proper transmission of the message.

The exchange of information shall also include technical messages necessary for the acknowledgement of receipt, logging and reporting purposes.

5.2. *Cross-border merger notification*

For the purposes of this Annex, the exchange of information between registers as referred to in Article 13 of Directive 2005/56/EC shall be referred to as ‘cross-border merger notification’. For each cross-border merger notification referred to in Article 13 of Directive 2005/56/EC, Member States shall exchange the following data:

Data type	**Description**	**Cardinality**	**Additional description**