

Conference on the Statute for a European Company (SE)

26 May 2010

Charlemagne building, 170 rue de la Loi, 1040 Brussels

DRAFT PROGRAMME

(there will be simultaneous interpretation in English, French and German)

- 8.45-9.15:** Registration and morning coffee
- 9.15-9.30:** **KEYNOTE SPEECH: Mr Jörgen Holmquist**, *Director-General, European Commission, DG Internal Market and Services*
- 9.30-9.45:** **OPENING REMARKS on behalf of the Spanish Presidency: Mrs María Ángeles Alcalá Díaz**, *Director-General for Register and Notarial Affairs, Ministry of Justice of Spain*
- 9.45-10.15:** **Presentation of the external study: Dr. Luc Julien-Saint-Amand**, *Partner, Attorney-at-law, Ernst & Young, Société d'Avocats, Strasbourg*, and **Dr. Arnd Becker**, *Partner, Attorney-at-law, Luther, Essen*
- 10.15-10.30:** **Q&A**
- 10.30-10.45** **COFFEE BREAK**
- 10.45-12.45:** **PANEL I: CREATION OF AN SE – PROBLEMS, CHALLENGES AND DIRECTIONS FOR THE FUTURE**

The panel should discuss positive and negative aspects of the current rules on setting up of an SE and the effects of this system on different stakeholders, including how the current problems are overcome. The aim of the panel is to come up with suggestions on what could be improved, how and for whom. In particular, the panel should debate on the current SE formation methods and procedures and the requirements to set up an SE (minimum capital requirement, cross-border element, employee arrangements). Are any of the current formation conditions obstacles discouraging companies from setting up SEs and are they all relevant? How to simplify them? Are shelf SEs good or bad? Should the access to the SE be broader, i.e. be available to legal bodies other than public companies or even individuals? Should the cross-border element be relaxed or abolished? The panel should try to establish the relative importance of the issues raised during the discussion.

Moderator: **Mr Pierre Delsaux**, *Director, Free Movement of Capital, Company Law and Corporate Governance, DG Internal Market and Services, European Commission*

Panellists: **Mr Ranald Munro**, *Senior Vice President, General Counsel, Company Secretary & Head of External Affairs, Chubb Insurance Company of Europe SE*

Prof. Dr. Horst Eidenmüller, *Professor for Private Law, German, European and International Company Law at the University of Munich*

Ms Joëlle Simon, *Chair, Legal Affairs Committee, BUSINESSEUROPE, and Director for Legal Affairs, French Business Confederation*

Mrs Catelene Passchier, *Confederal Secretary, European Trade Union Confederation*

Ms Catherine Cathiard, *of Counsel to JeantetAssociés AARPI*

Mr Daniel Ruppert, *Conseiller de direction 1ère Classe, Ministry of Justice of Luxembourg*

Discussion and Q & A

12.45-14.15: LUNCH BREAK

14.15-16.15: PANEL II: LIFE OF AN SE – LESSONS LEARNT AND POSSIBLE WAYS FORWARD

The panel would be divided in two parts. In the first part the discussion should focus on positive and negative aspects of the rules on board structure, general assembly and articles of association, and the effects of this system on different stakeholders, including how the current problems are overcome. The aim of the panel is to come up with suggestions on what could be improved, how and for whom. In particular, the panel should address the questions whether there is a need for more contractual freedom or rather for more uniform rules on the functioning of the SE. Would it be feasible, given the experience so far, to cover more company law issues in the Statute than currently is the case. In the second part the discussion should address the issues related to the transfer of the SE's seat. How important is it? Should the SE be allowed to separate its registered office and the head office? Should the procedure be simplified/clarified and, if so, how? This panel would also discuss the issue of transformation of an SE into another legal form. The panel should try to establish the relative importance of issues raised during the discussion.

Moderator: **Ms Vanessa Knapp OBE**, *Principal Consultant, Freshfields Bruckhaus Deringer*

Panellists: **Ms Minna Aila**, *Head of Communications, Federation of Finnish Financial Services, and formerly Director at Elcoteq SE*

Mr Vincent Malige, *General Counsel, SCOR SE*

Dr. Dr. Jörg Zehetner, *Partner, KWR GmbH*

Prof. Paul Storm, *of Counsel to, and formerly Partner at, NautaDutilh*

Mr Fernando de las Cuevas, *Partner, Gómez-Acebo & Pombo Abogados*

Mr Philippe Ernst, *Director, Ernst & Young Legal, Professor of Company Law and Business Law, University of Antwerp*

Discussion and Q & A

16.15-16.30 CLOSING REMARKS: Mr Michel Barnier, *European Commissioner for the Internal Market and Services*