

Question for written answer E-003744/2026
to the Commission
Rule 144
Ton Diepeveen (PfE)

Subject: Exclusion of legal persons as directors of an EU Inc.

Under the Commission's proposal, only natural persons may be appointed as directors of an EU Inc. In several Member States, however, it is possible for legal persons to act as directors of a company. By excluding this possibility for the EU Inc., legal persons who, under national law, are directors of a company incorporated under national law are excluded from holding a comparable directorship in an EU Inc.

This raises questions about the compatibility of this restriction with the aim of establishing the EU Inc. as an attractive and legally neutral alternative to national company forms.

1. Why has the Commission chosen to categorically exclude legal persons from acting as directors of an EU Inc., even though this is permitted in several Member States?
2. How does the Commission assess the risk that this restriction will lead to unequal treatment of companies or legal persons which, under national law, are permitted to act as directors?
3. Is the Commission prepared to amend the proposed rules so that legal persons may also be appointed as directors of an EU Inc., provided that appropriate rules on representation, responsibility and liability are put in place?

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