



Report on Council Regulation (EC) No. 1435/2003 of 22 July 2003 - Statute for a European Cooperative Society (SCE)

SYNTHESIS REPORT

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**Report on Council Regulation (EC)
No. 1435/2003 of 22 July 2003 -
Statute for a European Cooperative
Society (SCE)**

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The Report was drafted by EURICSE’s Senior Research Fellow Professor Antonio Fici (University of Rome “Tor Vergata”) with the contribution of Gianluca Salvatori (EURICSE Secretary General) and Barbara Franchini (EURICSE Senior Projects Manager).

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1. Introduction

This Synthesis Report summarises the findings of the project “Synthesis report and preparation of a workshop on Council Regulation (EC) No. 1435/2003 of 22 July 2003 - Statute for a European Cooperative Society (SCE)” (call for tenders GROW/2023/LVP/0088, launched and managed by the European Commission, DG GROW - Internal Market, Industry, Entrepreneurship and SMEs).

The report assesses the state of play of the application of the Statute for a European Cooperative Society in the 30 EU/EEA Member States pursuing three interconnected aims: to map the existing SCEs in EU/EEA; to understand the factors affecting the establishment of an SCE; to provide a set of recommendations for further policy actions.

2. Structure, sources and essential elements of the legal framework on the European cooperative society

This Synthesis Report analyses the state of application of Council Regulation (EC) No. 1435/2003 (hereinafter also “SCE Regulation” or “Regulation”) in the EU/EEA Member States (hereinafter “MSs”)1. To fully understand the nature of the Regulation and the impact on its application, it is necessary to outline the main elements that characterize the SCE Regulation and the legal form it establishes: namely, the European Cooperative Society (SCE).

2.1. The SCE essential elements

The SCE has the following main characteristics:

- it is a **cooperative legal form**; it has full **legal personality**, which it acquires upon registration in the relevant national register²; the **liability of the members** of an SCE is in principle **limited** to the subscribed share capital³;

* The research activity for this Synthesis Report was carried out between May and August 2024. The European Research Institute on Cooperatives and Social Enterprises (EURICSE, www.euricse.eu) fed the Synthesis Report with desk research, a questionnaire and interviews. The Report was drafted by EURICSE’s Senior Research Fellow, Professor Antonio Fici (University of Rome “Tor Vergata”), with the contribution of Gianluca Salvatori and Barbara Franchini (EURICSE) based on the responses to a questionnaire administered to a team of 22 specially appointed national experts, covering a total of 30 EU/EEA Member States. Relevant information was also provided by selected stakeholders (mainly representatives of the cooperative movement) interviewed at national level. This Synthesis Report was also supported by information provided by national experts from the Commission Expert Group on the Social Economy and Social Enterprises (GECES). Relevant insights were also provided by selected stakeholders (i.e., representatives of existing SCEs, representatives of the cooperative movement at national and EU level, researchers and experts in cooperative law) who participated in a workshop held at the European Commission premises in September 2024. The main objective of the workshop was to take stock of the application of the SCE Regulation and to discuss challenges related to its application, with a view to identify the needs and opportunities to make it more effective and known at national level and among potentially interested stakeholders.

¹ Council Regulation (EC) No. 1435/2003 of 22 July 2003 on the Statute for a European Cooperative Society (SCE). <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX%3A32003R1435>

² See art. 1(5) and art. 18.

³ See art. 1(2) 3rd subparagraph, according to which “Unless otherwise provided by the statutes of the SCE when that SCE is formed, no member shall be liable for more than the amount he/she has subscribed. Where the members of the SCE have limited liability, the name of the SCE shall end in ‘limited’”.

- it is a **European legal form** of organization – like the “European Company” (*Societas Europaea*, SE) provided for by Regulation No. 2157/2001⁴ –, since it is established under EU law rather than the national law of a MS (although, as observed below, the national laws of Member States play a substantial role in the regulation of SCEs);
- it is an **additional and optional legal form** of a cooperative, which can be chosen by European citizens and/or legal entities instead of a cooperative governed by national law⁵ (cooperatives are, albeit in different ways, recognized and regulated in all EU/EEA jurisdictions)⁶;
- it must meet a **cross-border requirement**, since its membership (at least at the stage of incorporation) must be composed of citizens and/or organizations from at least two Member States⁷; however, an SCE does not necessarily have to carry out cross-border activities;
- an SCE has the **right to transfer its registered office** (which must coincide with its head office) to another MS⁸;
- it has **variable capital** (which however may never be less than EUR 30,000) and a **variable number of members** (at least five natural persons or two legal entities); therefore, it is not necessary to formally amend an SCE statute and to raise or reduce the share capital in order to admit new members or to repay subscriptions in the event of a member’s exit⁹;
- its main object is the **promotion of the members’ interests**, more precisely, “the satisfaction of its members’ needs and/or the development of their economic and social activities, in particular through the conclusion of agreements with them to supply goods or services or to execute work of the kind that the SCE carries out or commissions”; members’ needs may also be satisfied by promoting the participation of the members in economic activities, in one or more SCEs and/or national cooperatives¹⁰;
- an SCE is not subject to any restrictions regarding the **economic activity** that it may carry out to pursue its objectives; it may also perform its activities through a subsidiary¹¹;
- in accordance with its main purpose as defined by law, an SCE is composed of “**user-members**”, namely, members who use (as customers) or produce (as employees or

⁴ Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company (SE). <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX%3A32001R2157>

⁵ As art. 1(1) states: “A cooperative society may be set up within the territory of the Community in the form of a European Cooperative Society (SCE) on the conditions and in the manner laid down in this Regulation”. The 20th recital in the preamble declares that “this form of organization should be optional”.

⁶ For this reason, the SCE can be considered the 28th legal model of cooperative in the EU.

⁷ More precisely, art. 2, par. 1, in regulating the formation of an SCE *ex novo* or by merger or conversion of existing national law cooperatives, respectively requires that the founders be resident in at least two MSs and/or, if companies, firms and other legal bodies, be governed by the law of at least two different MSs; that the cooperatives to be merged be governed by the law of at least two different MSs; and finally, that for at least two years the cooperative to be converted have had an establishment or subsidiary governed by the law of another MS.

⁸ See art. 6, applying the “real-seat” theory, and art. 7 on the transfer of an SCE’s registered/head office.

⁹ See articles 1(2) and 3(5).

¹⁰ See art. 1(3).

¹¹ See art. 1(3).

suppliers) the goods and services of the SCE¹²; an SCE may also admit “**investor (non-user) members**” but only within certain limits and conditions¹³;

- the “**door**” of an SCE is potentially “**open**”, thanks both to the variability of capital and membership, which simplifies the admission and exit of members, and to the protection given to the interest of candidates for membership, who are guaranteed by law the possibility of appealing to the members’ general meeting in the case of refusal of admission¹⁴;
- it is a **democratic organization led by members** (rather than by capital), in which **each user-member has one vote regardless of the number of shares they hold**¹⁵ and investor (non-user) members, if admitted as members, may not together have voting rights exceeding 25% of the total voting rights¹⁶; exceptions to the “one member, one vote” principle are possible only within certain limits and conditions established by law¹⁷;
- its organizational structure comprises a general meeting of the members and – depending on the system of administration opted for in the statutes – either a supervisory organ, which supervises the duties performed by the management organ, and a management organ, which is responsible for managing and representing the SCE in dealings with third parties and in legal proceedings (**two-tier system**), or an administrative organ, which is responsible for managing and representing the SCE in dealings with third parties and in legal proceedings (**one-tier system**);
- in line with its main purpose and the nature of its membership, an SCE usually distributes **dividends to members** in proportion (not to the capital conferred to the SCE, but) to the quantity and/or quality of their activity with the SCE or the service they have performed for it¹⁸;
- an SCEs has “**own**” **assets**, namely, assets to which members have no rights, even in the event of a member leaving or the dissolution of the SCE; more precisely, the SCE must establish a legal reserve (at least equal to the minimum amount of the share capital, i.e., EUR 30,000) to which the members who leave the SCE have no right¹⁹ and the residual net assets of the SCE (i.e., the assets that remain after the payment of all amounts due to creditors and the reimbursement of the members’ capital contributions) must be distributed, at the time of dissolution, “in accordance

¹² See art. 14(1), which also clarifies that members who are legal bodies shall be deemed to be users by virtue of the fact that they represent their own members provided that their members who are natural persons are users.

¹³ See recital No. 9 and art. 14(1).

¹⁴ See art. 14(1).

¹⁵ See art. 59(1).

¹⁶ See art. 59(3).

¹⁷ The first possible derogation is the attribution of plural votes to members in proportion to a member’s participation in the cooperative activity, as a customer, provider or employee. This attribution may not exceed five votes per member or 30% of total voting rights, whichever is the lower [art. 59(2), 1st subparagraph]. The second hypothesis concerns SCEs in which the majority of members are cooperatives. If the applicable national law so permits, SCE statutes may confer plural votes in accordance with a member’s participation in the cooperative activity, including participation in the capital and/or by the number of members of each comprising entity [art. 59(2), 3rd subparagraph]. The third concerns investor members. They may be awarded plural votes if the applicable national law so permits, but in any event they may not together have more than 25% of total voting rights [art. 59(3)]. Other specific derogations regard SCEs involved in financial or insurance activities [art. 59(2), 2nd subparagraph] and the attribution of plural votes to employees’ representatives [art. 59(4)].

¹⁸ See art. 66. The payment of a return on the paid-up capital is treated by law as a sort of last option, which may even be prohibited by statutes (see art. 67).

¹⁹ See art. 65. This partial asset-lock serves to consolidate the financial structure of an SCE, also in the interest of its future members, and to create a link with the cooperative movement, since other cooperatives benefit from the residual assets of dissolved SCEs.

with the principle of disinterested distribution”, which is to say, “to another cooperative body pursuing similar aims or general interest purposes”²⁰;

- an SCE **must involve its employees** in accordance with the provisions of Directive 2003/72/EC²¹.

The SCE legal identity, as stemming from the SCE Regulation, aligns with the cooperative identity recognized and protected at international level by the 1995 Statement of the International Cooperative Alliance²², as well as by the ILO recommendation No. 193/2002 on the promotion of cooperatives²³.

Compared to the standard national regulation of cooperatives at EU level²⁴, the SCE Regulation differs primarily in its higher minimum capital requirement (EUR 30,000) to establish an SCE and the obligation for SCEs to involve employees. While other SCE requirements are usually mirrored in national laws shaping the identity of national cooperatives²⁵, SCEs are not identical to national cooperatives. In some countries, certain differences may impact the degree of acceptance of the SCE Regulation, as it will be underlined in this Synthesis Report.

2.2. Sources of SCE law

Regulation No. 1435/2003 does not provide for a complete and autonomous regulation of SCEs, which are also governed by the national law of the MS in which they have their registered office.

Indeed, according to art. 8(1) of Regulation No. 1435/2003 on the law applicable, “an SCE shall be governed:

- a) by this Regulation;
- b) where expressly authorized by this Regulation, by the provisions of its statutes;
- c) in the case of matters not regulated by this Regulation or, where matters are partly regulated by it, of those aspects not covered by it, by:
- d) the laws adopted by Member States in the implementation of Community measures relating specifically to SCEs;
- e) the laws of Member States that would apply to a cooperative formed in accordance with the law of the Member State in which the SCE has its registered office;
- f) the provisions of its statutes, in the same way as for a cooperative formed in accordance with the law of the Member State in which the SCE has its registered office”.

Formally, EU law takes first place in the hierarchy of the sources of SCE law, whilst national law (of the country of registration) takes second place, since it applies only to matters not

²⁰ See recital 10, 7th indent.

²¹ See art. 1(6). Council Directive 2003/72/EC of 22 July 2003 supplementing the Statute for a European Cooperative Society with regard to the involvement of employees. <https://eur-lex.europa.eu/legal-content/EN/ALL/?uri=celex%3A32003L0072>

²² See <https://ica.coop/en/cooperatives/cooperative-identity> and the ICA's Guidance Note on the cooperative principles <https://ica.coop/sites/default/files/2021-11/ICA%20Guidance%20Notes%20EN.pdf>

²³ See https://webapps.ilo.org/dyn/normlex/en/f?p=NORMLEXPUB:12100:0::NO::P12100_ILO_CODE:R193.

²⁴ See G. Fajardo-García, A. Fici, H. Henry, D. Hiez, D. A. Meira, H.-H. Muenker, I. Snaith, *Principles of European Cooperative Law. Principles, Commentaries and National Reports*, Intersentia, 2017.

²⁵ See also A. Fici, *An Introduction to Cooperative Law*, in D. Cracogna, A. Fici, H. Henry (Eds.), *International Handbook of Cooperative Law*, Springer, 2013.

regulated or aspects not covered by the SCE Regulation. However, things are substantially different. In the Regulation there are 101 specific references (of various nature) to national law in addition to the general reference in art. 8(1)(c), and many of them give explicit precedence to national law in the regulation of the SCE. This significantly reduces the scope of the matter regulated by EU law and increases the role of national law. The regulation of the SCE is not fully supranational. The inevitable consequence is that, in fact, **there is not one SCE but 30 models of SCE** as the number of EU/EEA Member States and the applicable national laws. For the same reason, the broad application of national law to SCEs reduces the differences between an SCE and a cooperative established under the national law of the country of registration of an SCE.

Furthermore, the applicable national law is not easily identifiable, because, according to the references in the SCE Regulation, it may consist of specific national laws implementing the SCE Regulation – art. 8(1)(c)(i) –, national cooperative laws – for example, art. 17(1) – and even national public limited-liability company laws – for example, art. 17(1) – and the national law in general – for example, art. 7(4). The interaction between EU law and national laws makes the current legal framework on SCEs not only variable depending on the country of registration but also, in general, extremely complex.

With regard to specific national laws and rules adopted by Member States to implement the SCE Regulation under art. 8(1)(c)(i), the situation varies from country to country²⁶.

In the vast majority of Member States, a specific law has been adopted to implement the SCE Regulation. In some Member States, these specific laws introduced ad hoc provisions into the national Cooperative Acts (e.g., in Bulgaria, France and Slovenia) and other national laws (notably, the laws on the registration of business organizations) to take SCEs into account.

In some Member States, SCEs are recognized and regulated within other legal types of organizations in general laws, such as the Belgian Company and Association Code of 2019, where SCEs are specifically addressed in articles 16:1-16:12.

In other Member States, such as Italy, Malta and Portugal, a decision was taken not to enact any implementing law. In Malta such a law was considered unnecessary, whilst in Italy SCEs have been addressed in two ministerial acts.

In addition to the laws implementing the SCE Regulation, Member States have also adopted specific laws to transpose the employees' involvement Directive, which complements the SCE Regulation, into national law.

2.3. Registration of SCEs

SCEs must register in the MS in which they want to locate their head office . There is no specific register for SCEs, neither at EU nor at national level, but SCEs are registered in a national register designated by the applicable national law “in accordance with the law applicable to public limited-liability companies” (art. 11(1) of the SCE Regulation). The obligation to publish the notice of registration (and cancellation) of an SCE in the Official Journal of the European Union pursuant to art. 13 is not an easy way to obtain information on existing SCEs, also because there is evidence that this obligation has not been fulfilled in the past.

²⁶ A list of these implementation laws may be found in Annex 1 to this Synthesis Report.

With regard to the national registers in which SCEs are registered, the situation varies from country to country .

In most cases, SCEs are registered together with national cooperatives and national companies in a national business register. In some countries, such as Germany and Ireland, they must be registered in a specific register for cooperatives. In other countries, such as Italy, SCEs – like all other cooperatives – must register in both the business register and the register of cooperatives (in Italy, the registration in the Register of enterprises automatically entails registration in the Register of cooperatives). In Spain, SCEs must register in the business register, whilst national cooperatives in the register of cooperatives.

Online registration is possible except in some countries, such as Cyprus, in which an online procedure for registration of SCEs in the Register of Cooperatives has not been developed, apparently due to the lack of interest in establishing an SCE. In Finland, cooperatives cannot register online in the trade register and the same rule applies to SCEs (although there are no SCEs registered in this country). The same happens in Iceland, where there is no application form for registration of this type of organizations in the Register of cooperative societies, and land with regard to registration of SCEs in the Registry of Cooperative Societies.

In countries suchin as Cyprus and Portugal, where there are no laws implementing the SCE Regulation, it has been discussed in which register SCEs shall register (and in both Member States there are no SCEs registered) .

2.4. Taxation

Recital 16 of the SCE Regulation clarifies that “This Regulation does not cover other areas of law such as taxation, competition, intellectual property or insolvency. The provisions of the Member States law and of Community law are therefore applicable in the above areas and in other areas not covered by this Regulation”.

Therefore, the SCE Regulation does not contain any provisions on tax law and SCEs do not enjoy a specific tax regime, but – pursuant to the principle of non-discrimination in art. 9, according to which “Subject to this Regulation, an SCE shall be treated in every Member State as if it were a cooperative, formed in accordance with the law of the Member State in which it has its registered office” – they are subject to the same tax regime as national cooperatives, i.e., the tax regime provided for national cooperatives by the MS in which the SCE is registered.

3. Mapping of SCEs

The SCE Regulation was adopted on 22 July 2003 and entered into force on 18 August 2006.

A study of 2009/2010, carried out in preparation for the European Commission's Report on the application of the SCE Regulation, reported **17 existing SCEs as of 8 May 2010**²⁷.

In the subsequent Commission's Report of 2012 on the application of the SCE Regulation, **24 SCEs** were reported as existent **as of 22 November 2011**²⁸.

²⁷ EURICSE, Cooperatives Europe and EKA Center, *Study on the implementation of the Regulation 1435/2003 on the Statute for European Cooperative Society (SCE)*, 2010. Prepared for the European Commission under SC No. I2.ACPROCE029211200. See: <https://op.europa.eu/en/publication-detail/-/publication/494bb15b-c34d-4bdf-8518-75d6bde38cbb>

In an unofficial list circulated by the Libertas Institute, there were **42 registered SCEs as of 25 August 2018**²⁹.

As of 30 June 2024, current data illustrate the evolution of the SCE Regulation.

Nearly 18 years since the entry into force of the SCE Regulation, there are **113 registered SCEs** in 30 EU/EEA countries, of which 75 are active.

Box 1: Evolution of the number of SCEs

- As of May 2010: 17 existing SCEs
- As of November 2011: 24 existing SCEs
- As of August 2018: 42 registered SCEs
- As of June 2024: 113 registered SCEs, of which 75 active SCEs

The number of active SCEs is very small compared to the number of 250,000 cooperatives that exist in the EU according to the European Commission³⁰.

For instance, **in Italy there are almost 88,000 registered cooperatives³¹ and only three active SCEs. In France, there are nearly 23,000 cooperatives³² and only one active SCE.** Nonetheless, it is worth noting that “there is no positive correlation between the strength and importance of the cooperative movement in a country and the number of SCEs in that country”³³.

The number of SCEs is modest compared to the number of European Companies (SEs) established under Regulation No. 2157/2001. According to the European Trade Union Institute (ETUI), there were already 2,125 estimated SEs as of 21 March 2014³⁴ and should currently be more than 3,000 in the EU³⁵. In Italy, for example, there are three active SCEs compared to approximately 80 active SEs; in France, there is only one active SCE and approximately 150 active SEs; in Germany, there are 25 active SCEs and around 1,000 active SEs. Nevertheless, there are countries, such as Slovenia, where the number of SCEs and SEs is equal (one each), and even countries, such as Greece, where there are fewer active SEs (three) than active SCEs (five).

²⁸ Report from the Commission to the European Parliament, the Council, the European Economic and Social Committee and the Committee of The Regions: The application of Council Regulation (EC) No. 1435/2003 of 22 July 2003 on the Statute for a European Cooperative Society (SCE), COM/2012/072 final. <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX:52012DC0072>.

²⁹ See: <https://www.libertas-institut.com/wp-content/uploads/2018/08/sce-list.pdf>

³⁰ See: https://single-market-economy.ec.europa.eu/sectors/proximity-and-social-economy/social-economy-eu/cooperatives_en

³¹ Data extracted from the Register of Cooperatives held by the Ministry of Enterprises and Made in Italy.

³²

See <https://coops4dev.coop/en/4deveurope/france#:~:text=The%20French%20cooperative%20movement%20has, and%2070%25%20of%20retail%20banking.>

³³ See the European Commission's Report of 2012, p. 8.

³⁴ See <https://www.worker-participation.eu/European-Company-SE/Facts-Figures/Archive-of-SE-facts-figures2/Total-number-of-registered-European-Companies-SEs>.

³⁵ See: J. Schmidt, *Twenty Years Societas Europaea*, in *European Company Law Journal*, 18, n. 4, 116 (2021), which states: “Twenty years later, there are – despite all initial prophecies of doom (‘too expensive’, ‘too complicated’, ‘no need’) – more than 3,000 Societas Europaea (SEs) all over Europe. Many large and well-known European enterprises now operate as an SE – Airbus SE, BASF SE, Porsche Holding SE, SAP SE, Schneider Electric SE, SCOR SE, Strabag SE and TotalEnergies SE are just a few prominent examples. In fact, eight of the thirty DAX companies (26.6 %), eight of the CAC forty companies (20 %) and eight of the EURO STOXX fifty companies (16 %) are now SEs. But there are also many smaller European ‘hidden champions’ which have discovered the SE as an attractive legal form for themselves. Moreover, in the context of the recent boom of special purpose acquisition companies (SPACs), the SE has quickly become the legal form of choice for such SPACs in Europe”.

More than **one third of the active SCEs are registered in one country**, i.e., Germany, whereas **13 countries have no active SCEs** (i.e., Cyprus, Czech Republic, Denmark, Finland, Hungary, Iceland, Ireland, Latvia, Lithuania, Malta, Norway, Portugal and Sweden).

More than half of active SCEs (39 out of 75) are registered in only three countries (i.e., Germany, Slovakia and Spain). Additionally, 80% of all active SCEs are hosted in seven countries (i.e., Belgium, Croatia, Germany, Greece, Liechtenstein, Slovakia and Spain).

In nine countries, no SCE has ever been created (i.e., Cyprus, Finland, Iceland, Ireland, Latvia, Lithuania, Malta, Norway, and Portugal). This includes countries such as Finland and Portugal where cooperatives are well-established, promoted by the State (also thanks to ad hoc constitutional provisions) and subject to an advanced legislation³⁶.

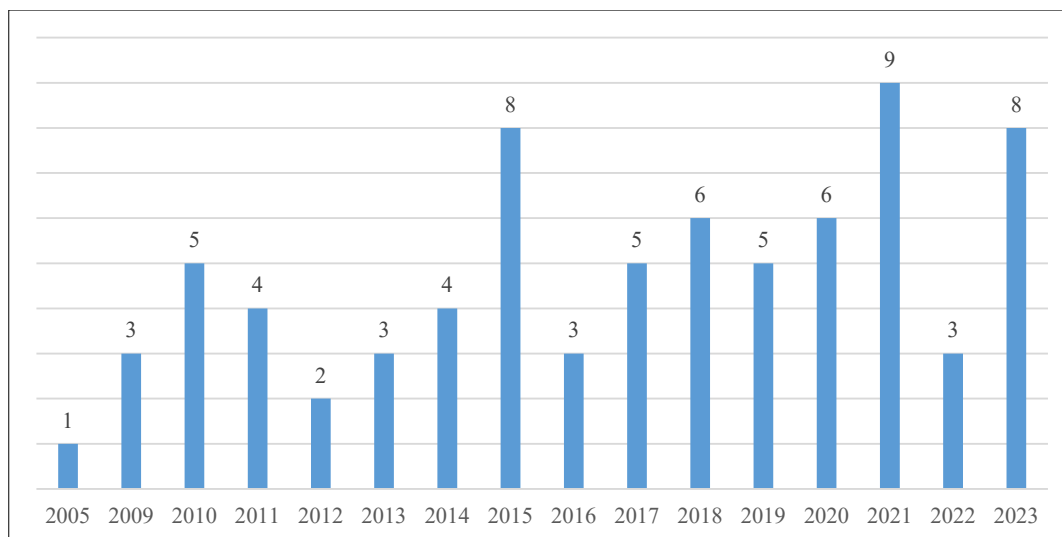
The high rate of dissolution of SCEs relative to their total number is noteworthy. Among the 113 currently registered SCEs, **29 SCEs have been dissolved**, including all three SCEs established in Sweden, all seven SCEs established in Hungary and six of the 15 SCEs registered in Italy. The actual number of dissolved SCEs may be even higher, as some may no longer appear in the relevant national registers.

Nine registered SCEs are inactive, of which six are in Italy. The total number of inactive SCEs, however, could be higher as national experts suggest that five SCEs listed as active are likely inactive – one of which is already in the process of being removed from the register.

The year of registration of the 75 active SCEs is presented in Graph 1 below.

Data show that the interest in the SCE legal form has increased in recent years. Almost half of the active SCEs were registered in the last six years (2018-2023) and almost half of them in Germany (see Annex 3).

Graph 1: SCEs per year of registration



As regards the composition of the membership of the active SCEs, available data show that SCEs are established by both individuals and legal entities, whereas they are more rarely used as secondary cooperatives by primary cooperatives to cooperate with each other.

³⁶ See: <https://coops4dev.coop/en/4deveurope/finland> and <https://coops4dev.coop/en/4deveurope/portugal>.

SCEs operate in various sectors of the economy, including e.g., agriculture, financial services, waste management and recycling, housing, business services. A sector in which SCEs seem to be particularly engaged is energy production and distribution, especially from renewable sources. Energy SCEs – including renewable energy SCEs – exist in different countries, e.g., Austria, Croatia, Germany, Romania and Spain. As argued below, this may be due to the ability of the cooperative business model to create a trust-based community of people interested in meeting their specific needs (rather than investing their own capital).

There are both SCEs structured as consumer cooperatives, in which members are users of the services provided by the SCE, including SCEs that work as “purchasing centres” for their members, and SCEs structured as producer cooperatives, in which members provide the SCE with means of production or goods to distribute and/or sell. There are also worker SCEs, in the construction sector, but also in journalism and information sector, in which members work for their SCE.

4. Positive factors affecting the establishment of SCEs

According to EURICSE, Cooperatives Europe and EKAI Center (2010), the factors acknowledged by the stakeholders interviewed (identified among those who decided to establish an SCE) as positive for the establishment of an SCE are listed as follows (in descending order of importance):

- the value of the European image;
- democracy and other cooperative principles of organization;
- the cross-border nature of the business project or the membership;
- the attractiveness of the European legal form for people from different countries;
- the possibility to transfer the registered office;
- the possibility to adopt a system of governance not available under national law.

In the European Commission’s report of 2012, based on the results of a public consultation (32 responses from 11 countries), respondents identified the primary advantage of setting up an SCE as the “European image” it provides. This image can help the founders of a cooperative to enter markets where a European brand is more marketable than a national one, especially in sectors such as the provision of social services. Another positive factor highlighted by respondents was the symbolic value of the SCE legal form which offers the possibility of conveying the fact of being captures a the distinctive cooperative business model – one that differs from traditional capital-based companies by emphasising values such as solidarity, democratic governance, member participation and proximity with members and customers, and with the primary goal to serve the interests of the members rather than those of management.

In a similar vein, a subsequent study published in 2014 argued that “the common advantage of setting up an SCE is that member companies can operate under a unified brand at the European level”³⁷.

³⁷ DIESIS et al., *Review of European Cooperative Societies – SCER project*, 2012-2014. See: <https://www.diesis.coop/wp-content/uploads/2018/03/SCER-final-report-24-07-2014.pdf>.

One of the aspects highlighted in this Synthesis Report is that almost all national experts and national stakeholders consulted did not mention the “European image” of the SCE among the most relevant factors for the choice of the SCE form³⁸. It emerged that the SCE, in the cases in which it was established, was chosen **because it is a form of cooperative enterprise** “to be proud of”³⁹. The cooperative in itself appears as a **“credible” organizational form**, carrying values that make it particularly attractive for the founders and third parties⁴⁰. The representative of the only SCE registered in Slovenia emphasizes the cross-border dimension of SCEs based on universal cooperative values⁴¹.

The intrinsic value of the cooperative form, and its ability to legally shape a “community” and to convey a certain image of business to third parties, can perhaps justify the significant use of the SCE in several countries in fields such as the production of clean and renewable energy. This appears in particular true for the implementation of the notion of “Energy Communities” as applied in the EU legal framework on energy. In addition, the ethics of the cooperative form are combined with the ethics of the entrepreneurial activity.

This may also justify why, according to some national experts, the choice of the SCE is usually made by people and organizations that are already familiar with the cooperative business model, including individuals who already are members of cooperatives and other cooperatives⁴².

Some respondents were more precise in identifying those characterizing features of the SCE form that have influenced their choice to establish one.

The first of these features is **democratic governance**, considered by those who have established an SCE view not as “utopian”, but as highly practical and beneficial for business development⁴³.

The SCE registered in Luxembourg, as explained by the national expert, works in the blockchain area. The **SCE** closely resembled that of a **Decentralized Autonomous Organization (DAO) structure**⁴⁴, so the founders of the SCE saw the SCE as fit to take the benefits of decentralization in business and company structure. The choice of the SCE was aimed at providing a legal form characterized by its participative governance⁴⁵. Along similar lines, a national expert from Liechtenstein argues that “the SCE model promotes a high level of member participation and democratic decision-making, which can be attractive for

³⁸ The only exception is found in the Netherlands, where one SCE declared that one of the main reasons was for them to benefit from the value of the European image: cf. Ger J.H. van der Sangen, National Report on the Netherlands. See also, for the same explanation, F. Avsec, National Report on Slovenia, C. Svernlöv, National Report on Sweden, and R. Alfonso-Sánchez, National Report on Spain. In contrast, as we will see, the value of the European image was mentioned by respondents who gave their opinion on the negative factors, who could not identify any other good reason apart from the European image to establish an SCE.

³⁹ G. Miribung, National Report on Austria and Germany.

⁴⁰ G. Miribung, National Report on Austria and Germany.

⁴¹ F. Avsec, National Report on Slovenia.

⁴² G. Miribung, National Report on Austria and Germany; D. Hiez, National Report on France, reporting that “The existing SCE, Vox Europe, has been created on the proposal and support of one of the funders of the preexisting association, who was already deeply involved in a French journal structured as a cooperative. The other SCE, which creation failed, was impulse by a big French agricultural cooperative”; B. Van Baelen, National Report on Belgium, according to whom “some of the established SCEs are part of existing networks of cooperatives or ‘believers’. Therefore, it is my understanding that they already had a preliminary knowledge of the SCE as a legal form. Besides, I do not find an example of a SCE established by ‘laymen’”.

⁴³ D. Hiez, National Report on Luxembourg.

⁴⁴ Cf. S. Hassan, P. De Filippi, *Decentralized Autonomous Organization*, in *Internet Policy Review*, 2021: “A DAO is a blockchain-based system that enables people to coordinate and govern themselves mediated by a set of self-executing rules deployed on a public blockchain, and whose governance is decentralised (i.e., independent from central control)”.

⁴⁵ D. Hiez, National Report on Luxembourg.

cooperatives focused on inclusivity and member engagement. This could be of interest in emerging fields like so-called DAOs, which are blockchain-based entities giving participation and voting rights to many individuals⁴⁶.

According to one of the founders of a German SCE, initially supposed to be established in Luxembourg, the purpose was to stimulate the cooperation of various enterprises active in the Earth observation domain, and to achieve an efficient cooperation between enterprises of diverse sizes⁴⁷.

The other features of the SCE model mentioned by respondents as attractive are **indivisible reserves**, which strengthen the identity of cooperatives, the possibility of using **different governance structures**, the possibility of having **investor members** alongside user-members, and **employee participation**. All the above makes the SCE a people-centred organizational form, which unlike the joint-stock company, is capable of creating a cross-border community of people based on trust⁴⁸. The SCE is explicitly considered by the national expert from Romania (who is personally involved in the establishment of an SCE) as “a very good legal form for creating a community, more specifically an energy community”⁴⁹.

The abovementioned reasons may explain why stakeholders prefer to establish an SCE rather than a European Company (*Societas Europaea*, SE) or a national joint-stock company, but not why they prefer to establish an SCE rather than a national cooperative.

In this regard, some experts and stakeholders mentioned the possibility of using the SCE to expand the production of goods and services at European level and to become more competitive on the European single market⁵⁰, whilst some stakeholders highlighted “**better or rather more modern and liberal rules present in the SCE Regulation compared to the national rules on cooperatives**”⁵¹.

In Bulgaria, for example, national law prevents legal entities from establishing a cooperative, so that cooperatives may be set up only by natural persons. Moreover, a Bulgarian cooperative may be established by at least seven natural persons. In addition, Bulgarian cooperative law only allows the two-tier system of cooperative governance. Therefore, in this country, legal entities that wish to establish a cooperative cannot but resort to the SCE. The same is true of groups of people composed of less than seven persons. Equally, if stakeholders wish to establish a cooperative administered by a one-tier system, then the only opportunity is for them to establish an SCE⁵². The possibility to opt for the one-tier system of governance in countries in which national cooperative law only allows for the two-tier system was indicated by another national expert as a possible reason for the establishment of an SCE in Poland⁵³.

⁴⁶ J. Bergt, National Report on Liechtenstein.

⁴⁷ D. Hiez, National Report on Luxembourg.

⁴⁸ D. Hiez, National Report on Luxembourg.

⁴⁹ A. Hinescu, National Report on Romania.

⁵⁰ (among others) T. Marinova, National Report on Bulgaria; H. Horak, National Report on Croatia; J. Bergt, National Report on Liechtenstein.

⁵¹ (among others) I. Douvitsa, National Report on Greece.

⁵² Indeed, the two SCEs established in this country, one still active, the other ceased, are SCEs among legal entities: T. Marinova, National Report on Bulgaria.

⁵³ D. Bierecki, National Report on Poland, C. Svernlöv, National Report on Sweden.

A similar opinion was expressed by the Romanian expert, also in her capacity as a stakeholder, being one of the founders of a Romanian SCE. She argues that the Romanian Cooperative Law (Law No. 1/2005) contains obsolete provisions that are not suitable for the management of a cooperative with more than five members. There are many blocking mechanisms regarding the decision-making process, the registration of changes in the legal capital and the management body. By establishing an SCE, all these problems can be overcome⁵⁴.

The French expert also identified as a possible justification for establishing an SCE (rather than a national cooperative) the limitations that French cooperative law places on the possibility for foreigners to become members of a French cooperative.

Yet more specific reasons may justify the creation of an SCE. The SCE, due to its non-national character, may be the ideal way to unite people and organizations that feel part of the same community and share a common project despite living in different Member States, albeit on the border, as happens for the Spanish SCEs composed of “Ikastolas” both from the so-called “Spanish Basque Country” (Navarre, Guipuzcoa, Vizcaya and Alava) and from the so-called “French Basque Country” (Laburdi, Lower Navarre and Zuberoa)⁵⁵.

Therefore, the research conducted for this Synthesis Report highlights a shift in the factors positively influencing the establishment of SCEs. Unlike in the past, the value of the “European image” is no longer the most relevant driver. Instead, more specific reasons emerge in support of the choice of the legal form of the SCE. First, the typical characteristics of the cooperative form, in particular the democratic governance and the associated values. Second, the gaps or shortcomings of national cooperative law, which make the SCE Regulation, despite its complexity, a preferable option. Consistently, when considering factors that discourage the choice for the SCE, some respondents mentioned the “lack of need” as a key reason. They noted that the national cooperatives pursue the same objectives as SCEs (also because national cooperatives may have foreign members, operate abroad and even transfer its registered office abroad), while avoiding the high costs associated to the establishment and functioning of an SCE.

A number of respondents, including national experts and stakeholders – notably representatives of the national cooperative movement, have emphasised the fundamental role of the SCE Regulation in safeguarding and promoting cooperatives. By highlighting the specific identity of cooperatives, the SCE Regulation helps ensure they receive equal treatment alongside traditional companies (under both EU and national law), which according to the preamble of the SCE Regulation, was a central reason for its adoption⁵⁶.

The true value of the SCE Regulation does ‘per se’ justify its own use, despite its limited practical application, according to some experts and stakeholders. This perspective was also highlighted by several stakeholders interviewed in the 2009-2010 research that informed the European Commission’s report of 2012⁵⁷.

This role of the SCE Regulation is undeniable, as shown by the Court of Justice of the European Union (CJEU) judgment of 8 September 2011. In this ruling, the SCE Regulation played a decisive role in the Court’s assessment of the potential compatibility with EU law (more precisely, with State aid regulation) of a preferential tax treatment for cooperatives,

⁵⁴ A Hinescu, National Report on Romania.

⁵⁵ R. Alfonso-Sánchez, National Report on Spain.

⁵⁶ See recital No. 6, as well as COM(2004) 18 final, on the promotion of cooperative societies in Europe, p. 13.

⁵⁷ On page 6 of the EC’s report of 2012, one may indeed read: “Some stakeholders see the SCE Statute as having a symbolic character, because it raises the profile of social-economy businesses. Cooperatives point out that their business model differs from traditional capital-based companies. It relies on solidarity, democratic governance, members’ participation and proximity to members and customers – seeking to satisfy their interests rather than the interests of managers”.

compared to other business organizations⁵⁸. As pointed out by the national expert for France and Luxembourg⁵⁹, “The law is also a discourse, which provides the official description of the world. In that respect, the adoption of the SCE after the EU regulation on the SE, has been precious. And this aspect is not only symbolic, as it may be evidenced through the example of the 2011 CJEU case⁶⁰. By this case, the CJEU has declared valid the special tax treatment applicable to the cooperatives, with regard to the regulation of the State aids. And this has been notably possible thanks to the existence of the SCE Regulation, to which the Court refers several times to demonstrate that the specificities of the cooperatives were part of the European law”. His conclusions are as follows: “the SCE Regulation is a success, even if the success is not where it was foreseen. But this is not a reason to give up fostering the creation of new SCEs”⁶¹.

Another example of the SCE Regulation’s promotional role in favour of cooperatives is its use as a tool for justifying and as a model for drafting the national legislation on cooperatives in Europe and even beyond.

5. Negative factors affecting the establishment of SCES

According to EURICSE, Cooperatives Europe and EKAI Center (2010), the following ten factors (in descending order of importance) were identified by the stakeholders (151 people interviewed, mostly from cooperatives and representative organizations of cooperatives) as the main negative factors for the establishment of an SCE:

- lack of awareness
- the complexity of the SCE Regulation
- the large number of references to national law
- the small scale of cooperative operations and the limited cross-border activities of cooperatives
- the absence of a specific tax regime
- the high minimum capital requirement
- the costs of the worker participation regime
- the costs of establishment
- the lack of benefits
- the lack of public support

In the European Commission’s report of 2012, which was based on the results of a public consultation on the findings and recommendations of the above-mentioned study, the respondents (the Commission received 32 responses from 11 countries in total) highlighted the lack of awareness about the SCE as the most significant problem, followed by the costs

⁵⁸ For further details and a discussion of this specific judgement, cf. A. Fici, *The European Cooperative Society Regulation*, in D. Cracogna, A. Fici, H. Henry (Eds.), *International Handbook of Cooperative Law*, cit., p. 121 ff.

⁵⁹ D. Hiez, National Report on France and Luxembourg.

⁶⁰ CJEU, 8 September 2011, Paint Graphos and others. C-78/08, <https://curia.europa.eu/juris/document/document.jsf?jsessionid=A65FBE91A364CB33B64E29674121C4B3?text=&docid=109241&pageIndex=0&doclang=EN&mode=lst&dir=&occ=first&part=1&cid=11825849>

⁶¹ D. Hiez, National Report on France and Luxembourg.

of establishment, the complex procedure to be followed due to the numerous references to national law and legal uncertainty as to which law applies in each case. A number of stakeholders also saw the minimum capital requirement of EUR 30,000 as an obstacle, at least for natural persons wishing to set up small SCEs in order to cooperate across borders. Some respondents considered the rules on employee involvement as a negative factor as they were, in their view, cumbersome and complex, while workers' organizations and other respondents did not report any problems in this area.

The findings of this study are not substantially different.

“Lack of need” and **“lack of benefits”** of the SCE Regulation remain, according to experts and stakeholders from different Member States, the most widespread legal factors for the limited number of SCEs. **“Lack of knowledge”** about SCEs continues to be the main non-legal factor. In turn, these factors are further supported by specific motivations (ordered according to the frequency with which they have been mentioned by national experts and stakeholders consulted):

- the **possibility of using a national cooperative at lower costs** to fulfil the same objectives as an SCE, also considering that national cooperatives may admit foreign members, may carry out activities abroad, and thanks to the EUCJ case-law⁶² and

⁶² The list of relevant judgments on the freedom of establishment of companies (including cooperatives) is very long and includes at least the following decisions:

- *Daily Mail* (C-81/87): Since companies are creatures of national law (para. 19), and the Treaty places on the same footing, as connecting factors, the registered office, central administration and principal place of business (para. 21), articles 52 and 58 of the Treaty (current articles 49 and 54 TFEU) confer no right on a company incorporated under the legislation of a Member State and having its registered office there to transfer its central management and control to another Member State.

- *Centros* (C-212/97): It is contrary to articles 52 and 58 of the Treaty (current articles 49 and 54 TFEU) for a Member State to refuse to register a branch of a company formed in accordance with the law of another Member State in which it has its registered office but in which it conducts no business where the branch is intended to enable the company in question to carry on its entire business in the State in which that branch is to be created, while avoiding the need to form a company there, thus evading application of the rules governing the formation of companies which, in that State, are more restrictive as regards the paying up of a minimum share capital.

- *Überseering* (C-208/00): Where a company formed in accordance with the law of a Member State (“A”) in which it has its registered office is deemed, under the law of another Member State (“B”), to have moved its actual centre of administration to Member State B, articles 43 EC and 48 EC (current articles 49 and 54 TFEU) preclude Member State B from denying the company legal capacity and, consequently, the capacity to bring legal proceedings before its national courts for the purpose of enforcing rights under a contract with a company established in Member State B.

- *Inspire Art* (C-167/01): It is contrary to articles 43 EC and 48 EC (current articles 49 and 54 TFEU) for national legislation to impose on the exercise of freedom of secondary establishment in that State by a company formed in accordance with the law of another Member State certain conditions provided for in domestic law in respect of company formation relating to minimum capital and directors' liability.

- *Sevic* (C-411/03): Cross-border mergers operations constitute particular methods of exercise of the freedom of establishment, important for the proper functioning of the internal market, and are therefore amongst those economic activities in respect of which Member States are required to comply with the freedom of establishment laid down by articles 43 EC and 48 EC (current articles 49 and 54 TFEU). These articles preclude registration in the national commercial register of the merger by dissolution without liquidation of one company and transfer of the whole of its assets to another company from being refused in general in a Member State where one of the two companies is established in another Member State, whereas such registration is possible, on compliance with certain conditions, where the two companies participating in the merger are both established in the territory of the first Member State.

- *Cartesio* (C-210/06): Articles 43 EC and 48 EC (current articles 49 and 54 TFEU) are to be interpreted as not precluding legislation of a Member State under which a company incorporated under the law of the Member State may not transfer its seat to another Member State whilst retaining its status as a company governed by the law of the Member State of incorporation.

- *Vale* (C-378/10): Articles 49 TFEU and 54 TFEU must be interpreted as precluding national legislation which enables companies established under national law to convert, but does not allow, in a general manner, companies governed by the law of another Member State to convert to companies governed by national law by incorporating such a company. Articles 49 TFEU and 54 TFEU must be interpreted, in the context of cross-border company conversions, as meaning that the host Member State is entitled to determine the national law applicable to such operations and thus to apply the provisions of its national law on the conversion of national companies governing the incorporation and functioning of companies, such as the requirements relating to the drawing-up of lists of assets and liabilities and property inventories. However, the principles of equivalence and effectiveness, respectively, preclude the host Member State from - refusing, in relation to cross-border conversions, to record the company which has applied to convert as the 'predecessor in law', if such a record is made of the predecessor company in

recent EU legislation⁶³, may freely undertake cross-border operations such as transfers of the registered office and mergers;

- the **local dimension of cooperative activity and the small scale of cooperative operations**, which are usually rooted in their communities and devoted to meeting local needs;
- the **complexity of the SCE Regulation**, which increases the costs of establishment and functioning of an SCE, especially compared to a national cooperative whose legal framework is better known to stakeholders as well as to public bodies dealing with cooperatives, their registration and supervision;
- the lack of autonomy of EU law from national law due to the **numerous references to national law** in the regulation of an SCE;
- the **high minimum capital** required to establish an SCE, particularly considering that under national law a very low or no minimum capital is required;
- the **lack of a specific tax regime**;
- the **limited knowledge of SCEs** in general and in particular among consultants and professionals;
- difficulties in meeting the **cross-border requirement**, notably in those Member States (such as Cyprus and Ireland) that do not share a border with other Member States;
- the **negative perception** of cooperatives in some Member States (i.e. post-Soviet countries)⁶⁴;
- the **generally limited use of cooperatives** in some Member States;
- the **lack of public support**;
- the **costs of the mandatory worker participation regime**, which is considered as a superfluous requirement in organizations like cooperatives that act in the interest of their members;
- the **disfavour towards some provisions of the SCE Regulation** – such as the rule allowing an SCE to distribute profits to members as dividends on the subscribed capital without explicit limitations – which are considered to be in contrast with the cooperative principles enshrined in national law (e.g., in Portugal)⁶⁵.

the commercial register for domestic conversions, and - refusing to take due account, when examining a company's application for registration, of documents obtained from the authorities of the Member State of origin.

- *Polbud* (C-106/16): Articles 49 and 54 TFEU must be interpreted as meaning that freedom of establishment is applicable to the transfer of the registered office of a company formed in accordance with the law of one Member State to the territory of another Member State, for the purposes of its conversion, in accordance with the conditions imposed by the legislation of the other Member State, into a company incorporated under the law of the latter Member State, when there is no change in the location of the real head office of that company. Articles 49 and 54 TFEU must be interpreted as precluding legislation of a Member State which provides that the transfer of the registered office of a company incorporated under the law of one Member State to the territory of another Member State, for the purposes of its conversion into a company incorporated under the law of the latter Member State, in accordance with the conditions imposed by the legislation of that Member State, is subject to the liquidation of the first company.

⁶³ Cf. Directive 2019/2121 amending Directive 2017/1132 as regards cross-border conversions, mergers and divisions.

⁶⁴ EISMEA, *Benchmarking the socio-economic performance of the EU social economy: improving the socio-economic knowledge of the proximity and social economy ecosystem*. Authors: Carini, C., Galera, G., Tallarini, G., Chaves Avila, R., et al. Luxembourg: Publications Office of the European Union, 2024. <https://data.europa.eu/doi/10.2826/880860>

⁶⁵ D. Meira, National Report on Portugal.

6. Recommendations for further policy actions

The following recommendations are based on this analysis and the outcomes of the workshop held on 26 September 2024, which gathered stakeholders to assess the application of the SCE Regulation. The following proposals specifically reflect stakeholders' conclusions on potential improvements to the SCE Regulation, incorporating their insights into which aspects of the Regulation are effective and which are not.

- Recommendation no. 1: The SCE Regulation should be maintained as it holds a fundamental value for the cooperative movement and European citizens, by providing institutional recognition of the cooperative model at the European level. Recent developments have further enhanced its relevance, particularly as a tool for supporting cross-border activities in sectors like energy and housing.
- Recommendation no. 2: The SCE Regulation could be amended to enhance its practical use and better align it with recent societal trends, encouraging the establishment of potential new SCEs. Specific amendments might focus on reducing the Regulation's complexity and lowering the costs of establishing an SCE by:
 - reducing the number of references to national law;
 - reducing the minimum capital requirement (currently EUR 30,000);
 - incorporating digital advancing and digital tools to ease administrative burden.
- Recommendation no. 3: The SCE Regulation should be better promoted by the European Union, Member States and the cooperative movement. Promotion should include at least the following measures:
 - organising campaigns aimed at raising awareness at all levels (including the cooperative movement, legal advisors, public notaries, accountants, entrepreneurs, public institutions, registration authorities, etc.) to increase understanding of the SCE and its potential applications;
 - disseminating good practices related to the use of the SCE in sectors of the economy where it serves as a suitable legal form, such as in energy and housing;
 - funding studies to identify emerging trends in the use of the SCE form and to highlight the potential benefits of SCEs, for instance in view of its relevance to implement DAOs.
- Recommendation no. 4: Supporting SCEs development with dedicated funding would strengthen its impact and encourage the sector to thrive.

7. Annexes

Annex 1: National laws implementing the SCE Regulation (SCE laws)

Country	Law
Austria	Law on the Statute for a European Cooperative Society Statute (SCE-Law – SCEG) of 18 August 2006

Belgium	Code of Companies and Associations of 2019: articles 16:1-16:12
Bulgaria	Chapter 2 “a”: art. 51a - 51d of the Law on Cooperatives, as introduced by law in 2007; Law on Amendment and Supplementation of the Commercial Law (LASCL): Paragraphs 11 and 15 of the Transitional and Concluding Provisions
Croatia	Law on the introduction of the European Cooperative Society (SCE) of 2008 (modified in 2015)
Cyprus	Law No. 159(I)/2006
Czech Republic	Act No. 307/2006 Coll., on the European Cooperative Society
Denmark	Act No. 454 of 22 May 2006, on the European Cooperative Society
Estonia	Act implementing Regulation (EC) No. 1435/2003 of the Council of the European Union on the Statute for a European Cooperative Society (SCE), of 14 December 2005
Finland	European Cooperatives Act No. 906 of 10 October 2006
France	Law No. 2008-649 of 3 July 2008, introducing art. 26:1 ff. in the law of cooperatives no. 47-1775, and Decree No. 2009-767 of 22 June 2009 concerning the European cooperative society
Germany	Law implementing Council Regulation (EC) No. 1435/2003 of 22 July 2003 on the Statute for a European Cooperative Society (SCE) (SCE-Ausführungsgesetz - SCEAG) of 14 August 2006
Greece	Law no. 4099/2012: arts. 136-155
Hungary	Act LXIX of 2006 on the European Cooperative Society
Iceland	Act No. 92/2006 on European Cooperative Societies of 14 June 2006
Ireland	The European Communities (European Cooperative Society) Regulations 2009. S.I. No. 433 of 2009
Italy	<i>No specific law has been adopted.</i> The matter of the national implementation of the Regulation was dealt with in two communications from the Ministry of Economic Development (No. 2903 of 30 June 2006 and No. 57 of 26 March 2007)
Latvia	European Cooperative Societies Act of 26 October 2006
Liechtenstein	Law of 22 June 2007 on the Statute for a European Cooperative Society (SCE-Gesetz; SCEG)
Lithuania	Law No. 73-2764 of 15 June 2006 on the European Cooperative Societies
Luxembourg	Law of 10 March 2014 amending Law of 10 August 1915 on commercial companies: Articles 831-1 ff.
Malta	<i>No specific law has been adopted.</i> Such a law was considered not necessary to apply the Regulation at national level (in contrast, an ad hoc law transposed the directive on employee participation)
Netherlands	Law on European Cooperative Societies of 14 September 2006
Norway	Law on European Cooperative Societies of 30 June 2006
Poland	Law of 22 July 2006 on the European Cooperative Society
Portugal	<i>No specific law has been adopted</i> (an ad hoc law transposed the directive on employee participation)
Romania	Emergency Government Ordinance No. 52/2008; Law 265/2022 on the

	Trade Register
Slovakia	Act No. 91/2007 Coll., on the European Cooperative Society
Slovenia	Cooperatives Act: arts. 56.a-56.ah
Spain	Law 3/2011, of March 4, on the European Cooperative Society
Sweden	Act (2006:595) on the European Cooperative Society

Annex 2: Data on SCEs

Data on registered SCEs have been extracted by national experts from the national registers in which SCEs are required to register in accordance with art. 11(1) of the SCE Regulation. This register is in almost all cases the same register (i.e., the business register) in which all enterprises are registered.

In most cases, among the available search criteria is the legal form of the registered entities. Therefore, SCEs can be found by choosing the legal form of “European cooperative society”. If “European cooperative society” does not appear among the available options, the search can be made by name, given that SCEs are obliged by law to include “SCE” in their name (See SCE Regulation art. 5(4), 1st indent). Yet, this may lead to unreliable findings, because there may be organizations having “SCE” in their name which however are not in fact SCEs.

Registers are electronic and publicly accessible and are maintained by different public authorities (such as e.g., courts, ad hoc authorities or agencies, departments at given ministries or public bodies etc.). Online registration is in general possible. Usually, there is a charge for requesting and extracting data and documents from the register databases, with the exception of basic data about a legal entity, which are available for free.

In general, the completeness and reliability of the information on SCEs depends on the completeness and reliability of the information contained in these registries, which in turn is also a consequence of the applicable regulation.

Information on the functioning of the business registers in the EU/EEA MSs, is available within the European E-Justice Portal at the following link: https://e-justice.europa.eu/106/EN/business_registers_in_eu_countries.

Annex 3: Inventory of registered SCEs

Country	Register ⁶⁶	Registered SCEs as per June 2024		
		Dissolved	Inactive	Active
Austria	Register of enterprises	2	0	2 (plus 1 branch of a Luxembourg SCE)
Belgium	Business Register	2	0	6
Bulgaria	Commercial Register	N/A	1	1
Croatia	Court Register	0	0	5

⁶⁶ Business registers in EU countries: https://e-justice.europa.eu/106/EN/business_registers_in_eu_countries

Cyprus	Register of cooperatives	0	0	0
Czech Republic	Commercial Register	0	2	0
Denmark	Business Register	1	0	0
Estonia	Business Register	0	0	1
Finland	Trade Register	0	0	0
France	Register of Trade and Companies	1	0	1
Germany	Register of Cooperatives at the Commercial Register	N/A	0	25 (plus 1 branch of a Luxembourg SCE)
Greece	Commercial Register	0	0	5
Hungary	Register of companies	7	0	0
Iceland	Register of Cooperative Societies	0	0	0
Ireland	Registry of Friendly Societies	0	0	0
Italy	Register of Enterprises and Register of Cooperatives	6	6	3*
Latvia	Register of Enterprises	0	0	0 (but 1 branch of the Estonian SCE)
Liechtenstein	Commercial Register	2	0	5
Lithuania	Register of legal entities	0	0	0
Luxembourg	Register of Trade and Companies	0	0	1
Malta	<i>Not defined by law</i>	0	0	0
Netherlands	Commercial Register	2	0	1
Norway	Business Register	0	0	0
Poland	National Court Register	0	0	1
Portugal	<i>Not defined by law</i>	0	0	0 (but 1 branch of a Spanish SCE)
Romania	Trade Register	0	0	3 (plus 1 branch of an Italian SCE in liquidation)
Slovakia	Commercial Register	3	0	7**
Slovenia	Business Register	0	0	1
Spain	Business Register	N/A	0	7
Sweden	Trade and Industry Register	3	0	0

* According to the national expert, two of these SCEs are "in liquidation". The third SCE should be cancelled according to Italian law, because it has not made public its balance sheets for more than five years.

** According to the national expert, two of these SCEs are probably inactive because they have not disclosed their financial statements in the last two years.

Totals		29	9	75
		113		

Annex 4: List of active SCEs

No.	Country	Denomination	Date of creation
1	Austria	Read-Coop SCE with limited liability (Innsbruck)	09.11.2019
2	Austria	OurPower Energiegenossenschaft SCE with limited liability (Wien)	04.12.2018
3	Belgium	Top Trade Partners in Purchasing	28.10.2021
4	Belgium	Coophub.eu	25.11.2020
5	Belgium	Rescoop Mecise	11.10.2018
6	Belgium	Clean Power Europe	02.11.2016
7	Belgium	Tama European Cooperative	13.06.2013
8	Belgium	NewB	06.05.2011
9	Bulgaria	Resources and Waste & Advisory Group Limited SCE	18.08.2017
10	Croatia	European Cooperative Zez Sun SCE Limited	25.01.2023
11	Croatia	Europska Zadruga Wespa Spaces Hub	26.03.2021
12	Croatia	Hortilab SCE	25.03.2021
13	Croatia	Genervest SCE	09.02.2021
14	Croatia	Europska Zadruga Moba Housing SCE Za Zadržno Stanovanje	29.02.2020
15	Estonia	EPIIM SCE	27.02.2020
16	France	Voxeurop SCE	20.07.2017
17	Germany	Rocketstar SCE (Frankfurt am Main)	07.11.2023
18	Germany	Europäische Smart & Green Initiative SCE (Berlin)	20.04.2023
19	Germany	IDunion SCE (Frankfurt am Main)	10.03.2023
20	Germany	Zukunftsgenossenschaft SCE (Usingen)	17.02.2023
21	Germany	Cooperatio SCE (Krefeld)	13.12.2022
22	Germany	Samana SCE (Gersdorf)	07.10.2021
23	Germany	Space Cooperative Europe SCE (Ottobrunn)	10.03.2021
24	Germany	Euromovers Worldwide Alliance SCE (Köln)	24.11.2020
25	Germany	Holistic of mother earth gemeinnützige SCE (Berlin)	01.10.2020
26	Germany	Pc polypoly coop SCE (Berlin)	30.08.2020
27	Germany	Investigate Europe gemeinnützige SCE (Berlin)	12.02.2019
28	Germany	Natureplus Institute SCE (Neckargemünd)	29.01.2019
29	Germany	LiM Living in Metropolises SCE (Berlin)	02.10.2018
30	Germany	Humanity SCE with limited liability (Winhöring)	27.03.2018
31	Germany	Europäisches Zentrum Für Presse- Und Medienfreiheit SCE (Leipzig)	31.01.2017
32	Germany	Edasca SCE (Berlin)	13.09.2016
33	Germany	WeMove Europe SCE mit beschränkter Haftung (Berlin)	14.10.2015
34	Germany	Westfleisch SCE (Münster)	31.08.2015

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35	Germany	Cultural Commons Collecting Society SCE (Düsseldorf)	28.03.2014
36	Germany	European OFS SCE with limited liability (München)	28.02.2014
37	Germany	Eugecos SCE with limited liability (Würzburg)	31.01.2014
38	Germany	Verico SCE (Langenbach)	21.05.2013
39	Germany	Green Value SCE (Suhl)	23.08.2012
40	Germany	Euromovers SCE (Bonn)	20.12.2011
41	Germany	EGEE - Europäische Genossenschaft für Erneuerbare Energien SCE (Würzburg)	17.06.2011
42	Greece	FND COOP Rural Development SCE limited liability company - FND COOP SCE	03.08.2023
43	Greece	European Transnational Technology Cooperation Esset Limited - ETTC SCE LTD	08.03.2022
44	Greece	Kissos Farm Bio-Paradise SCE-Limited	14.02.2019
45	Greece	Happy Farm Bio-Paradise SCE-Limited	05.06.2015
46	Greece	Land Development of Maroussi Attica ED SCE limited liability company	02.05.2014
47	Italy	Cels società cooperativa europea lavoratori speci (Limatola - Benevento)	05.01.2021
48	Italy	Fondo Salute società cooperativa europea a responsabilità limitata (Milano)	27.04.2010
49	Italy	Orti di Sala società cooperativa agricola a responsabilità limitata (Sala Consilina - Salerno)	13.02.2005
50	Liechtenstein	Fortis SCE mit beschränkter Haftung	07.06.2023
51	Liechtenstein	adamas Europäische Genossenschaft SCE mit beschränkter Haftung	03.09.2015
52	Liechtenstein	Family Of Power SCE mit beschränkter Haftung	03.09.2015
53	Liechtenstein	World of Packaging SCE	07.07.2015
54	Liechtenstein	Altina Global Network SCE	24.02.2010
55	Luxembourg	The People's SCE	29.09.2021
56	Netherlands	Cassia CO-OP	14.12.2009
57	Poland	SCE Flandria European Cooperative Society with limited liability	09.03.2011
58	Romania	Fondul De Dezvoltare S.C.E. Cu Raspundere Limitată	16.02.2022
59	Romania	Cooperativadeenergie.Ro Societate Cooperativă Europeană Cu Raspundere Limitata	19.09.2019
60	Romania	Full Services Societate Cooperativă Europeană	03.08.2015
61	Slovakia	Investičné družstvo Hernwood SCE, s ručením obmedzeným	29.08.2018
62	Slovakia	FIG SK, SCE s. r. o.	28.03.2017
63	Slovakia	Selif SCE	31.01.2017
64	Slovakia	Izalco SCE s ručením obmedzeným	23.12.2010
65	Slovakia	K3MD plus SCE	27.04.2010
66	Slovakia	Schedar SCE s ručením obmedzeným	27.04.2010
67	Slovakia	Prosperity Group, SCE s ručením obmedzeným	05.08.2009
68	Slovenia	Evropska stanovanjska zadruga Epeka, SCE z omejeno odgovornostjo	27.12.2023
69	Spain	Kilometre Mediterrani, Cooperativa d'avitallament i Transport Societat Cooperativa Europea Limitada	20.08.2021
70	Spain	Plastic Adios Sociedad Cooperativa Europea	11.06.2018
71	Spain	Efi Duero Energy Sociedad Cooperativa Europea Limitada	05.06.2017

72	Spain	Optical Retail International Alliance Sociedad Cooperativa Europea	14.03.2016
73	Spain	Elkartasun Ikastolak Sociedad Cooperativa Europea	04.02.2013
74	Spain	Innovacio I Economia Social en la Mediterraneo, SCE Limitada	26.01.2012
75	Spain	Euskal Herriko Ikastolak Sociedad Cooperativa Europea	02.12.2009

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