

**Basis for Sweden's position ahead of EU negotiations –
proposal for a regulation on a 28th company law regulatory
framework – "EU Inc."**

The Implementation Council's contribution to the Swedish position is presented in full in section 8. The Council's proposals in summary are:

- The Council recommends that the Government support the initiative to introduce a new company form, EU Inc.
- The Government should work to ensure clarity and compatibility with related regulations.
- The Council believes that the Government should ensure that a common definition of innovative companies applies in the Regulation.
- Ensure clarity and consistency with existing and upcoming digital initiatives.
- The government should support the possibility of registering its EU Inc. company in any Member State.
- The Government should support proposals for a European employee stock option programme.
- The Government should work to ensure the best possible conditions for legal certainty in registration.
- The Council believes that the Government should not support the ambition of national special courts.
- The Government should work for a good evaluation of the effects

1. Task of the Implementation Council

The Implementation Council is tasked with assisting the Government in its efforts to strengthen the competitiveness of Swedish companies by avoiding implementation above the minimum level and counteracting unjustified regulatory burdens, as well as reducing administrative costs and other compliance costs in connection with the implementation of EU regulations in Swedish law. The Implementation Council's work must be based on a company perspective.

The Implementation Council is to submit documentation and recommendations to the Government, partly as a contribution to Swedish positions in negotiations and partly on how EU legal acts can be implemented in Swedish law in a way that is not more far-reaching from a business perspective than what the legal acts require.

The Implementation Council's work is based on problem descriptions that have been communicated to the Council, mainly from industry organisations and their member companies. During the work on the documentation, contacts are also made with others who are familiar with the respective subject area, such as government agencies. In the light of the information gathered, the Council makes a weighted and independent assessment of how the business perspective can be effectively addressed in each individual case.

In preparing this opinion, the Council has mainly used documentation received in contacts with TechSverige, SVCA, Teknikföretagen, SISP, the Swedish Companies Registration Office, the Confederation of Swedish Enterprise, the Federation of Swedish Entrepreneurs, the National Board of Trade and Growth and the Swedish Agency for Economic and Regional Growth.

2. Relevant proposal for an EU legal act

Proposal for a Regulation of the European Parliament and of the Council on the company law framework of the 28th regime, EU Inc.

3. Aim and purpose of the proposal

EU Inc. is a cornerstone of the EU's so-called 28th regime and is a voluntary and "digital-by-default" framework that will make it easier for companies to start, operate, expand and liquidate their operations within the Union. The aim is to enable companies, especially innovative and fast-growing companies, to operate under a single EU regulatory framework covering key elements of company law. It is also intended to create incentives for companies to stay in Europe and attract back European players who previously chose to establish themselves outside the EU. The aim is for the proposal to contribute to strengthening Europe's global competitiveness.

4. Where in the process is the proposal?

The proposal was published on 18 March and will be negotiated under the ordinary legislative procedure. The incoming Irish presidency aims to reach an agreement in 2026.

5. Responsible ministry

Ministry of Justice.

6. Problem description from a Swedish business perspective

The question of a European company form is not new¹, but has gained new relevance with overall investments in European innovation and competitiveness². A company form that will make it easier for innovative companies to be formed and grow is part of the EU's ambition to strengthen its global competitiveness. The goal is clear and has the support of the business community, as well as measures to achieve it. The proposal for EU Inc. is generally welcomed by the stakeholders with whom the Council has been in contact, and several would also like to see Sweden take an active role in pushing the proposal forward in the negotiations.

¹ Since 2004, it has been possible to form so-called European companies in accordance with EU Regulation 2157/2001.

² In particular, the European Commission's Communication on the Competitiveness Compass (COM(2025) 30 final) <https://data.consilium.europa.eu/doc/document/ST-5785-2025-INIT/sv/pdf> and the reports by Draghi (The future of European Competitiveness) https://commission.europa.eu/topics/competitiveness/draghi-report_en#paragraph_47059 and Letta (Much More than a Market) https://commission.europa.eu/topics/competitiveness/draghi-report_en#paragraph_47059, both from 2024.

A recurring point in the discussions held by the Council is that the current proposal is not seen as a decisive solution to the problems experienced by businesses in the internal market, but rather as a step along the way. For a relatively digitalised country like Sweden, the proposed digital processes for company registration therefore only provide limited added value. Another question raised is whether so much focus should be placed on an initiative that may only have a limited effect, while measures to remove barriers to trade that would do more for an integrated and competitive internal market are to be set aside. There are also questions about whether the EU has sufficient competence for those parts of the proposal that concern taxation. A number of other more detailed views and issues have been conveyed to the Council during the work on this document. These are presented below.

Scope of the proposal

The main objective of the proposal is to facilitate innovative start-ups and growth companies, but the proposal covers all companies. Several of the stakeholders with whom the Council has been in contact have expressed disappointment that the proposal is not more ambitious, for example with regard to a central register at EU level, company law rules and comprehensive rules on insolvency. The so-called The Delaware model³ that inspired the proposal for EU Inc. could, according to some stakeholders, have had a greater impact for a more solid result. Another objection is that the form of company that EU Inc. entails is not sufficient when the company grows and acquires a more complex business, a wider circle of stakeholders and more significant creditor and social interests. This could then create a need to change the company form.⁴

Risk of ambiguity and fragmentation

In discussions with stakeholders, the Council has picked up views on ambiguities in the proposal and some concern that the proposal will not contribute to the coherence it aims to achieve, but rather cause continued or further fragmentation in a number of areas outlined below.

³ The state of Delaware is part of the U.S. corporate structure, which is often regarded as an efficient system. The model is mainly characterized by advantageous company law, specialized legal system and tax advantages.

⁴ FAR's consultation response to the Ministry of Justice on 30 March 2026

Registration

The proposal provides for the registration of EU Inc. companies via a common interface⁵ that will communicate with national authorities, which in turn will carry out the national registration. Companies must also be able to register the company form directly with the national authorities. For the business community, it is positive that this is done according to the so-called one-off principle, which means that a single registration is sufficient for the company to be registered with other relevant authorities, such as the Swedish Companies Registration Office and the Swedish Tax Agency. However, the fact that national registrations are to take place creates room for national differences depending on how the system in each Member State works and what administrative, technical and organisational conditions exist. Some stakeholders express doubts as to whether the smooth communication and consistency sought by the proposal will actually be achieved in practice. It is also unclear what the consequences will be if, for example, national authorities cannot approve a registration of 48 hours.

Company law

The harmonised company law that the proposal entails will have to interact with the member states' company law. For matters that are not regulated by the Regulation, reference is made to national company law. This risks creating differences between different EU Inc. companies depending on where they are registered, despite the objective of uniformity. Furthermore, national company law has been established over time through the balancing of different interests, while it is unclear whether the proposed rules can offer a corresponding balance, for example in terms of minority, investor and creditor protection. It will be a core question how the proposed EU Inc. regulatory framework interacts with national regulatory frameworks without undermining them or overriding other existing national solutions, such as the Swedish self-regulation.

Language requirements that are imposed in connection with the preparation of the articles of association also risk creating administrative burdens and legal uncertainty. In parallel with the proposal for EU Inc., an EU directive on digitalisation under company law is also being implemented⁶. This is

⁵ BRIS (Business Register Interconnection System) is an EU database that connects national business registers to facilitate information retrieval of companies in the EU.

⁶ DIRECTIVE (EU) 2025/25 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL amending Directives 2009/102/EC and (EU) 2017/1132 as regards further extending and upgrading the use of digital tools and procedures in company law

another thing that needs to be addressed in the development of the EU Inc. proposal.

Insolvency rules

The proposal includes specific rules on insolvency that will apply to innovative start-ups. At the same time, as there is other EU legislation in the area of insolvency⁷, some stakeholders believe that there is a risk of ambiguity about which rules should be applied and question whether special insolvency rules really mean the simplification that is sought. A prerequisite for the proposed rules to work is also that there is a clear definition of what constitutes an innovative start-up company, something that is lacking for Sweden today. The Commission has made a recommendation for the definition of different types of innovative companies.⁸ As the Council highlighted in a previous opinion⁹, such definitions should be able to facilitate the delimitations that need to be made. However, it is still uncertain what proportion of Swedish companies the definition will cover and which companies can thus benefit from the proposed insolvency rules.

Intellectual property rights regarding company names

The relationship between existing intellectual property rights and the rules in the area contained in the proposal appears to some stakeholders to be unclear. There are concerns about insufficient verification of company names, especially as the proposed verification is not perceived to be in line with either national or EU rules on company names. There is a risk that this will affect already existing companies that have their names protected under current legislation.

Doubts about some of the conditions for the proposal

Stakeholders with whom the Council has spoken have expressed some scepticism about the technical processes that are prerequisites for a functioning EU Inc. Some processes on which the proposal is based have not yet been implemented, including eIDAS and the European Business Wallet. It has also been conveyed that the proposed communication between national authorities will require the development of systems in order to

⁷ Directives 2017/1132, 2019/1023/EU and proposal COM(2022) 702 final on harmonising certain aspects of insolvency law

⁸ See Commission Recommendation C(2026) 1800 final [4e3cd140-47ed-4de2-be02-af1f344a2990_en](#)

⁹ See the Implementation Council's opinion on the Competitiveness Fund, [Implementeringsrådets-yttrande-ECF-251105.pdf](#)

become a reality. The work that remains on the conditions for the proposal for EU Inc. may challenge the ambition that it can be launched shortly.

Forum shopping and freedom of establishment

Since EU Inc. opens up the opportunity for companies to more easily establish their business throughout the EU, it can lead to increased forum shopping¹⁰. In this context, forum shopping mainly means that a company chooses to establish itself in the Member State where there are most favourable conditions, for example in the area of tax or labour law, or in terms of access to capital. Forum shopping is compatible with the freedom of establishment in the EU and can be particularly beneficial for start-ups and innovative companies, which can more easily establish themselves where there are favourable conditions for growth, financing and innovation. The stakeholders that the Council has been in contact with also highlight the importance of Sweden having as favourable conditions as possible to attract companies to our market.

Employee stock options

In the proposal for EU Inc., the Commission has presented a European employee stock option program. All industry organisations that the Council has been in contact with consider this to be a positive proposal and by some as the single most important as employee stock options are an effective tool for attracting and retaining skills, especially in young and innovative companies.

At the same time, the proposal is feared to be vulnerable, as it raises the question of the EU's competences in the area of taxation. The proposal is to harmonise the time of taxation of employee stock options so that it can only take place at the time of sale. Although the Commission states that Member States will remain free to decide how income is classified and what rate is to be applied, there are still ambiguities about the demarcation between the EU's competence to harmonise the regulatory framework and the exclusive competence of Member States in tax matters. There is a concern that these ambiguities would prevent the possibility of implementing a tool that is so important to the business community.

¹⁰ Forum shopping is when a party tries to choose a court that is most favorable to their interests in an international dispute, taking advantage of differences in laws and practices between different countries.

Risk of increased crime in the event of an accelerated registration process

Stakeholders from both the business community and authorities convey some concern about the vulnerability that may come from the accelerated registration processes. A faster and easier process for registering companies is beneficial, but also makes the use of companies as a tool of crime easier. If safety deteriorates in these contexts, there is a risk of unfair competition in the long run, while at the same time the responsibility for supervision in the area becomes more difficult to maintain. However, the solution is not slower processes, but rather better verification technology to identify rogue companies. Others believe that the transparency that the digital procedure brings is positive when it comes to crime prevention.

The question of specialised courts

When new rules and definitions are to be applied and interpreted, there is room for differences and fragmentation. One concern that has been conveyed to the Council is that this will happen in this area, particularly with regard to issues that are not fully regulated in the regulation, for example in the area of company law. Some expected that the proposal for EU Inc. would include a common specialised court at EU level, similar to the Delaware model¹¹. Instead, the proposal was that national courts should decide on cases concerning EU Inc. However, the European Commission encourages member states to set up national special courts. If some Member States do so, thus speeding up processes, but not others, some believe that there is a risk of a distortion in terms of efficiency and, by extension, competition. However, such a risk already exists because of the differences that already exist between Member States. It would be less resource-intensive if the legislation were instead clear enough, or at least accompanied by sufficient guidance for a homogeneous interpretation in ordinary courts.

7. Implementation Council's analysis

The Implementation Council has made an overall analysis of how the EU Inc. proposal may affect Swedish companies. The analysis highlights which

¹¹ The Delaware model is often regarded as an efficient system. At its core is the Delaware Court of Chancery, a specialized court that adjudicates corporate disputes without a jury. Through a focus on equity law and judges with a high level of legal specialization, the model has developed a well-established practice that creates speed, predictability and legal stability for companies, read more here: [Court of Chancery - Delaware Courts - State of Delaware](#)

industries and companies are affected, what growth obstacles have been identified and what consequences the proposal may have for Swedish companies. The section thus provides an overall picture of the opportunities and challenges of EU Inc.

Industries and companies concerned

In practice, the proposal includes all companies. At the same time, it is clear that the main purpose is to try to reduce market problems that particularly affect start-ups and growth companies. The European Commission highlights these companies as central to Europe's future competitiveness and innovation capacity, and sees improved conditions for raising capital, and market access as crucial for the growth of these business structures.¹²

In Swedish business statistics, there is no separate categorisation of start-ups and growth companies.¹³ Based on the Commission's definition, early-stage companies, with innovative and scalable business models, often with high upfront costs and limited revenue streams¹⁴, can in practice be classified as SMEs. These make up about 99 percent¹⁵ of all Swedish companies. This means that a very large part of the business sector is potentially affected by the proposal, although the impact is expected to be greatest for those companies that are in a rapid growth phase and have innovative solutions.

Obstacles to growth for Swedish companies

In 2025, the Commission published a Eurobarometer survey focusing on start-ups, scale-ups and entrepreneurship.¹⁶ The Council's analysis uses only the responses of the 535 Swedish SMEs that participated in the Eurobarometer survey.¹⁷ The focus of the Council is on two key questions

¹² Se https://commission.europa.eu/document/download/38805451-8ffd-4512-8c46-fd76de0e9c9c_en?filename=Impact%20assessment%20report%20for%20EU%20Inc%20part%201.pdf

¹³ For more information about the Swedish Industrial Classification (SNI), see <https://snisok.scb.se/>

¹⁴ Se s. 5 i https://commission.europa.eu/document/download/38805451-8ffd-4512-8c46-fd76de0e9c9c_en?filename=Impact%20assessment%20report%20for%20EU%20Inc%20part%201.pdf

¹⁵ See <https://tillvaxtverket.se/tillvaxtverket/statistikochanalys/statistikomforetag/foretagande/basfaktaomforetag.1719.html>

¹⁶ See the full Eurobarometer here, <https://europa.eu/eurobarometer/surveys/detail/3359>

¹⁷ The large survey reports national results, which have since been used as a basis for the average result at EU-level. In our opinion, we have chosen to focus solely on the Swedish companies' responses. However, these do not differ significantly from the EU-wide results shown by the survey. See the compilation here, <https://europa.eu/eurobarometer/surveys/detail/3359>

posed in the survey, in which Swedish companies describe, among other things, the general obstacles to growth they experience and the obstacles that affect their growth in Sweden and in other EU countries.

Table 1. Four biggest general obstacles to growth according to Swedish companies. (Multiple choice)

Possible obstacles to growth	Number of responses (%)
Competition from other companies	59%
Difficulties in retaining or recruiting qualified staff	51%
Limited demand for products/services	45%
Regulatory or administrative burdens	38%

Table 2. Five main obstacles to cross-border growth in other EU countries. (Multiple choice)

Possible obstacles to growth	Number of responses (%)
None of the proposals mentioned ¹⁸	46%
Taxation issues	23%
Access to information on rules and requirements	19%
Different national product rules	18%
Difficulty understanding different business environments, including language difficulties	16%

¹⁸ The survey question contains several response alternatives. This answer means that the respondent did not consider any other response option to be a barrier to growth for their company to operate in other EU countries. See the full survey here <https://europa.eu/eurobarometer/surveys/detail/3359>

The documentation shows that the EU Inc. proposal is in line with several of the needs of Swedish small and medium-sized companies. For example, the proposal's focus on employee stock options can help facilitate the recruitment of qualified personnel. Furthermore, administrative burdens can be reduced through digital registrations and the once-in-a-lifetime principle on a common company platform. In addition, the proposed fee for registering an EU Inc. company is less than registering a company nationally today, which can reduce administrative costs.¹⁹ EU Inc. could also help to alleviate some of the barriers identified in Table 2, such as difficulties in understanding different business environments. However, the tables also show that the EU Inc. proposal will not solve all the problems that companies face, such as the problem of information about different product rules.

Consequences for Swedish companies

The EU Inc. proposal has the potential to be beneficial for both Swedish companies and the Swedish economy. This could make it much easier to register companies in the currently relatively fragmented internal market. While the proposal does not solve all existing problems, it is a step in the right direction and can create positive effects for businesses.

Sweden is a small, open economy where many companies have the ambition to establish themselves internationally right from the start. In discussions with stakeholders, the Council has understood that many such companies today choose to register their companies in the United States, especially in Delaware, which has a well-established and predictable structure for this, which reduces the risk of ambiguity and makes it easier to do business. The registration is due to the expectations of US investors or even as a condition to enable capital raising.²⁰ Actors that the Council has spoken to believe that this is partly due to the lack of sufficient venture capital in Sweden. The need for international capital is great for Swedish growth companies and the opportunity to register an EU Inc. company does not solve the capital shortage that drives companies to the US. The proposal for EU Inc. should be seen in the light of the Capital Markets Union in order to become a potential alternative for Swedish companies to grow and at the same time

¹⁹ See <https://bolagsverket.se/sjalvservice/avgifter/avgifterforaktiebolag.4358.html>

²⁰ Four concrete driving forces behind registering Swedish companies in the US are that the Delaware C-corporation is the structure US investors expect, that the Swedish employee stock option tax kicks in too early and with the wrong valuation, that Swedish shareholder agreements are more rigid than corresponding Delaware structures and that the exit market in the US is deeper.

strengthen the EU. At the same time, the choice of which market to establish is a complex strategic issue. Companies' decisions are influenced by a number of factors such as internal strategies, national stance on foreign capital, preferences of the market and consumers, and what expansion plans the company has. Decisions are also influenced by the availability of specific resources such as raw materials, skills and technological tools that can be crucial for competitiveness. The proposal for EU Inc. may reduce some barriers, but the broader considerations that companies need to make remain. This is also confirmed by the survey responses presented above, where several possible obstacles would not be affected by the EU Inc. proposal.

Start-ups are often characterised by a significant capital requirement and a long period before profitability is achieved. This limits their ability to offer competitive market wages, which in turn complicates the work of attracting qualified talent. This is highlighted in the Eurobarometer, which shows that companies experience major challenges in recruiting staff with the right skills.

An EU-wide employee stock option program is therefore a potentially effective proposal for tools to attract talent to Swedish companies from other countries within and outside the EU. For example, in AI research, whose technology is of central importance for Swedish innovation capacity, productivity and competitiveness, international researchers make up a large share.²¹ Retaining both Swedish and international expertise within the Union thus plays a crucial role in strengthening the EU's competitiveness. The actors that the Council has been in contact with have also pointed to the possibility of introducing so-called startup visas²², where employee stock options could be used as a form of income guarantee that may be needed to obtain a residence permit.

Administrative Bureau

EU Inc. aims to reduce administrative burdens and make it easier to register companies. The vision is that this will reduce barriers to establishment for

²¹ See page 12 of the Confederation of Swedish Enterprise's report, Where do researchers go? https://www.svensktnaringsliv.se/bilder_och_dokument/rapporter/3x9xci_vart-tar-forskarna-vagenpdf_1244925.html/Vart+tar+forskarna+v%25C3%25A4gen%253F.pdf

²² Read more about startup visas in the Confederation of Swedish Enterprise's report https://www.svensktnaringsliv.se/sakomraden/utbildning/ett-svenskt-startup-visum-med-potential-for-innovation-och-tillva_1243925.html

the internal market. As mentioned above, there are still uncertainties about whether the goal will be met and whether the effect will be significant for companies.

Although Swedish companies can already be registered digitally and relatively easily, EU Inc. offers an opportunity to only have to register the company once in the case of cross-border operations. The system is presented as easy to use and will be coordinated with the national company systems, which can reduce the administrative burden on companies. However, the proposal needs to be considered in relation to existing national regulations, in order to avoid that parallel regulations lead to a greater overall administrative burden for companies.

Costs for companies

The proposal will reduce costs for companies registering as EU Inc. companies. Instead of dealing with 27 different regulations, a single registration is enough and this could mean reduced time consumption. A registration as a limited liability company in Sweden currently costs SEK 2,400,²³ while an EU Inc. registration would cost EUR 100, about SEK 1,077 according to the exchange rate in April 2026. Companies that choose the EU Inc. form also do not have to provide the initial share capital of SEK 25,000 as SEK for starting a Swedish limited company. Although the cost difference compared to the national systems is limited in terms of registration itself, the EU Inc. form can still reduce set-up costs and thus reduce barriers to entry and exit in the market, potentially increasing business dynamics such as the establishment, expansion and liquidation of companies.

The shorter time required to start and wind up an innovative company can free up time for companies to focus on their business idea instead of rules. It can also reduce perceived risk and lower the threshold for daring to try new ideas.

Other consequences

EU Inc. is seen as an important complementary tool to the Competitiveness Fund and the EU's broader research and innovation efforts. The goal of these initiatives is, among other things, to reduce Europe's innovation gap with the US and China. Investments in research, innovation and development will probably contribute to more innovative products and

²³ See <https://bolagsverket.se/sjalvservice/avgifter/avgifterforaktiebolag.4358.html>

business ideas that can be translated into commercial activities. Through a cheap and simple regulatory framework for company formation, EU Inc. creates conditions for increased value creation by more companies being established, staying and growing within the Union.²⁴

As mentioned in the problem description, there are risks associated with the relatively rapid registration if it is not done with sufficient verification technology. Accelerated registration could open the door to rogue actors, which in the long run affects the entire market. For serious companies, it is therefore important that the effectiveness of the regulations does not come at the expense of legal certainty and healthy competition. In order not to create bottlenecks or jeopardize safety, the government side must have both the capacity and technology in place to handle the increased speed without compromising the quality of the controls. Trust is also crucial to attract capital and therefore it is important that investors and business partners view EU Inc. as robust and safe.

It is also important to analyse the consequences of enabling, as proposed, the conversion of national companies into EU Inc, for example in terms of minority protection and creditor protection.

It is also important to collect relevant data from the start in order to be able to make an evidence-based evaluation of the proposal's effects on innovative start-ups and growth companies, in particular.²⁵

Possible consequences if not all Member States are able or willing to join the proposal at the same time

If an agreement on EU Inc. is not reached in the near future, it could be proposed that those member states that are able and willing take the lead in their own agreement. Opinions are divided on this among those with whom the Council has spoken. Getting the new corporate form in place as quickly as possible by allowing those Member States that are ready and willing to take the lead are seen as necessary for some. Frontrunners can provide valuable experience and motivate more Member States to join gradually. At

²⁴ See page 2 of the European Commission's proposal for a Regulation establishing a Competitiveness Fund, COM(2025) 555 final.

²⁵ In Sweden, SISP, BLING, FUHS and the Swedish University Innovation Office have recently launched a beta version of a start-up database with the aim of collecting data for innovative companies in Sweden that were previously fragmented. The data collection can help to see trends, development and needs in the industry. Read more at Sweden Startup Next, <https://www.swedenstartupnext.se/sv/about>

the same time, others believe that such a step-by-step process may entail a risk that the overall objective of the proposal, to establish a cohesive, competitive and harmonised business environment across the EU, is not fully achieved. A gradual accession to EU Inc. may risk maintaining the fragmentation of company law that the proposal intends to reduce. This can create geographical distortions where company formation and investments are concentrated to a greater extent in the countries that offer EU Inc. This in turn can lead to other countries, perhaps those that would have benefited most from the proposal, falling behind in the establishment and development of the new company form. The signal value of presenting a united front may also be lost if all Member States do not join at the same time. Fragmentation of the EU is, according to some, the main threat to competitiveness.

8. The Implementation Council's basis for Sweden's position in ongoing EU negotiations

In the light of the information that has emerged in the work on this opinion, the Council would like to highlight a number of points that are considered to be particularly important. The Council would therefore like to draw the Government's attention to the following considerations and recommendations, which aim to ensure an appropriate, legally secure and competitive implementation of the proposed regulatory framework from a business perspective.

➤ **The Council recommends that the Government support the initiative to introduce a new company form, EU Inc.**

The proposal on EU Inc. is generally welcomed by the business stakeholders with whom the Council has been in contact. The possibility of being able to register companies in a common form is not seen as a comprehensive solution, but as a positive step on the way to a less fragmented business environment within the EU. The Government should therefore take an active role in the negotiations and, in close cooperation with the business community, ensure that the end result is as appropriate as possible for Sweden.

➤ **The Government should work to ensure clarity and compatibility with related regulations**

The Government should pay attention to legislation that is adjacent to the proposal and work to ensure that new rules are clear and compatible with existing legislation at both national and EU level. This applies in particular to the proposed company law rules, as well as those relating to insolvency and intellectual property rights. This is a prerequisite for EU Inc. to function effectively in practice.

➤ **The Council believes that the Government should ensure that a common definition of innovative companies applies in the Regulation**

In order to avoid fragmentation, in particular as regards insolvency rules for innovative companies, it should be ensured that the definition contained in the Commission Recommendation applies in the EU Inc. Regulation – either by a binding reference to that definition in the Regulation, as proposed by the Commission, or by reproducing the definition of the Recommendation in the Regulation.

➤ **Ensure clarity and consistency with existing and upcoming digital initiatives**

To achieve the goal of facilitating company registration through a fast and easy digital process at all stages and throughout the company's lifecycle, the process must be fully compatible with existing and future digital initiatives, such as eIDAS and the European Business Wallet.

➤ **The government should support the possibility of registering its EU Inc. company in any Member State**

The possibility to choose the Member State in which an EU Inc. company is to be registered is compatible with the freedom of establishment and should be seen as an advantage for companies. In this way, they can identify the conditions that are best suited for them, which can be an important part of companies choosing the EU Inc. company form.

➤ **The Government should support proposals for a European employee stock option programme**

A joint European employee stock option program is seen by the business community as very important for the opportunity to attract talent and

expertise. The Government should therefore work to ensure that the proposal for such a scheme is passed.

➤ **The Government should work to ensure the best possible conditions for legal certainty in registration**

In order for the accelerated procedure for the registration of EU Inc. companies to be legally secure, the Government should ensure that the regulatory framework is designed so that it enables efficient and appropriate supervision.

➤ **The Council believes that the Government should not support the ambition of national special courts**

The wording in the proposal that encourages the creation of national specialised courts should not be supported, as it cannot be expected to have any added value, but rather may lead to distortions due to differences in efficiency between courts and, by extension, distortions of competition.

➤ **The Government should work for a good evaluation of the effects of the proposal**

In order to ensure that the proposed rules have the desired impact in terms of simplification and that administrative burdens are effectively reduced, the impact of the rules should be regularly evaluated. The Government should work to ensure that this is implemented.

The contact person in this case is Investigation Secretaries Vilma Bjurström, Lena Nordqvist, and Jennie Utterberg (förnamn.efternamn@regeringskansliet.se).

Decided by the Implementation Council on 19 May 2026.