

Current state of SE founding

News from the ETUI's
European Company (SE) Database



Anders Carlson, Melinda Kelemen, Michael Stollt

EWPCC Conference 'SEs in stormy weathers'

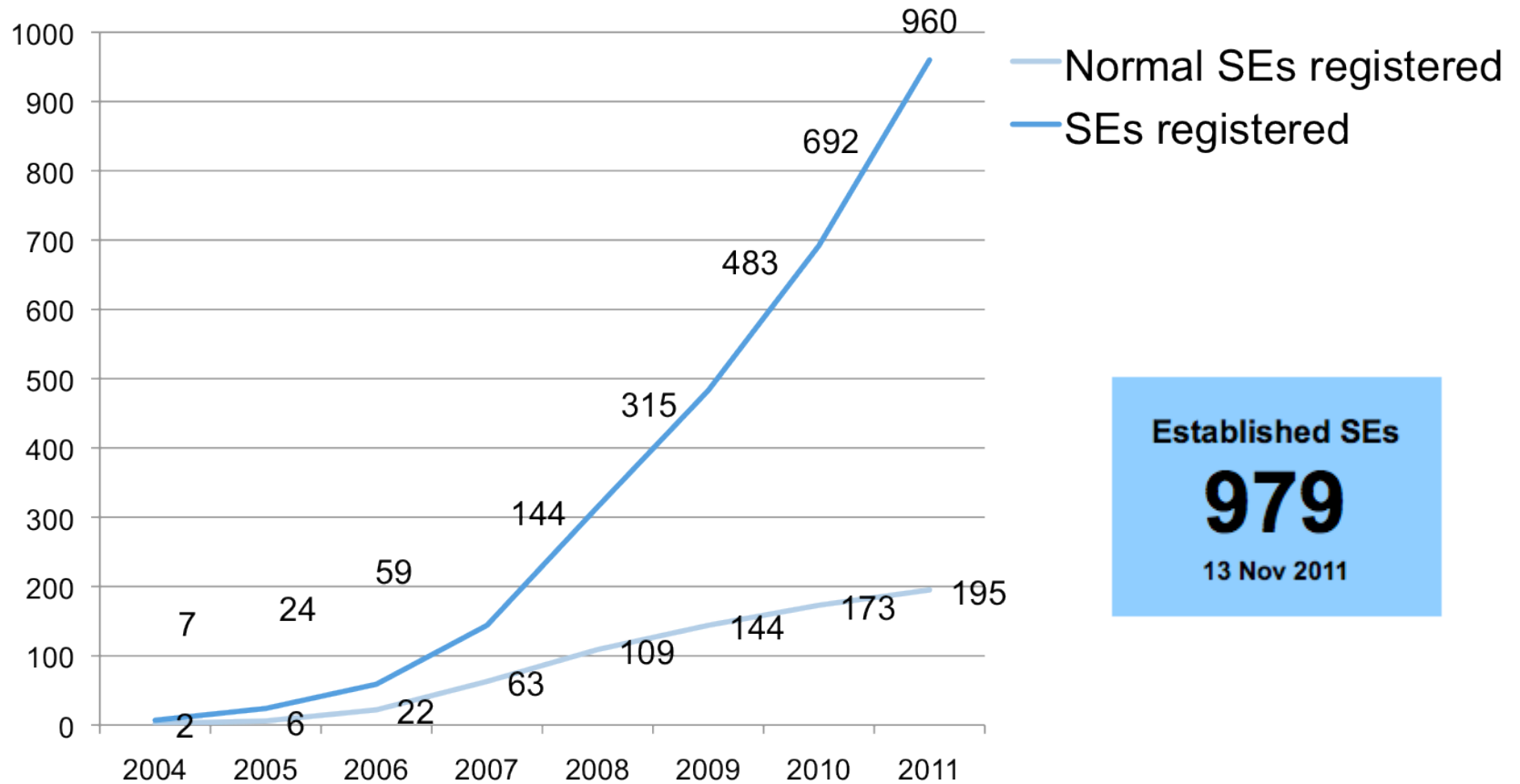
Warsaw, 15-16 November 2011

The ETUI is financially supported by the European Union.



etui.

Total number of registered European Companies (SEs) 2004-2011



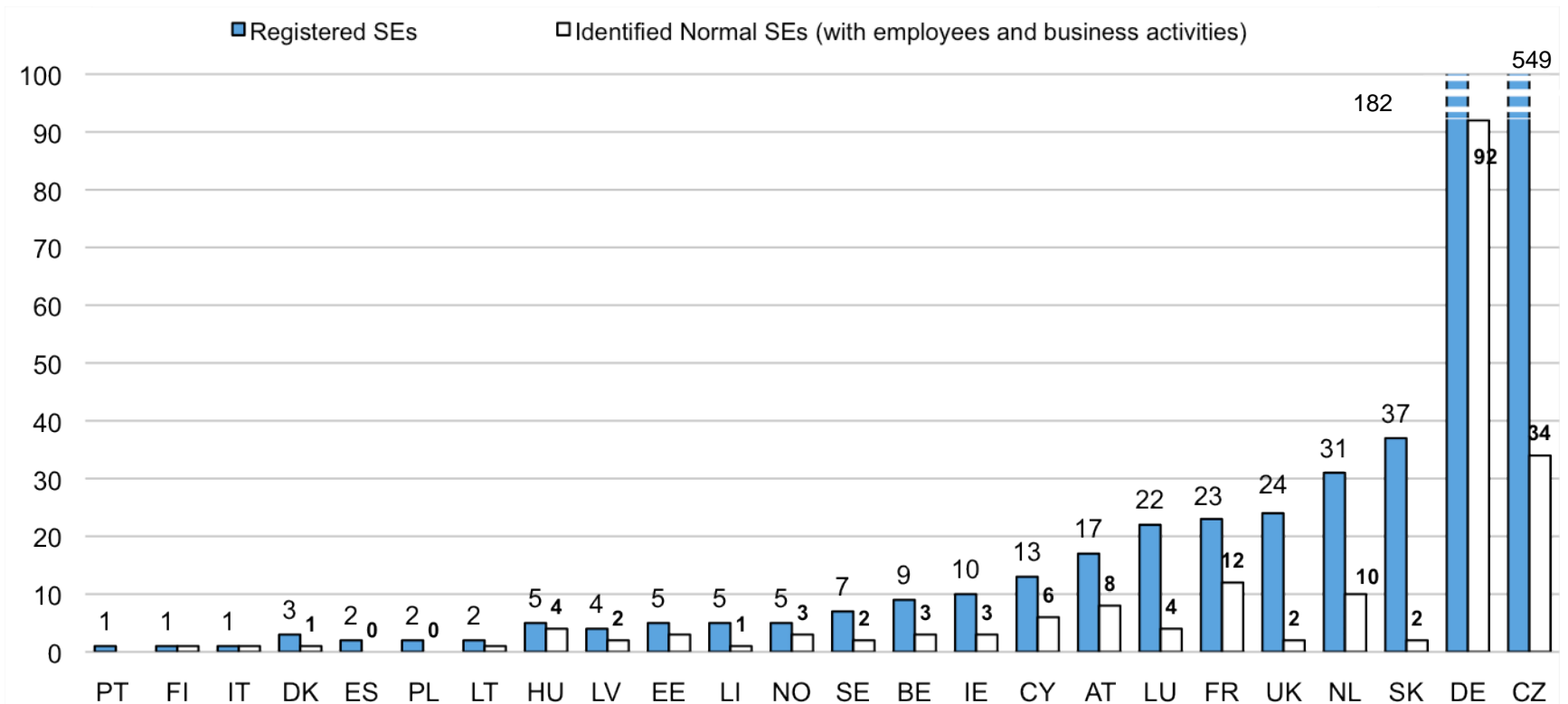
Established SEs
979
 13 Nov 2011

Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

SE categories (as it used by the SEEurope network)

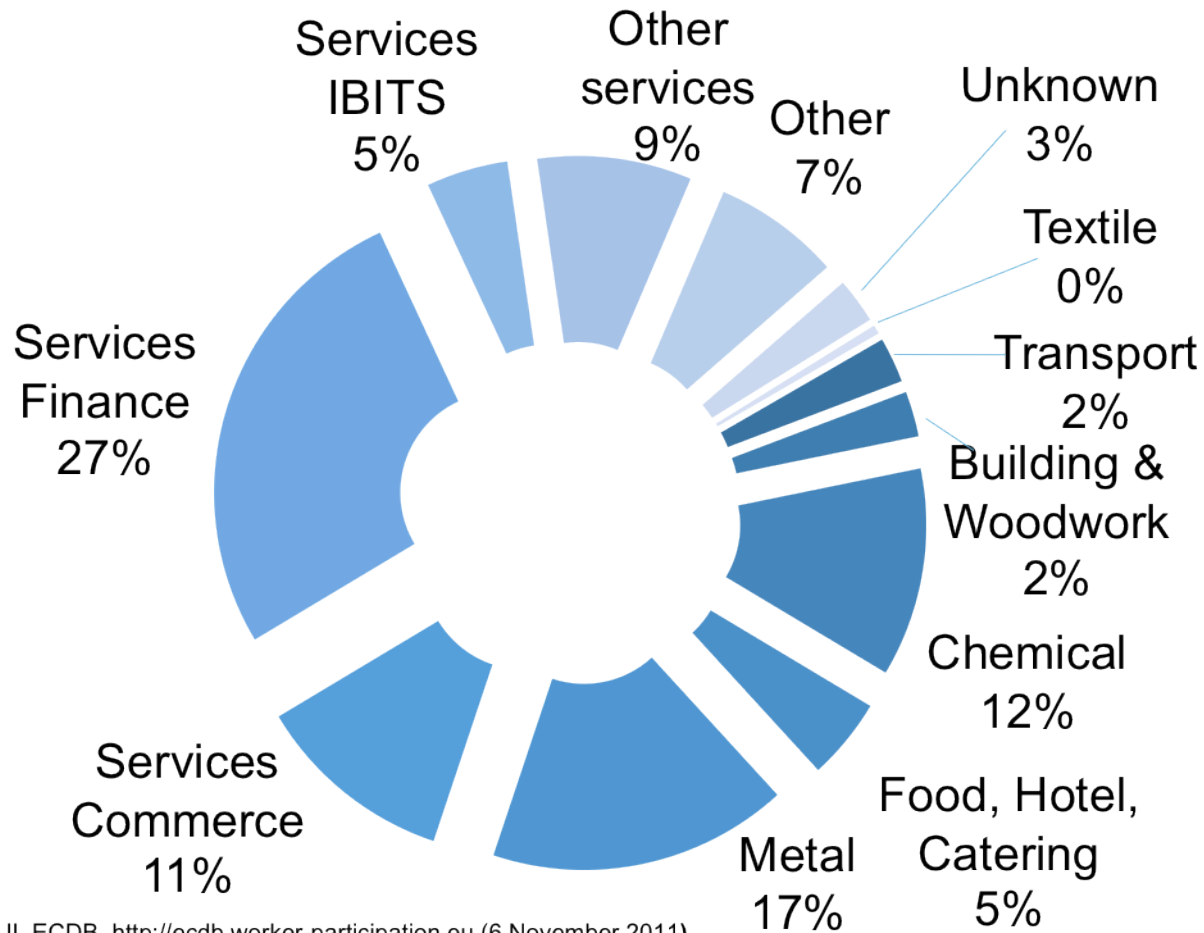
Normal SE:	A normal SE is an SE with operations and employees (with more than 5 employees).	195
Empty SE:	An empty SE is an SE with operations, but without employees.	99
Shelf SE:	Shelf SEs have neither operations nor employees.	158
UFO SE:	A UFO SE is probably operating but not enough information for classification (e.g. employees) + „Micro SEs“ (= < 5 employees, total: 55)	508 (from Cz: 386)
		Total 960

960 European Companies (SEs), established in 24 countries



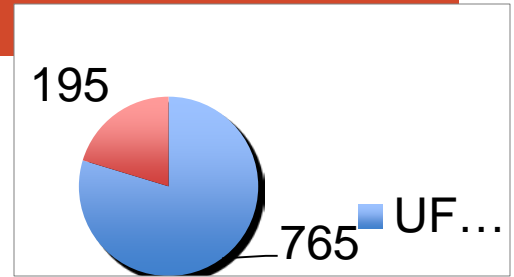
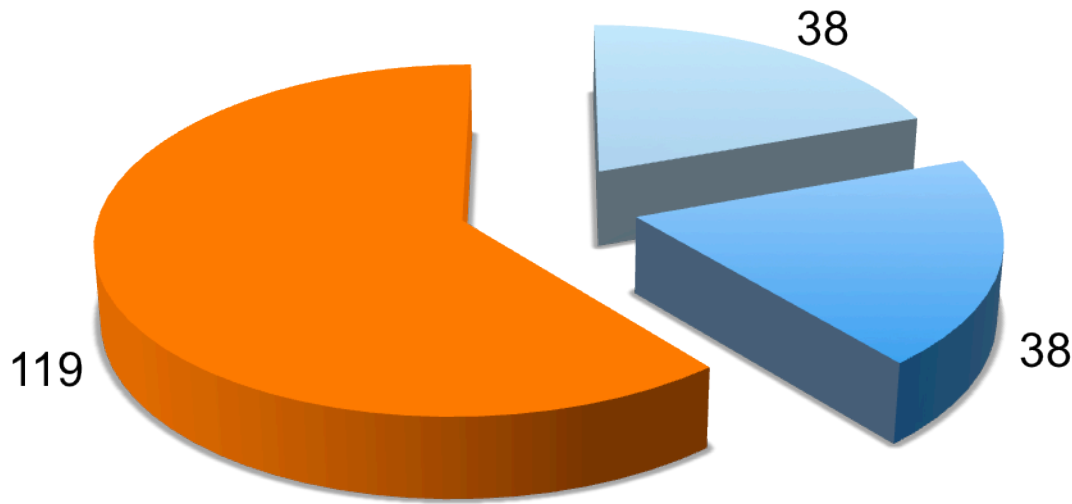
Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

Sectors in which (normal) SEs have been set up (n=195)



Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

Worker involvement in normal SEs



- Information and Consultation
- Information, Consultation, Participation
- No information and consultation (or unknown)

Further information and latest SE figures



Further information:

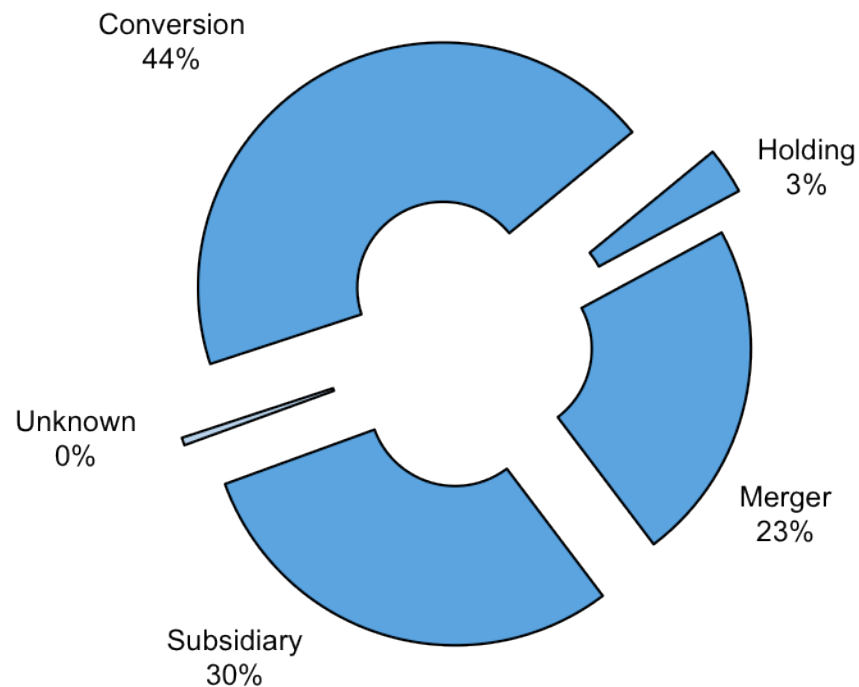
<http://ecdb.worker-participation.eu/>

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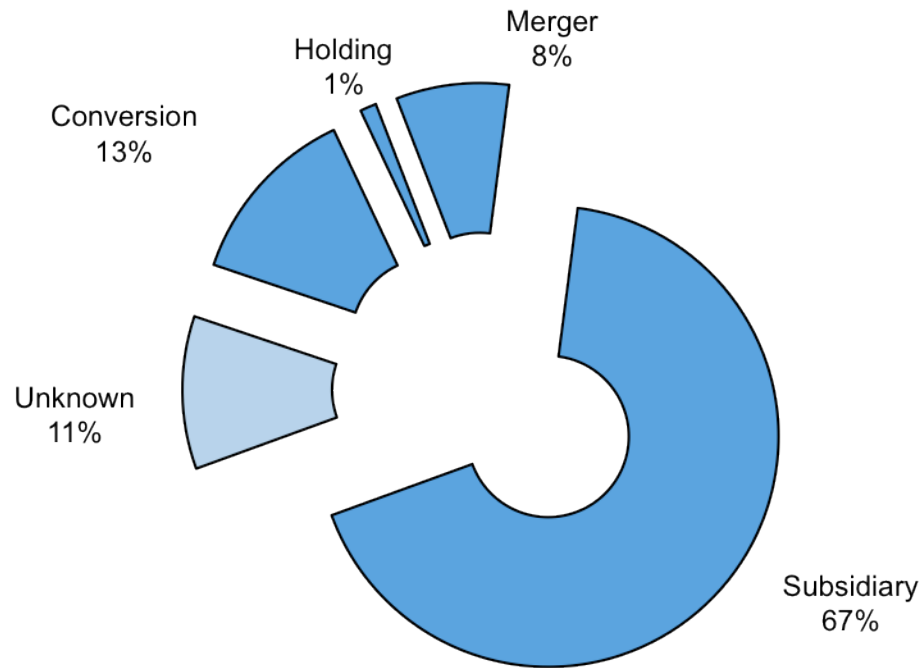


Forms taken by SEs set up (normal SEs) (n=195)



Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

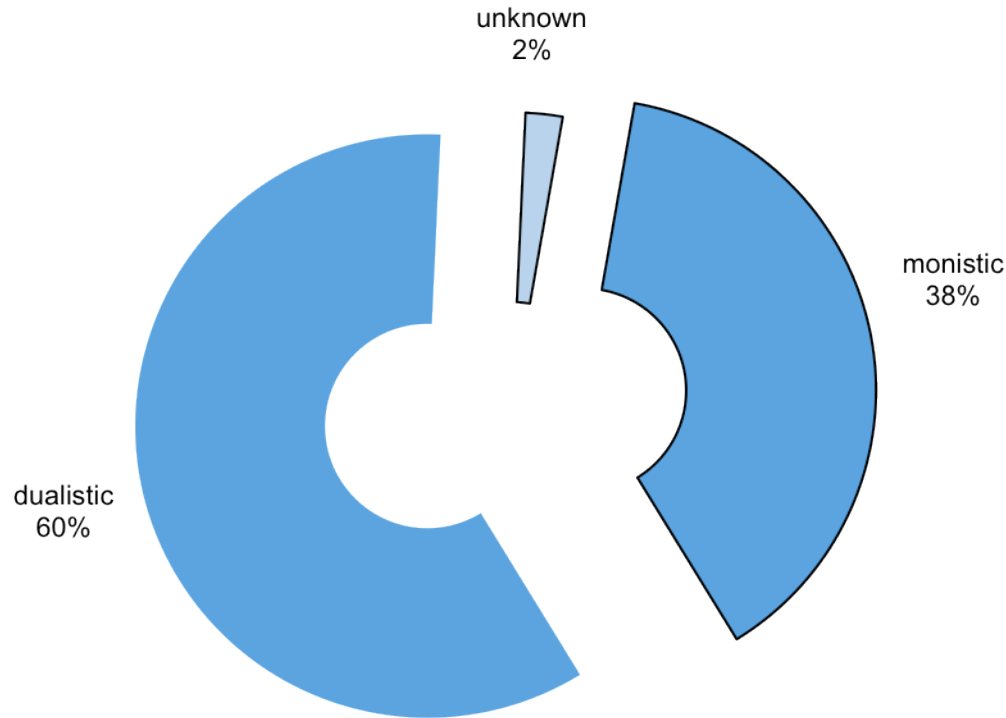
Forms taken by SEs set up (all SEs) (n=960)



Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

The purchase and subsequent activation of shelf SEs has developed into a de facto additional form of SE founding (at least 358 SEs). These formerly shelf SEs have been set-up originally by way of a subsidiary of an SE (no cross-border element needed).

Board structure of normal SEs (n=195)



Data source: ETUI ECDB, <http://ecdb.worker-participation.eu> (6 November 2011)

- **Germany (92):** 28 monistic 64 dualistic
- **Austria (8):** 7 monistic 1 dualistic
- **Czech Rep. (34):** 0 monistic 34 dualistic

"The registered office of an SE shall be located within the Community, in the same Member State as its head office."
(SE Regulation, Art. 7)

... apparently in practice no obstacle

- 64 SEs (included 1 transformed and 3 liquidated SEs) have moved their seat into another country
- 14 x United Kingdom, 8 x France,
7 x Austria, 7 x Luxembourg, 6 x Cyprus,
4 x Ireland, 4 x Germany,
2 x Czech Republic, 2 x Netherlands, 2 x Spain,
1 x Belgium, 1 x Hungary, 1 x Liechtenstein,
1 x Poland, 1 x Slovakia, 1 x Sweden, 1 x Italy, 1 Finland

Worker involvement in the "normal SEs"

At least **76 SEs** have arrangements on **information and consultation** at transnational level

38 SEs have **board-level representation (participation)**, registered in:

- **Germany**: Allianz, Allianz Managed Operations & Services , BASF, Bilfinger-Berger, BP Europa, Clariant, Dekra, DVB Bank, E.on-Energy Trading, GfK, Knauf Interfer, Lenze, MAN Diesel & Turbo, MAN, Pfeiffer & May, Porsche Automobil Holding, PUMA , Q-Cells, Renolit, REpower Systems, RKW, SCA HygieneProducts, SGL Carbon, Surteco, Tesa, Wacker Neuson, Warema, WILO
- **Austria**: Bauholding STRABAG, Plansee
- **France**: Burgeap Igip Holding , Mutavie, SCOR (4 SEs)
- **Cyprus**: Prosafe
- **Hungary**: Wamsler

Transfer of seat (17 normal SEs out of 64) I.

Normal SEs :

- Bayer Nordic SE (2011) from NL to FI (in 2011) 1080 (2011)
- Betbull SE (2008) from UK to AT (in 2010) < 250 (2010)
- Galleria di Base del Brennero SE (2011) from AT to IT (in 2011) 33 (2004)
- Donata Holding SE (2006) from DE to AT (in 2011) 3922 (2006)
- Elcoteq SE (2005) from FI to LU (in 2008) 7450 empl. (2004)
- Elster Group SE (2009) from LU to DE (in 2010) 3896 empl.(2009)
- Europasta SE (2009) from NL to CZ (in 2009) 250-499 empl. (2010)
- Fairrank SE (2011) from AT to DE (in 2011) 100 (2011)
- Hanserad Radiology Network (2009) from BE to DE (in 2010) 70 empl. (2010)
- James Hardie Industries SE (2010) from NL to IE (in 2010) > 2300 empl. (2010)
- James Hardie International Holdings SE (2010) from NL to IE (in 2010)
- Joh.A Benckiser SE (2007) from DE to AT (in 2007)

Transfer of seat (17 normal SEs out of 64) II.

Normal SEs :

- Prosafe SE (2007) from NO to CY (in 2007) 55 empl. (2007)
- Sekisui NordiTube Technologies SE from SE to DE (in 2009) (2007)
- Songa Offshore SE (2008) from NO to CY (in 2009) 25 empl. (2009)
- Swiss Re International SE (2007) from UK to LU (in 2008) 250 or more (2009)

'Activated' shelves (at least 358)

- Czech Republic: 287 (at least 19 normal, 0 agreements)
- Germany: 61 (18 normal, only 3 agreements)
- Slovakia: 5 (0 normal)
 - Austria: 1 (1 normal, transfer of seat from Germany, 1 agreement)
 - Cyprus: 1 (0 normal, transfer of seat from the Czech Republic)
 - Ireland: 1 (0 normal, transfer of seat from Germany)
 - Luxembourg: 1 (0 normal, transfer of seat from Germany)
 - United Kingdom: 1 (0 normal, transfer of seat from Germany)

Planned SEs (total: 9)

- Arag SE (DE)
- Biolitec AG (DE)
- Bridal Magazine Group (SE)
- bwin Interactive Entertainment AG / PartyGaming Ltd (UK/Granada)
- Colexon Energy AG (DE)
- Freudenberg SE (DE)
- IEC EUROPETROL Plc (UK)
- Nolte moebel-industrie Holding GmbH & Co (DE)
- Nordea Bank AB (SE)

- **WHO IS COMPILING THE ECDB (European Company Database)?**

The ECDB is a service provided by the **European Trade Union Institute**, an international non-profit association established under Belgian law. The ETUI is financially supported by the European Community. Since 2005, the ETUI has regularly issued information on registered SEs. The information is compiled by the **ETUI's 'SE Factsheet team'** under the coordination of Melinda Kelemen, Anders Carlson and Michael Stollt, with the support of the **SEEurope research network**.

- **WHY DOES THE ETUI COLLECT INFORMATION ON SEs?**

The SE legislation represents a milestone, not only in the field of EU Company Law, but also in the field of European industrial relations. The SE Directive contains provisions for a legally binding procedure of negotiations on employee information, consultation and participation (at board level).

Unfortunately, there is, as yet, no central registry of European Companies (SEs). For this reason, the information available is very limited, especially with regard to employee involvement. The ETUI is seeking to fill this important gap with its research on SEs. The SE Factsheets aim to provide information on the use of the SE Statute and to monitor implementation of the SE Directive in the field of employee involvement.

- **WHAT ARE THE SOURCES FOR THE ECDB?**

In the absence of a central European registry, the main sources for the European Company Database are the **Supplement to the Official Journal of the European Union (TED)**, **national registries** and **further research of our own**. According to Art. 14 I of the SE Regulation, the information provided on TED is fairly limited and includes, for example, no information at all about employee involvement. There can be a considerable delay between an SE's registration and its appearance on TED. Moreover, while all SEs registered should appear on TED, this is not always the case. The SE Factsheets therefore contain a higher number of SEs than TED. For these reasons, the SE Factsheets Team researches additional information via national registries, (internet) enquiries and through the ETUI SEEurope network which consists of researchers in, basically, all EU member states. The specific sources are always indicated in the last column of each company Factsheet (field 'References').