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COMMISSION STAFF WORKING DOCUMENT

**REPORT on the technical and financial aspects of the Business Registers
Interconnection System (BRIS)
Directive (EU) 2012/17**

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Glossary

<i>Term or acronym</i>	<i>Meaning or definition</i>
CEF	Connecting Europe Facility Programme
Codified Company Law Directive	Directive (EU) 2017/1132 of the European Parliament and of the Council of 14 June 2017 relating to certain aspects of company law (codification)
BRIS	The Business Registers Interconnection System developed in accordance with the BRIS Directive
BRIS Directive	Directive 2012/17/EU of the European Parliament and of the Council of 13 June 2012 amending Council Directive 89/666/EEC and Directives 2005/56/EC and 2009/101/EC of the European Parliament and of the Council as regards the interconnection of central, commercial and companies registers
BRIS Implementing Act	Commission Implementing Regulation (EU) 2015/884 of 8 June 2015 establishing technical specifications and procedures required for the system of interconnection of registers established by Directive 2009/101/EC of the European Parliament and of the Council
DG DIGIT	Directorate General for Informatics
DG JUST	Directorate-General for Justice and Consumers
EAP	The European access point developed on the European e-Justice Portal for BRIS, in accordance with the BRIS Directive
ECP	The European Central Platform developed for BRIS, in accordance with the BRIS Directive
EEA	The European Economic Area (EEA) established in accordance with the Agreement on the European Economic Area
EU	European Union
EUID	European unique identifier for companies

1. INTRODUCTION

The Business Registers Interconnection System (BRIS) is the mandatory interconnection of all EU Member States' business registers. It was created in 2012 by Directive 2012/17/EU¹ (the “BRIS Directive”) and became operational five years later, in 2017, based on procedures and technical specifications laid down in Commission Implementing Regulation (EU) 2015/884² (the “BRIS Implementing Regulation”). The development of BRIS was one of the actions of the 2016-2020 EU e-Government Action Plan³, which considered that interconnecting all Member States' business registers would “*enhance confidence in the Single Market through transparency and up-to-date information on companies and reduce burdens on companies*”.

Today, business registers of all EU Member States and of two EEA countries⁴ are connected to BRIS. The majority of countries⁵ connected their business registers to the system in June 2017 and others have joined over time, with the last one connecting in March 2022.

The BRIS Directive requires the Commission to publish a report concerning the functioning of BRIS⁶, in particular examining its technical operation and financial aspects. The present report thus covers the development of BRIS as regulated by that Directive and the related financing over the period from 2012 until 2019. As to the substantive content (i.e. what information is available through BRIS and exchanged between business registers), this report focuses on the company information required by the BRIS Directive (the “initial scope”)⁷.

¹ Directive 2012/17/EU amending Council Directive 89/666/EEC and Directives 2005/56/EC and 2009/101/EC as regards the interconnection of central, commercial and companies registers.

² Commission Implementing Regulation (EU) 2015/884 establishing technical specifications and procedures required for the system of interconnection of registers established by Directive 2009/101/EC of the European Parliament and of the Council.

³ Communication from the Commission to the European Parliament, the Council, the European Economic and Social Committee and the Committee of the Regions - EU eGovernment Action Plan 2016-2020 - Accelerating the digital transformation of government.

⁴ The provisions of the BRIS Directive, now included in the Codified Company Law Directive (EU) 2017/1132, apply to EEA countries in accordance with the Agreement on the European Economic Area.

⁵ 22 Member States and 1 EEA country.

⁶ Article 4 of Directive 2012/17, the current Article 162(1) of Directive 2017/1132. It was decided to publish the report in the context of the legislative initiative amending Directive 2017/1132 with a view to “[f]urther expanding and upgrading the use of digital tools and processes in company law”, given that this initiative builds on the use of BRIS.

⁷ The information available through BRIS and exchanged between business registers during the reporting period is detailed under paragraph 2.2. After the reporting period two Directives, Directive (EU) 2019/1151 amending Directive (EU) 2017/1132 as regards the use of digital tools and processes in company law and Directive (EU) 2019/2121 amending Directive (EU) 2017/1132 as regards cross-border conversions, mergers and divisions, made more company data available free of charge through BRIS (for example, on legal representatives, status and object of the company) and thus extended the initial substantive scope in terms of information available in BRIS provided by the BRIS Directive. Member States had to transpose most of these new provisions by August 2022 and January 2023.

Although this is an implementation report focussing on specific aspects of BRIS as mentioned above, it broadly follows the concepts and principles of evaluation set out in the Commission’s Better Regulation guidelines⁸.

2. COMPONENTS, FUNCTIONS AND GOVERNANCE OF THE SYSTEM

2.1. The components of BRIS

In line with the BRIS Directive⁹, BRIS is composed of a) the business registers of the Member States, b) the European central platform (the “ECP”) and c) the European e-Justice Portal, which serves as the European Electronic Access Point to BRIS (the “EAP”). These components are described in more detail below.

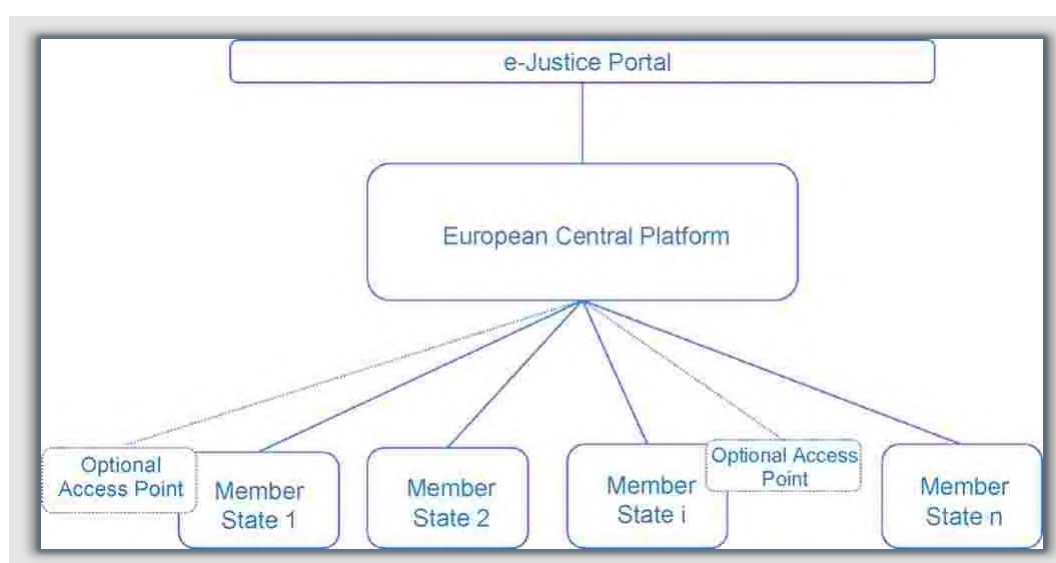


Figure 1: The components of BRIS as provided for in the BRIS Directive

Business registers of the Member States

Business registers exist in all Member States¹⁰. Across the EU, the management of business registers is most commonly assigned to administrative or governmental authorities. This is the case in 17 Member States¹¹. Courts are the responsible bodies in eight Member States¹²

⁸ https://commission.europa.eu/law/law-making-process/planning-and-proposing-law/better-regulation/better-regulation-guidelines-and-toolbox_en.

⁹ Article 3(4) of Directive 2012/17, the current Article 22(2) of the Codified Company Law Directive (EU) 2017/1132.

¹⁰ As required by Article 16(1) of the Codified Company Law Directive (EU) 2017/1132.

¹¹ BE, BG, CY, DK, EL, ES, FI, IE, LT, LV, MT, NL, PT, RO, SE, SI, SK). Source: Study on the disclosure and cross-border use of company data, and digital developments related to company law (Milieu Consulting SRL) 2022.

¹² AT, CZ, DE, EE, FR, HR, HU, PL.

and only three Member States¹³ rely on a private entity to which the performance of a task in the public interest has been assigned. In most Member States (19), business registers are centralised. In the remaining Member States, central registers are in place but are operated through decentralised bodies (e.g., regional or county-level offices).

The national business registers play a key role in BRIS. It is the Member States' responsibility to ensure the interoperability of their systems with BRIS via the ECP (see below). Effective operability is essential as all the information that can be accessed through BRIS and is exchanged between business registers through BRIS is directly provided by the national business registers.

In line with the BRIS Directive¹⁴, Member States may also establish so called “optional access points” allowing direct access to information from BRIS. During the reporting period, no optional access points have been established by Member States.

The European Central Platform (ECP)

The ECP is the core element of the BRIS system. The ECP is the engine that allows the flow of data from national business registers to happen, notwithstanding the differing technical characteristics of the national registers, as it relies on widely used communication methods and protocols, and well-defined structured standard messages. In other words, the ECP orchestrates all traffic of information in the system, acting as the “messenger” of such information. At the same time, the ECP is not a database¹⁵ and it does not modify in any way the data which is provided by the national business registers and transmitted through BRIS. The ECP has been developed and is maintained by the Commission.

The European access point (EAP)

The EAP provides the user interface of BRIS. The public can access all the company information available through BRIS on the “search for a company in the EU” page¹⁶ of the European e-Justice Portal. The EAP has been implemented and is maintained by a contractor.

2.2. Main functions of BRIS

BRIS offers two main functions required by the BRIS Directive: 1) cross-border access to company information and 2) exchange of information between business registers.

2.2.1. Public access to company information through the European e-Justice Portal

¹³ IT, NL and LU.

¹⁴ Article 3(4) of Directive 2012/17, the current Article 22(4) of Codified Directive 2017/1132.

¹⁵ Recital 10 of the BRIS Directive makes it clear that this Directive was not “aimed at establishing any centralised registers database storing substantive information about companies”.

¹⁶ [European e-Justice Portal – Business registers – search for a company in the EU \(europa.eu\)](https://european-courts.eu/e-justice-portal/business-registers/search-for-a-company-in-the-eu/europa.eu).

The “search for a company in the EU” page of the European e-Justice Portal allows anyone (e.g., citizens, companies, lawyers, notaries, consumers, creditors, authorities) to search and obtain information on EU limited liability companies they are interested in and on branches of these companies in other Member States.

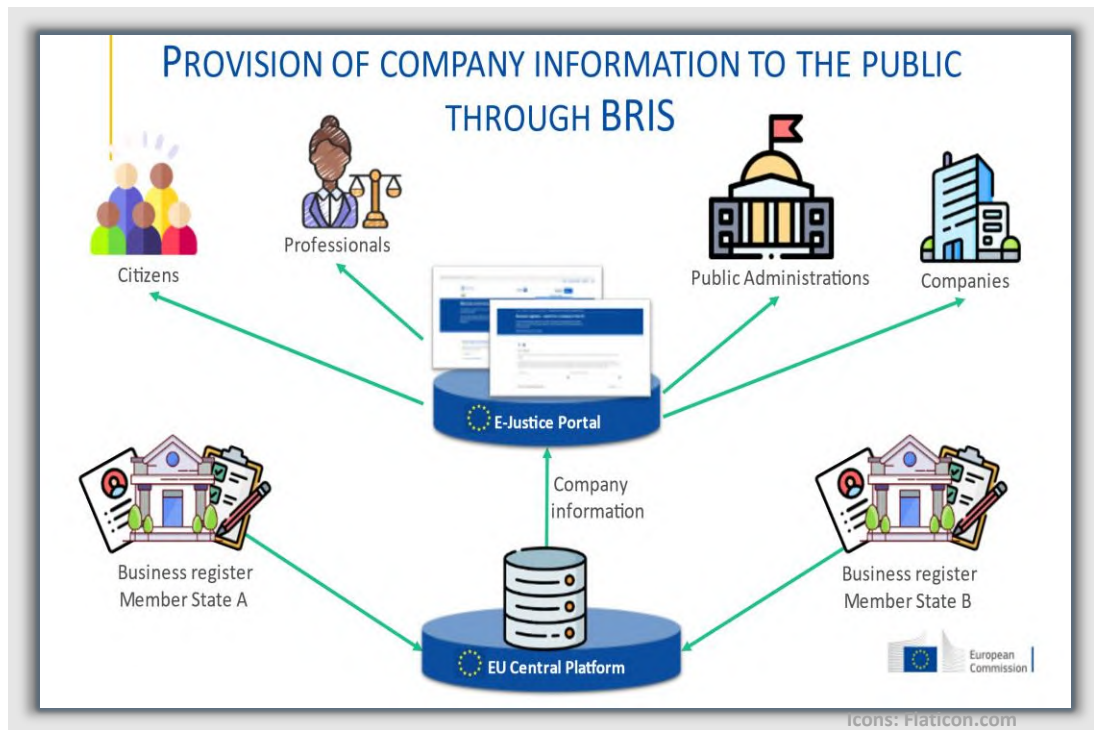


Figure 2: Provision of company information to the public through BRIS

The “search for a company in the EU” page on the European e-Justice portal provides a welcome page with a search interface that allows users, without any mandatory registration, to consult company information on multiple Member States at the same time. The BRIS Directive regulated the information that has been made available through BRIS during the reporting period¹⁷, including information accessible free of charge, namely the name and legal form of the company, the registered office, the Member State of registration and the registration number (i.e., the information covered by the initial scope of the BRIS Directive).

After launching a search on a company name or registration number, the system shows a page displaying all companies that match the search criteria, including companies with similar names. When the user clicks on any of the company names in the search result, the system opens a new page with all the information available on that company and allows the user to download company documents made available by the national business register. The user interface is provided in all EU languages. In addition, all company information and documents available on the EAP are accompanied by explanatory labels in all EU languages (labels include a short title for each information and document and, where appropriate, a brief

¹⁷ Article 3(3) of Directive 2009/101/EC, the current Articles 18 and 19 of Codified Directive 2017/1132.

description). Given that BRIS is subject to continuous development, including in the EAP user interface, the figure below shows the search function and the EAP user interface how it looks today. During the reporting period, this webpage had different layouts and a different structure.

The screenshot displays the 'Find a company' section of the European e-Justice Portal. On the left, the search form includes a welcome message, a search criteria section with fields for 'Company name' (containing 'Carrefour') and 'Company registration number', and a 'Search in all participating countries' section with checkboxes for Belgium, Czech Republic, Bulgaria, and Denmark. A green arrow points from the search criteria section to the 'Search results' section on the right. The 'Search results' section shows '44 results for search inquiries' and a list of results including 'Belgium Carrefour - Belgium', 'CARREFOUR BELGIUM - Belgium', 'Carrefour Mercator - Belgium', and 'G.A. CARREFOUR - Belgium'. A second green arrow points from the first result to the detailed view of 'Belgium Carrefour (Belgium)'. This detailed view includes company details such as the registered office, registration number, company type, and business register.

Figure 3: Current EAP user interface

The EAP provides access to company information that the national business registers make accessible through BRIS free of charge. Documents for which business registers charge a fee are not available as, at the time of issuing this report, there is no payment system on the EAP that would allow national business registers to charge users. As a temporary solution, the EAP shows the name and description of the documents for which business registers charge a fee, and informs users about the possibility to purchase such documents directly on the website of the national business register.

It is important to note that the functioning of the technical system does not depend on the availability of a central payment system, as the BRIS Directive required the basic set of company information¹⁸ to be accessible free of charge through BRIS¹⁹. At the same time, since the beginning of the reporting period (and thereafter) an increasing number of Member States have started to provide access free of charge to a wider range of company information.

Although the development of a payment system is not as such required by the BRIS Directive, the Commission considered to develop a central payment system for documents to be purchased through BRIS. However, creating such a central payment system for BRIS posed a number of significant practical, technical and legal challenges. The Commission

¹⁸ That is, the name and legal form of the company, the registered office and the Member State of registration and the registration number.

¹⁹ The BRIS Directive does not cover the fees charged by business registers outside BRIS.

therefore changed approach and is currently working on a distributed payment solution for the EAP that would redirect users to the payment provider of the national business register selling the document requested by the user.

2.2.2. Exchange of information between business registers

The second function of BRIS is to provide a means for business registers to exchange information on cross-border issues in a secure way. The type of information exchanged during the reporting period, including the procedures, were regulated by the BRIS Directive. The BRIS Directive introduced two specific types of information exchanges via BRIS, namely 1) exchanges between the register of the company and the register of its cross-border branch in case of winding-up/insolvency procedures and the striking off of the company from the register, and 2) exchanges between the registers of companies involved in cross-border mergers²⁰. Both are covered by this report. These exchanges allow business registers to keep their records up-to-date and are based on a secure and reliable connection that BRIS establishes between the registers in different Member States. More specifically:

- As regards the opening and termination of winding-up or insolvency proceedings, and in case a company is struck from the register, BRIS makes it technically possible to exchange information about those developments from the business register where that company is registered to the business register where this company has a cross-border branch. This allows the latter register to update its information and remove the branch from its register if the company no longer exists.
- As regards mergers between companies registered in different Member States, BRIS makes it technically possible for the business register where the company resulting from the cross-border merger is registered to notify the business registers where the other companies involved in the merger are registered that the merger has taken effect. This allows the latter registers to delete the registration of the companies that ceased to exist as a result of the merger (where applicable).

The BRIS Implementing Act provided further technical specifications, including the data to be transmitted as part of both notifications.

2.3. European unique identifier for companies (EUID)

In order to develop these two functions, the BRIS Directive required that companies and their branches in other Member States are assigned a unique identifier to be able to unequivocally

²⁰ After the reporting period, the Digitalisation Directive (Directive 2019/1151) as well as the Mobility Directive (Directive 2019/2121) established new exchanges of information between Member States through BRIS, namely on 1) disqualified directors and 2) cross-border conversions and divisions. This meant extending the initial substantive scope in terms of exchanges as covered by the BRIS Directive, thereby making more use of the secure means for information exchange between business registers. Member States had to transpose the Mobility Directive by January 2023.

identify them in the communications between registers through BRIS. This was introduced by the BRIS Implementing Act which created the European unique identifier for companies (“EUID”). It is composed of the following elements:

- a country code which identifies the Member State of the register;
- a register identifier, assigned to all national business registers, which identifies the relevant business register in that Member State; and, most importantly,
- the registration number used in the national business register to identify companies and branches.

2.4. BRIS Governance Structure

The following picture depicts the key governance structure for BRIS, which aims to facilitate effective collaboration between the Commission and the Member States.

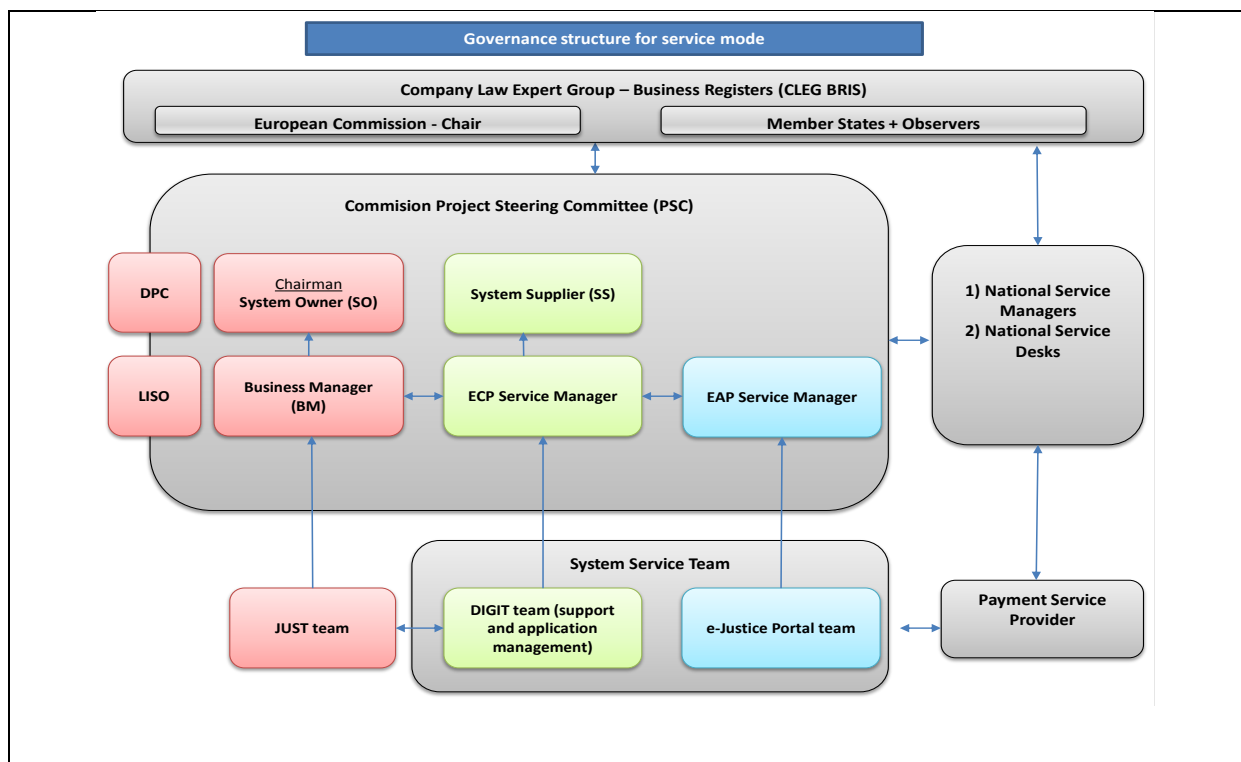


Figure 4: BRIS Governance Structure

Steering Committee

The BRIS Steering Committee acts as the Commission’s internal forum for policy decisions, oversight and the management of BRIS. The Steering Committee is chaired by the Directorate-General for Justice and Consumers (“DG JUST”), the owner of the system, and consists of members from services involved in the management, operation and development of BRIS, which includes also the Directorate General for Informatics (“DG DIGIT”).

Company Law Expert Group – Business Registers (CLEG-BRIS)

The Company Law Expert Group – Business Registers (“CLEG-BRIS”) acts as a forum for the collaboration between the parties involved in the operation and development of BRIS at

EU and national levels. The CLEG-BRIS is chaired by DG JUST and consists of members from each EU Member State, representing national bodies managing business registers²¹. The representatives of the EEA countries are observers in the CLEG-BRIS.

The CLEG-BRIS is convened by the Commission in accordance with the guidelines on expert groups.

3. DEVELOPMENT OF SPECIFIC TECHNICAL FEATURES DURING THE REPORTING PERIOD

This section explains how the various technical elements of BRIS were developed during the reporting period, making reference to the technical requirements set by the BRIS Directive and translated into technical specifications by the BRIS Implementing Act.

3.1. Communication methods and protocols: the e-Delivery Gateway

The BRIS Directive and the technical specifications set by the BRIS Implementing Act require the system to use service-based methods of electronic communication²². They also require a one-to-one communication for the messages between the EAP and the ECP, and between a business register and the ECP, and one-to-one or one-to-many communications from the platform to the business registers. In addition to this, the BRIS Directive requires the use of standard and secure internet protocols in all communications.

To respond to the above-mentioned requirements, “gateways” have been developed to enforce the use of standardised and secure interfaces between business registers and the ECP. This approach has become a reference for the implementation of the gateway that individual Member States have re-used for their connection to BRIS. The exchange of information between the gateway of the business registers and the ECP has been based on the pre-existing eDelivery building block²³, deployed through the CEF Telecom Programme, which provides a safe channel to transfer documents and data.

²¹ For example, *SPF Économie, PME, Classes moyennes et Énergie* for the Belgian business register, *Infogreffe* for the French business register and *Ministerstvo spravodlivosti Slovenskej republiky* for Slovakia.

²² For example, web-services and already existing reusable service infrastructures enabling the electronic delivery of data and documents, such as eDelivery: <https://ec.europa.eu/digital-building-blocks/wikis/display/DIGITAL/eDelivery>.

²³ <https://ec.europa.eu/digital-building-blocks/wikis/display/DIGITAL/eDelivery>.

3.2. Key security measures and compliance requirements

The BRIS Directive required the Commission to adopt technical measures ensuring information technology security standards for communication and distribution of information within the system of interconnection of registers. In line with these standards, the following safeguards have been put in place:

The communication between gateways is encrypted. The authentication at the gateway level is based on certificates.

All endpoints exposed by ECP are encrypted and authenticated, and all encryption is based on recent TLS secure protocols.

In addition to the use of a secure communication protocol, the security of the system is ensured by:

- Periodical performance of vulnerability assessments and security testing
- Use of separate environments for development, functional testing, user acceptance and production²⁴
- Enforcement of secure coding practices
- Use of digital signatures and encryption to ensure data integrity and confidentiality in every transmission

Furthermore, BRIS complies with the relevant Commission Decision on the security of information systems²⁵ and its related provisions and with the Regulation of the European Parliament and of the Council on the protection of personal data by EU institutions²⁶.

3.3. Harmonised search criteria and explanation labels: the EAP

The BRIS Directive requires the system to adopt harmonised criteria for the search service provided by the EAP. Furthermore, in accordance with the BRIS Implementing Act, the search interface on the EAP must allow users to perform searches on at least one country at a time and according to the following harmonised search criteria:

- Company name

²⁴ The use of different environments for software development, testing and production allows developers to safely work on new features and upgrades without disrupting the service being provided to the public.

²⁵ Commission Decision (EU, Euratom) 2017/46 of 10 January 2017 on the security of communication and information systems in the European Commission.

²⁶ Regulation (EU) 2018/1725 of the European Parliament and of the Council of 23 October 2018 on the protection of natural persons with regard to the processing of personal data by the Union institutions, bodies, offices and agencies and on the free movement of such data, and repealing Regulation (EC) No 45/2001 and Decision No 1247/2002/EC.

- Registration number in the national business register

Furthermore, the BRIS Directive requires the Commission to develop explanatory labels to visualise the information to be displayed on the EAP. The BRIS Implementing Act further clarifies that the explanatory labels for each information and document must include a short title and, when appropriate, a brief description of the content.

The EAP has been designed to fulfil those requirements: its purpose is to enable a fast and consistent EU-wide search for company information on the “search for a company in the EU” page of the European e-Justice Portal. The search functionality is offered to the general public and does not require logins or subscriptions.

The user interface on the web page of the EAP is supported by a service layer component²⁷ that ensures the communication between the EAP and the ECP using web services.

The EAP offers the following features:

- Multilingualism: the BRIS search interface is available in all EU languages. Furthermore, the EAP provides a human translation for all the explanatory labels provided by the Member States, which contain a description of specific company information.
- Sign-in: although not mandatory, users can sign in to the EAP using an EU Login or eID, which offers users additional services such as the possibility to consult documents previously gathered from the national business registers through BRIS.
- CAPTCHA²⁸ improvement: the EAP has been developed as a system for individuals to consult and retrieve information on companies of interest to them. To avoid unauthorised automated connections to the system by bots, a CAPTCHA system is included that requests the user to complete a text or audio challenge in order to tell apart humans from bots.
- General Information page: as required by the BRIS Directive, users have access to a dedicated web page describing the legal basis for the system, how it works, the type of information available, and the applicable data protection rules, together with links to web pages of national business registers.
- Helpdesk: users can request support via the e-Justice Portal contact form or directly by email to the DG JUST BRIS Helpdesk

The EAP has been developed with the aim to enable a fast and consistent search across all Member States’ business registers. The Commission has implemented this through a centralised index that solely feeds the search engine, without creating a central register for such information. Once a user of the EAP queries information on a company, such company information is gathered in real time from the relevant business register, not from the index.

²⁷ A service layer component is a part of a software application that provides a set of functions or services that can be used by other parts of the application.

²⁸ CAPTCHA is a challenge–response test used in web pages to determine whether the user is human.

As allowed under the BRIS Implementing Act, two Member States, namely France and Italy, have instead developed a separate local index at national level. As local indices may only be employed if they ensure fast replies to searches, a seamless user experience is being ensured overall for the end-users of the e-Justice Portal.

3.4. Structure of the standard message format: the BRIS messaging model

The BRIS messaging model represents all the messages used to exchange information through BRIS, for example when a user of the EAP on the European e-Justice Portal performs a search on a company name, when a user selects a document to download or when business registers exchange information. This messaging model has been elaborated by breaking down the complex functionalities required by the BRIS Directive into smaller requirements and use cases, to identify and define all required messages. Requirements and use cases that are linked have been grouped together.

The BRIS Directive requires the system to use a standard message format. The BRIS Implementing Act further builds on this and requires the system to use standard data-structuring methods, expressed in a standard message format, such as XML. Consequently, the Commission has developed a messaging model for BRIS based on XML which includes structured data organised inside a message container. In addition, message validation rules guarantee the quality of the content and the correct structure of the messages exchanged through the system. Such validation is performed automatically by the system.

As to the exchange of information about cross-border mergers between business registers, the flow of information managed by the ECP covers the sending of a notification from one business register to one or more other business registers. The issuing business register generates one notification for each business register in which the merging companies are registered. After the successful acceptance of the notification, the ECP sends an acknowledgement message to the sending business register. In the same way, the receiving business register notifies the ECP of the correct reception of the notification.

To facilitate the exchange of information between the registers of the company and the branch in case of the opening/termination of any winding-up or insolvency proceedings regarding the company, or the striking-off of the company from the register, the ECP maintains a subscription list, solely to allow the business register where a branch is registered to subscribe to receive notifications related to the company for that branch. When the business register of a company informs the ECP about the opening/termination of any winding-up or insolvency proceedings, the ECP verifies automatically in the subscription list which business registers have subscribed to receiving information on that specific company and sends them the notification.

3.5 Testing

Internal testing

The overall mission of the BRIS testing is to verify the correct implementation of the requirements resulting from the legislation in force during the reporting period, notably the

BRIS Directive and the BRIS Implementing Act, as well as to verify the correct functioning of the interconnection and of the expected information exchange between the national business registers, the ECP and the EAP on the European e-Justice Portal. During the internal testing, one of the testing assignments is to guarantee the interoperability aspects of the infrastructure at legal, organisational, semantic and technical levels. To achieve this, the testing mission pursues a number of different objectives, including:

- find as many unexpected software errors as possible
- find important problems, assess perceived quality risks
- assess perceived project risks
- verify that technical specifications have been correctly implemented
- verify product quality
- advise on testing

The targets of internal testing are the BRIS system components, their operations and their performance.

Testing with the Member States

Testing with Member States is organised as a three-step process. Each Member State starts by performing a stand-alone testing on their own part of the system. The second stage consists in the bilateral testing between the ECP and the testing business register. During this stage, the business register's side of the system is interconnected with the ECP in the user acceptance environment²⁹. Finally, the last stage aims to verify all functionalities and messages.

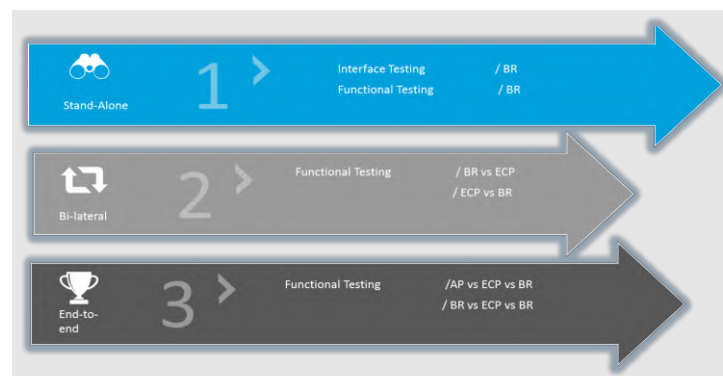


Figure 5: Testing phases in BRIS

- Overall, the majority of Member States/EEA countries responding to a Commission survey³⁰ rated the technical support they received for the interconnection of national business registers to BRIS as very satisfactory or satisfactory (78.3%), while the

²⁹ The user acceptance environment is where the system is tested by business registers before being released in the production environment.

³⁰ DG JUST/Commission survey to EU/EEA business registers in summer 2022.

remaining Member States/EEA countries found it either neutral (8.7%) or somewhat unsatisfactory (13%)³¹. No Member States/EEA countries found it very unsatisfactory.

4. FINANCING OF THE SYSTEM DURING THE REPORTING PERIOD

As required by the BRIS Directive, both the Union and its Member States participate in the financing of BRIS. The Member States bore the expenses of adjusting their domestic registers to connect to BRIS and to provide the information required by the BRIS Directive, while the central elements of the system — notably the ECP and the EAP on the European e-Justice Portal — have been funded from the general budget of the Union.

4.1 Financing of BRIS by the Commission

The BRIS Directive has granted the Commission discretion to develop and/or operate the ECP either by its own means or through a third party. The Commission decided to develop the ECP internally, by DG DIGIT, the Commission department responsible for digital services.

With respect to financing, the Directive required the establishment and development of the ECP and the adjustments to the European e-Justice Portal to be financed from the general budget of the Union.

As for the maintenance and functioning of the platform, the Directive again foresaw financing from the general budget of the Union, but also allowed for it to be co-financed by fees charged to individual users for their access to the system, in addition to the fees normally charged by business registers to access specific information and documents. The Commission has opted to finance the maintenance of the ECP entirely from the Union budget, without charging additional fees to end-users.

During the reporting period, the Commission funded the development of the system as follows:

Preliminary funding by DG MARKT and ISA

In 2012/2013, BRIS received preliminary funding (EUR 153,500) under the administrative budget line of the Directorate-General for Internal Market and Services (“DG MARKT”) that, at the time, had been tasked to manage the system. Those funds were used to perform preliminary work on the design of the system and the technical specifications.

The programme on interoperability solutions for European public administrations (the “ISA programme”)³², managed by the Commission, in the period 2013-2015 provided additional

³¹ One of the 3 countries that considered the technical support “somewhat dissatisfying” provided additional information and explained that technical specifications were provided late.

³² Programme established by Decision No 922/2009/EC of the European Parliament and of the Council of 16 September 2009 on interoperability solutions for European public administrations (ISA).

preliminary funding for the project (EUR 911,939) to allow the Commission to continue working on the technical specifications for the system.

In 2014, BRIS received funds (EUR 762,457) from the operational budget line of DG MARKT to continue working on the technical specifications.

Funding of the ECP by CEF Telecom

In 2014, the Connecting Europe Facility (“CEF”) programme was launched³³ as a key EU funding instrument to promote growth, jobs and competitiveness through targeted infrastructure investment at European level. In particular, the “Telecom” strand of CEF aimed to deploy digital service infrastructures (“DSIs”) that facilitate cross-border interaction between public administrations, businesses and citizens. BRIS was selected as one of the DSIs eligible for funding under CEF Telecom and part of the European ecosystem of interoperable and interconnected digital services that contribute to the objectives of the Digital Single Market. On that basis, BRIS was funded by CEF Telecom from 2015 for the rest of the reporting period. The funding covered both the development of the ECP and the provision of grants to countries connecting to BRIS.

The CEF funding BRIS received in the reporting period for the development of the ECP was EUR 7,200,000, distributed as follows:

- In 2015, EUR 200,000 for preliminary work to ensure the security of the system, in accordance also with the Commission security framework (BRIS security model).
- In 2016³⁴, EUR 5,000,000 for the integration of the CEF eDelivery building block into BRIS, ECP testing and integration with the Member States, further work on security, analysis of newly emerged system requirements, communication with Member States (e.g., technical workshops and opening of a communication platform with Member States), preliminary work for the development of the second version of the system (including new functionalities requested by the Member States to improve their use of the system), as well as operational activities such as project management, setting-up of IT environments for software development, maintenance and bug-fixing, expenses for hosting the software, drafting and updating specifications documentation.
- In 2018³⁵, EUR 1,000,000 for the development of the second version of the system, preliminary work for a proof of concept on a possible connection of BRIS with the TOOP pilot project (part of the EU eGovernment Action Plan 2016-2020³⁶),

³³ Regulation (EU) No 1316/2013 of the European Parliament and of the Council of 11 December 2013 establishing the Connecting Europe Facility, amending Regulation (EU) No 913/2010 and repealing Regulations (EC) No 680/2007 and (EC) No 67/2010.

³⁴ Commission Implementing Decision C(2016)1225 of 3 March 2016 establishing the 2016 Work Programme for financial assistance in the field of Connecting Europe Facility (CEF)- Telecommunications sector.

³⁵ Commission Implementing Decision C(2018)568 of 5 February 2018 on the adoption of the work programme for 2018 for financial assistance in the field of Connecting Europe Facility (CEF)- Telecommunications Sector.

³⁶ <https://eur-lex.europa.eu/legal-content/EN/TXT/HTML/?uri=CELEX:52016DC0179&from=EN>.

communication (e.g., technical workshops) and testing with Member States, as well as security activities and operational activities such as maintenance and bug-fixing.

- In 2019³⁷, EUR 1,000,000 for deployment and testing of the second version of the system, integration with the TOOP Pilot project, communication activities (e.g., technical workshops) and testing with Member States as well as operational activities (e.g. maintenance and bug-fixing).

Funding of the European access point (EAP) by the e-Justice Programme

The development and maintenance of the EAP is performed by a contractor. The external IT service provider was selected through a tendering procedure.

Budgeting for the initial implementation of the BRIS EAP and the subsequent evolutive and corrective maintenance were covered by the DG JUST e-Justice Action Plan:

- Initial implementation of BRIS EAP: DIGIT Framework Contract DI/07345, Specific Contract JUST/2015/JACC/FW/CRIM/0008. Implementation cost: EUR 125,082.
- Maintenance of BRIS EAP since 2019: DIGIT Framework Contract DI/07732, Specific Contract JUST/2018/JCOO/FW/CRIM/0186.

The DG JUST BRIS Helpdesk was funded during the reporting period from the ISA² and CEF programmes for a yearly amount of EUR 30,000.

Commission employees working on the BRIS project

During the reporting period, the European Commission services carried out the following tasks (the time dedicated to those tasks is indicated in full-time equivalents (FTEs))³⁸:

- Business management of the system and overall responsibility for BRIS (1.5 FTEs - DG JUST)
- IT Project management of the system for the development and maintenance of the ECP (1 FTE - DG DIGIT)
- IT Project management of the system for the development and maintenance of the EAP (0.3 FTE - DG JUST)

4.2 Financing of the Member States' connection to BRIS

³⁷ Commission Implementing Decision C(2019)1021 of 14.2.2019 on establishing a Multi-Annual Work Programme 2019 and 2020 for financial assistance in the field of Connecting Europe Facility (CEF) Telecommunications Sector. Commission Decision C(2020)1078 of 28.02.2020 allocated an additional EUR 1.000.000 to the same work strand.

³⁸ A full-time equivalent (FTE) is a unit to measure the working time of employed persons in a way that makes the information comparable although they may work different numbers of hours per week. The unit is obtained by comparing an employee's average number of hours worked to the average number of hours of a full-time worker. A full-time worker is therefore counted as one FTE, while a part-time worker gets a score in proportion to the hours he or she works.

The introduction of the system of interconnection of registers required Member States to make the necessary adaptations on their side consisting, in particular, in the development of an interface linking each register to the platform. To interconnect their business registers to BRIS, Member States developed their IT systems in accordance with the technical specifications published by the Commission, which also meant dedicating staff to manage the national side of the system.

Initial cost to set-up the interconnection

During the reporting period, Member States set up the interconnection to BRIS in accordance with the first version of the technical specifications (BRIS v.1), and then further developed the system to refine it as required by the second version of the technical specifications (BRIS v.2³⁹). A small number of Member States connected to the system at a later stage, once the system was already in version 2.

According to the information provided to the Commission by 16 Member States/EEA countries, the budget that business registers have spent to set up the initial interconnection to BRIS varied considerably. This is most likely due to differences in the pre-existing level of digitalisation of the national business registers, the complexity of centralising company information where this information was not already centralised, and the complexity/degree of automatisisation of the technical solution developed. Among the 20 countries that replied to this point of the questionnaire, the average cost of setting up such initial connection to BRIS (no matter if countries connected to version 1 or directly to version 2) amounted to EUR 355,718, with the estimated amounts ranging from EUR 43,306 to EUR 1,240,000.

Employees working on the BRIS interconnection

In order to interconnect their business registers to BRIS, Member States had to dedicate personnel to manage the system. Overall, 15 Member States and EEA Countries provided the Commission with information on the personnel dedicated to BRIS during the reporting period.

According to the information received, those Member States and EEA countries that provided the information overall allocated an average 1.16 FTEs per year for the IT and policy management of BRIS, with average FTEs per country ranging between 0.3 FTEs and 3 FTEs per year.

Financing of Member States by CEF

In the reporting period, CEF provided support to Member States and EEA countries associated to the programme with a view to meet the following main objectives:

- enabling business registers to support the evolving data model and standard messages coming from BRIS, which could involve the upgrade of existing business registers

³⁹ The technical specifications for BRIS v.2 were made available to Member States in May 2019.

- ensuring the operation and maintenance of gateways once in operational mode

The CEF financing during the reporting period shifted from targeting interconnectivity to the maintenance and update of the interconnection achieved through previous actions. During this period, a total amount of EUR 5 million from the EU budget was allocated through CEF Telecom to support Member States and EEA countries associated to the programme in their connection to BRIS. 12 grants were signed for BRIS, absorbing EUR 2.5 million of the abovementioned amount. The funding supported the work of 9 Member States and one EEA country.

One third of the Member States and EEA countries applied for grants. The other countries were asked, in a survey by the Commission in preparation of this report, to explain why they decided not to apply for grants. A variety of reasons was given:

- one respondent missed the deadline to apply for grants
- one respondent was not aware that grants were available
- one EEA country considered that it was not entitled to receive grants from the Commission
- one country mentioned that it could not meet all the criteria for obtaining a grant and moreover claimed that it perceived the procedure for obtaining grants as time-consuming and cumbersome
- the other countries mentioned one of the following reasons:
 - the BRIS development was financed directly from the national budget
 - the management decided not to apply for grants
 - there was no legal requirement to request grants

Therefore, it seems that not all Member States were aware of the possibility to apply for grants or had sufficient information in this regard. It also appears that fewer Member States decided to apply for grants, and that overall the budgetary needs of Member States were smaller than expected.

The table below summarises, in chronological order, which Member States received funds from CEF for the development of the national side of BRIS, the eligible costs and the amount of the contribution received from the EU budget.

Call year	Beneficiary Country	Eligible costs	EU contribution	Call year	Beneficiary Country	Eligible costs	EU contribution
2016	Austria	229,457	172,092	2016	Romania	442,961	332,221
2016	Spain	51,932	38,949	2016	Slovenia	92,888	69,666
2016	Italy	237,742	178,306	2017	Spain	59,338	44,503
2016	Lithuania	296,776	222,582	2017	Hungary	288,653	216,489
2016	Latvia	174,154	130,615	2017	Portugal	195,304	146,477
2016	Norway	343,564	257,673	2017	Romania	50,637	37,978

5. FUNCTIONING OF THE SYSTEM DURING THE REPORTING PERIOD

The BRIS Directive states that cross-border access to company information “*can only be improved if all Member States engage in enabling electronic communication to take place between registers and transmitting information to individual users in a standardised way, by means of identical content and interoperable technologies, throughout the Union*”⁴⁰. The Directive also stresses that cross-border operations of companies have made the day-to-day cooperation between business registers a necessity. Furthermore, it notes that there were no established channels of communication that could accelerate procedures, help overcome language problems and enhance legal certainty, and that stakeholders needed to search the registers on a country-by-country basis, in particular because voluntary cooperation between registers had not proven to be sufficient.

The subsections below analyse whether and how the technical implementation and development of BRIS have met the objectives and to what extent they have overcome the difficulties that the BRIS was meant to address.

Effectiveness

As indicated, the Business Registers Interconnection System (BRIS) became operational in June 2017. 23 countries joined BRIS in 2017, while others did so gradually, with the last Member State joining in 2022. Today, BRIS connects the business registers of all Member States and two EEA countries. BRIS provides the two main and essential technical functions, namely cross-border access to company information on the EAP, available on the European e-Justice Portal, and exchange of company information between business registers. 96% of Member States/EEA countries replying to a Commission survey⁴¹ have confirmed that the existing BRIS technology (e.g. ECP, XML messages, eDelivery, etc.) is still suitable for the task of interconnecting business registers.

The **BRIS messaging model** represents all the messages that are used to exchange information through BRIS. As explained in section 3.4., the messaging model, including its validation rules, ensures the operation of the two main functions of the system and guarantees the quality of the content and a standard structure of the messages exchanged through the system.

In addition, the requirement to introduce unique identifiers to enable the platform to distribute information between registers in a standard message format was implemented by introducing the **EUID**. During the period covered by this report, an EUID was successfully attributed to limited liability companies across the EU/EEA and to their cross-border branches. As a result, the system currently handles 20 million EUIDs, making the EUID the most used company

⁴⁰ See recital 9 of the BRIS Directive 2012/17.

⁴¹ DG JUST survey to EU/EEA business registers in summer 2022.

identifier available in the EU. The solutions introduced go even further than the requirements of the BRIS Directive, as the existing system makes it possible to keep track of companies even if their EUID changes over time, for example if the national registration number changes.

As to the **access to company information through the EAP** on the E-justice portal, a multilingual interface to BRIS (the “search for a company in the EU” page on the European e-Justice Portal) allows users to search and consult company information in all the official languages of the Union in respect of limited liability companies registered in the Member States. 87% of Member States/EEA countries replying to a Commission survey⁴² confirmed that BRIS has improved the possibilities for getting information on EU companies.

Company information available through the “search for a company in the EU” page includes both company information (provided as structured data, such as the company name and its address) and company documents (e.g., the instrument of constitution available in electronic format, such as the Portable Document Format (PDF)). The company information and the name and description of the documents on the EAP are translated into all EU languages, thereby allowing such information to be understood and used cross-border, removing language barriers.

These features effectively meet and even exceed the requirements set by the BRIS Directive and specified in the BRIS Implementing Act as regards the search services to be provided. In fact, the technical solutions implemented allow users to search not only by company name and registration number, but also by EUID. Furthermore, users are able to search one or multiple Member States/EEA countries and can further filter the search results obtained through an initial search. As suggested by stakeholders, the search functionality could be further improved by adding extra search criteria to facilitate the searches even more. In addition, the user feedback shows that the CAPTCHA system (which was developed to avoid automated searches by machines) could be improved as its current form seems to slow down the search. Finally, the effectiveness of the system would be further increased once a payment solution will allow users to purchase directly on the EAP those documents for which business registers charge a fee.

As to the **exchange of information between registers**, the technical features have been developed in line with the legal requirements and allow business registers to exchange notifications about cross-border mergers as well as to notify the business register of a branch in case of the opening or termination of any winding-up or insolvency proceedings of the company, or the striking-off of the company from the register. Member States/EEA countries replying to a Commission survey⁴³ confirmed that BRIS improved the way EU business registers work together in the context of both types of exchanges (87% of the respondents for the exchange from the register of the company to the register of the branch, and 83% of the respondents for the exchange on cross-border mergers).

⁴² *Idem.*

⁴³ *Idem.*

While the implemented technical solutions successfully address the legal requirements and are effective in meeting the objectives of the BRIS Directive, there is still room for improvement (e.g., it would be useful for the system to allow business registers to cancel or correct information that they sent by mistake⁴⁴).

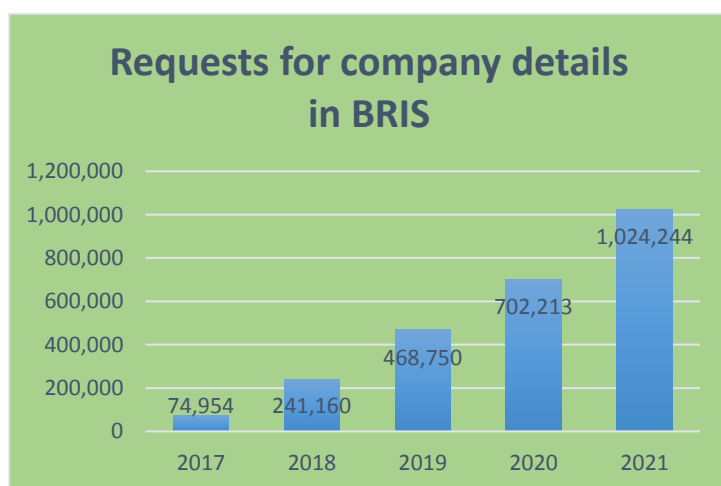
Overall, BRIS has been effective, at least after some time, in meeting the overarching objective of providing mandatory connections and channels of communication and interoperability between registers across borders.

Efficiency

What BRIS could offer in terms of access to specific information about limited liability companies⁴⁵ and exchanges between registers naturally depended on the number of Member States' registers being connected to it. In this regard, its use increased over time as Member States gradually joined the system, with the last Member State connecting in 2022. Similarly, exchanges between registers also increased gradually with more registers being connected.

As regards user fees, the information available free of charge in BRIS, according to the BRIS Directive, covered name and legal form of the company, the registered office of the company, the Member State of registration and the registration number. Whether other information was available free of charge depended on the choice of each Member State⁴⁶. Compared to the situation today, in the first years of BRIS functioning there were more Member States where access to business register information required payment of a fee. In the absence of a payment system for BRIS, this meant that for such information the direct users needed to go to the national business register.

The user statistics reflect the gradual increase in connections and increased availability of free of charge information and thus show the trend of increased BRIS use year after year.



⁴⁴ According to one of the respondents to the 2022 DG JUST survey.

⁴⁵ As regulated by current Articles 18 and 19 of Directive 2017/1132.

⁴⁶ The BRIS Directive did not affect the access fees for national purposes.

In terms of scope, BRIS offers access to information on around 16 million EU limited liability companies and their cross-border branches as well as those of 2 EEA countries. This means that the system currently handles 20 million EUIDs and provides free access at least to the basic set of information of all those companies. In addition, the EUID (based on the national registration number) ensures that the companies are unequivocally identified cross-border. Importantly, the EUID is free of charge for companies.

As to the cost of development of the European Central Platform, over the reporting period of 8 years, from 2012 to 2019, which corresponds to the period of setting up the system including the necessary initial changes (BRIS version 2), the total cost to the Union budget was around EUR 8 million. In addition, the maintenance cost for 2017-2019 amounted to around EUR 1 million. This corresponds to the setting-up cost for the system including technical connections for 28 Member States (pre-Brexit) and 2 EEA countries.

Reusing existing interoperable technical specifications for certain functionalities has been a key decision that allowed reducing costs for the development of BRIS: eDelivery is used for the secure exchange of information between registers, ECP and EAP. The reuse of this technology, interoperable by default and agreed with all Member States before the development of BRIS, created economies of scale and reduced the cost of implementation for the service.

Overall, when comparing the benefits that BRIS offers – by providing cross-border access to multilingual information about 16 million limited liability EU companies and their cross-border branches as well as a technical means for the exchange of information between all Member State registers – to the cost of setting-up BRIS, the benefits exceed the costs by far. This is even clearer when considering the potential, through its available capacity in terms of volume, that BRIS offers for access to additional information and exchanges. While it is clear that the efficiency of BRIS is directly dependent on the information it can provide access to, as well as the exchanges it allows Member States to carry out, the ECP has been developed to be able to support high volumes of information in terms of size, load and response time, with:

- the ability to handle, in terms of size: 200 million company searches per year, with up to 200,000 company searches per hour
- the ability to handle, in terms of load: 5 million notifications per year, with up to 5,000 notification per hour
- the ability to complete 99% of all the requests received within 5 seconds (i.e., 5 seconds for handling a company search or company notifications)

Similarly, the part of the system developed by national business registers was also designed to cope with high volumes of information, in proportion to the number of companies registered in a particular Member State. Also this capacity offers potential for the further development of the system.

Furthermore, the efficiency of the system is confirmed by the fact that the core element of the system, the ECP, is being used to interconnect beneficial ownership registers (BORIS)⁴⁷ in the context of the EU anti money laundering rules, which led to important cost savings for that implementation.

Relevance

The main driver for the creation of BRIS in 2012 was the need for transparency, in particular in the context of the financial crisis which highlighted the importance of transparency across the financial markets, including on companies' governance and business activities. The Council's Conclusions of 25 May 2010 affirmed that improving access to up-to-date and trustworthy information on companies could encourage greater confidence in the market, help recovery and increase the competitiveness of European business⁴⁸. The specific needs identified at the time to be addressed included: difficult cross-border access to business information for the public, difficulties in cooperation between business registers on cross-border mergers, and lack of up-to-date information in business registers about foreign branches.

The development of BRIS was a direct response to those needs because it made it possible for the general public to access certain key information about companies and provided a means for cooperation and exchange of information between business registers of companies involved in a cross-border merger, as well as between the business register of a company and the business register of its foreign branch. The BRIS Directive and development of BRIS were also fully in line with the EU's priorities as set out, among others, in the 2015 Digital Single Market Strategy for Europe⁴⁹ and the 2016-2020 eGovernment Action Plan that underlined the importance of removing digital barriers to the Digital Single Market.

The trend towards more digitalisation has continued and accelerated beyond the reporting period covered by this report, fuelled further by the COVID-19 pandemic. The calls for transparency and demand for information about companies today are even stronger. There is also an increasing need for a close cooperation both among business registers and with other public authorities dealing with company law related issues. In this context, both functions of BRIS, enabling access to company information and as a means for the exchange of information between registers, are even more relevant and needed now. BRIS is also important in the context of the current EU policy priorities, including those set out in the Communication on the '2030 Digital Compass: the European way for the Digital Decade'⁵⁰ which has called for an intensification of the ongoing work to accelerate Europe's digital transformation and has stressed, among others, the importance of creating connected public administrations, including through the use of the once-only principle.

⁴⁷ Operational since 2021 on the basis of Directive (EU) 2015/849 as amended by Directive (EU) 2018/843.

⁴⁸ Impact assessment accompanying the proposal for the BRIS Directive, SEC(2011) 222 final.

⁴⁹ COM(2015) 192 final.

⁵⁰ [COM\(2021\) 118 final](#).

Therefore, the infrastructure and main functions of BRIS as developed during the reporting period continue to be relevant also for the current policy priorities.

Coherence

The main components of BRIS – business registers of the Member States, ECP and EAP – are mutually complementary and interact in a coherent way within the system. The “search for a company in the EU” page of the EAP, where any BRIS user can search for company information, is part of the European e-Justice Portal, which is conceived to be a one-stop shop for information in the area of justice. BRIS is the second most visited page on the European e-Justice Portal and benefits from the ease of use, technology and multilingual tools of the Portal.

BRIS was created and developed during the reporting period by taking into account the relevant EU priorities and principles, for example those set out in the 2016-2020 eGovernment Action Plan, and EU initiatives in related areas, for example the Electronic Identification, Authentication and Trust Services (eIDAS) Regulation⁵¹ and its revision⁵² which provided a regulatory environment to enable secure and seamless electronic interactions between businesses, citizens and public authorities, in particular by way of electronic identification schemes (eIDs) that can be used to access public services in other EU countries and by creating a European internal market for electronic trust services⁵³.

BRIS is also coherent with other, more recent initiatives developed after the reporting period. Two other EU-level interconnections of registers have been developed in the meantime⁵⁴: the interconnection of all insolvency registers (IRI)⁵⁵ was established in 2021 based on Regulation (EU) 2015/848, and the beneficial ownership registers interconnection system (BORIS)⁵⁶, which is based on Directive (EU) 2015/849 as amended by Directive (EU) 2018/843, became operational in 2021. Both systems are coherent with BRIS to the extent that they are all accessible on the European e-Justice portal and all contribute to providing more transparency about different aspects of EU companies. The coherence between BRIS and BORIS is particularly strong given that BORIS re-uses the same technology and technical infrastructure that was created for BRIS (i.e., the ECP).

As for BRIS and the above-mentioned proposal for the European single access point (ESAP), both are complementary. BRIS provides information on all limited liability companies and their cross-border branches in the EU for transparency purposes, while ESAP focuses mainly on entity and product-related financial market information that is relevant mainly for

⁵¹ Regulation (EU) 910/2014.

⁵² COM(2021) 281 final.

⁵³ The eIDAS Regulation and its revision have since provided the rules on technical means for electronic identification in company law (see Directive 2019/1151, Digitalisation Directive).

⁵⁴ Another interconnection, the Land Registers Interconnection (LRI), is still being developed.

⁵⁵ [European e-Justice Portal - Bankruptcy & insolvency registers - search for insolvent debtors in the EU \(europa.eu\)](#)

⁵⁶ [European e-Justice Portal - Beneficial ownership registers interconnection system \(BORIS\) \(europa.eu\)](#)

investors. At the same time, the two systems are distinct in nature as BRIS and ESAP have different intended users that access and use different information in different ways, drawing on different collection bodies with limited overlap of the data collected. Finally, BRIS, as a European level inter-connection, is out of the scope of the 2019 Open Data Directive⁵⁷ that regulates the reuse of public sector data for commercial or non-commercial purposes.

EU added value of BRIS

The BRIS Directive already highlighted a strong EU added value of BRIS by making clear that cross-border access to information about companies and their branches in other Member States can only be improved if all Member State business registers are engaged in the system and if information is provided in a standardised way to all users by means of identical content and interoperable technologies⁵⁸. Introducing such standardised ways to provide company information on a cross-border basis, and ensuring the use of identical content and interoperable technologies between national business registers, could only be achieved at EU level and would not be feasible by national measures taken by Member States.

6 CONCLUSION

In the reporting period, the development of the infrastructure and of all the functions of BRIS was completed in line with the requirements set out in the BRIS Directive. During this period, 23 countries (22 Member States and one EEA country) connected their business registers to the system⁵⁹.

The management and the procedures in place ensure effective operational management of the interconnection and timely maintenance of the system. BRIS is a true Single Market system, making company information available cross-border to the public and facilitating cross-border exchanges of information between Member States. Its relevance has further increased in the light of ongoing digital developments, and its technical capacity can handle not only current but also future needs for more transparency and cross-border exchanges.

The Commission has started preparations for certain further improvements within the current legislative framework, subject to availability of the necessary budget, based on the findings from the current analytical and consultative work for this report. This could include:

- A payment system that would allow users of the EAP to purchase and download those documents for which companies charge a fee, and thus improve further their accessibility to cross-border users.

⁵⁷ Directive (EU) 2019/1024.

⁵⁸ See recital 9 of Directive 2012/17, mentioned above.

⁵⁹ Today all Member States and two EEA Countries are connected to BRIS.

- A new exchange of messages between business registers that would allow them to cancel a message they sent by mistake, or to correct mistakes in a previously sent message, thereby enabling them to fix mistakes they otherwise need to solve through other means.
- Extra search criteria and a new CAPTCHA system easier to use by humans that would improve the user interface of the EAP.