

Directive 2012/30/EU of the European Parliament and of the Council of 25 October 2012 on coordination of safeguards which, for the protection of the interests of members and others, are required by Member States of companies within the meaning of the second paragraph of Article 54 of the Treaty on the Functioning of the European Union, in respect of the formation of public limited liability companies and the maintenance and alteration of their capital, with a view to making such safeguards equivalent (Recast) (Text with EEA relevance) (repealed)

- Article 1 (1) The coordination measures prescribed by this Directive shall apply...
- Article 2 The statutes or the instrument of incorporation of the company...
- Article 3 The following information at least must appear in either the...
- Article 4 (1) Where the laws of a Member State prescribe that...
- Article 5 (1) Where the laws of a Member State require a...
- Article 6 (1) The laws of the Member States shall require that,...
- Article 7 The subscribed capital may be formed only of assets capable...
- Article 8 Shares may not be issued at a price lower than...
- Article 9 Shares issued for a consideration must be paid up at...
- Article 10 (1) A report on any consideration other than in cash...
- Article 11 (1) Member States may decide not to apply Article 10(1),...
- Article 12 (1) Where consideration other than in cash as referred to...
- Article 13 (1) If, before the expiry of a time-limit laid down...
- Article 14 Subject to the provisions relating to the reduction of subscribed...
- Article 15 Pending coordination of national laws at a subsequent date, Member...
- Article 16 Articles 2 to 15 shall not prejudice the provisions of...
- Article 17 (1) Except for cases of reductions of subscribed capital, no...
- Article 18 Any distribution made contrary to Article 17 must be returned...
- Article 19 (1) In the case of a serious loss of the...
- Article 20 (1) The shares of a company may not be subscribed...
- Article 21 (1) Without prejudice to the principle of equal treatment of...
- Article 22 (1) Member States may decide not to apply Article 21...
- Article 23 Shares acquired in contravention of Articles 21 and 22 shall...
- Article 24 (1) Where the laws of a Member State permit a...
- Article 25 (1) Where Member States permit a company to, either directly...
- Article 26 In cases where individual members of the administrative or management...
- Article 27 (1) The acceptance of the company's own shares as security,...
- Article 28 (1) The subscription, acquisition or holding of shares in a...
- Article 29 (1) Any increase in capital must be decided upon by...
- Article 30 Shares issued for a consideration, in the course of an...
- Article 31 (1) Where shares are issued for a consideration other than...
- Article 32 Where an increase in capital is not fully subscribed, the...
- Article 33 (1) Whenever the capital is increased by consideration in cash,...
- Article 34 Any reduction in the subscribed capital, except under a court...
- Article 35 Where there are several classes of shares, the decision by...
- Article 36 (1) In the event of a reduction in the subscribed...
- Article 37 (1) Member States need not apply Article 36 to a...
- Article 38 The subscribed capital may not be reduced to an amount...

Article 39	Where the laws of a Member State authorise total or...
Article 40	(1) Where the laws of a Member State may allow...
Article 41	(1) In the case of a reduction in the subscribed...
Article 42	In the cases covered by Article 39, point (b) of...
Article 43	Where the laws of a Member State authorise companies to...
Article 44	The laws of the Member States shall provide that the...
Article 45	(1) Member States may derogate from the first paragraph of...
Article 46	For the purposes of the implementation of this Directive, the...
Article 47	(1) Member States may decide not to apply points (g),...
Article 48	Directive 77/91/EEC, as amended by the Acts listed in Annex...
Article 49	This Directive shall enter into force on the twentieth day...
Article 50	This Directive is addressed to the Member States.
	Signature

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## ANNEX I

### TYPES OF COMPANIES REFERRED TO IN THE FIRST SUBPARAGRAPH OF ARTICLE 1(1)

Belgium: société anonyme/naamloze vennootschap; Bulgaria:  
акционерно дружество; the Czech Republic:...

## ANNEX II

### PART A

### PART B

## ANNEX III

- (1) [OJ C 132, 3.5.2011, p. 113.](#)
- (2) Position of the European Parliament of 15 November 2011 (not yet published in the Official Journal) and decision of the Council of 10 October 2012.
- (3) [OJ L 26, 31.1.1977, p. 1.](#) Editorial note: The title of Directive 77/91/EEC has been adjusted to take account of the renumbering of the articles of the Treaty establishing the European Community, in accordance with Article 5 of the Treaty of Lisbon; the original reference was to the second paragraph of Article 58 of the Treaty.
- (4) See Annex II, Part A.
- (5) [OJ L 65, 14.3.1968, p. 8.](#)
- (6) [OJ L 258, 1.10.2009, p. 11.](#) Editorial note: The title of Directive 2009/101/EC has been adjusted to take account of the renumbering of the Articles of the Treaty establishing the European Community, in accordance with Article 5 of the Treaty of Lisbon; the original reference was to the second paragraph of Article 48 of the Treaty.
- (7) [OJ L 96, 12.4.2003, p. 16.](#)
- (8) [OJ L 336, 23.12.2003, p. 33.](#)
- (9) [OJ L 162, 30.4.2004, p. 70.](#)
- (10) [2008] ECR I-3189.