

TABLE OF CONTENTS

EXECUTIVE SUMMARY	7
I. INTRODUCTION	9
II. RULES	11
1. Where to locate	11
a) Commercial Issues	11
b) Regulatory Issues	11
c) Right of Establishment - General	11
d) Right of Establishment - Services	11
2. Preliminary Considerations	12
a) Protecting Intangibles	12
b) Business Name	12
c) Trademarks	12
d) Patents	13
3. Choice of Business Organization	13
a) Branch versus Subsidiary	13
b) Branch Operation	14
c) Subsidiary	14
d) Joint Ventures	15
4. Disclosure	16
5. Corporate Finance	16
6. Directors and Officers	17
7. Financial Record-Keeping	18
a) General	18
b) Auditing Requirements	19
c) Consolidated Accounts	19
d) Auditing Standards	19
8. Corporate Reorganizations	19
a) Mergers within a Single Member State	19
b) Cross-border Mergers	20
c) Takeovers	20
9. Competition Legislation	21
10. Shareholder Rights and Remedies	22