

ACT

of 15 February 2008

on a European grouping of territorial cooperation and on the amendment of Act No 540/2001 Coll. on state statistics, as amended.

The National Council of the Slovak Republic has adopted the following act"

Article I Opening Provisions

§ 1

This Act regulates the establishment, acquisition of legal personality, legal status, management, dissolution and deletion from register of a European grouping of territorial cooperation having its registered office on the territory of the Slovak Republic (hereinafter the "EGTC") and the supervision over its activities in line with specific regulation.¹

§ 2 Name of EGTC

The name of an EGTC means the name, under which it is registered in the Register of European Groupings of Territorial Cooperation of the Ministry of Construction and Regional Development of the Slovak Republic (hereinafter the "Register"). The name of an EGTC must include the words "European Grouping of Territorial Cooperation" or the acronym e.z.u.s. (EGTC) and must be different from the names of EGTCs already registered or dissolved. Other natural persons or legal entities must not use the above words or acronym in their names. Membership to EGTC

§ 3

(1) The members of an EGTC must include at least one Slovakian entity and one foreign entity.

(2) The following Slovak entities may be members to an EGTC:

- a) the Slovak Republic represented by a ministry;
- b) a higher territorial unit;
- c) a municipality;

¹ Regulation (EC) No. 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European Grouping of Territorial Cooperation (EGTC)

d) a legal person established pursuant to specific regulation² having its registered office in the Slovak Republic;

e) an association consisting of legal entities referred to under a) through d).

(3) The Slovak Republic may become a member to an EGTC with the previous consent of the Government of the Slovak Republic (hereinafter the "Government") only. The application for the previous consent shall be submitted by the Ministry, whose competencies cover the type of cooperation, for which the EGTC has been or is to be established. The Government shall, in its decision granting such consent, determine which Ministry will exercise the rights and discharge the duties of a member on behalf of the state.

(4) The bodies referred to under paragraph 2, letter b) and c) may become members with the previous consent of the relevant representative organ³.

(5) A legal person referred to under paragraph 2), letter d) may become a member of an EGTC with the previous consent of the founding agency or of an organ exercising the role of the founding agency only.

(6) A foreign body may become member of an EGTC subject to the fulfilment of the conditions for membership according to the laws of the country, where it has its registered office, and subject to the presentation of the consent granted by the Member State concerned to the body's membership to an EGTC on the territory of the Slovak Republic.

§ 4 Register Office

(1) The Register Office shall be the Ministry of Construction and Regional Development of the Slovak Republic (hereinafter the "Register Office").

(2) The Register Office

² Article 3(1)(d) of Regulation (EC) No 1082/2006 of the European Parliament and of the Council

³ Article 11, paragraph 2, letter i) of Act No 302/2001 Coll. on the self-government of higher territorial units (Act on Higher Territorial Units) Article 11, paragraph 4, letter h) and Article 21 of Act of the Slovak National Council No 369/1990 on municipal organisation)

- a) maintains the register and acts as the administrator of the register pursuant to specific regulation⁴
- b) issues decisions on the registration of an EGTC, changes thereto, changes in membership and deletion of an EGTC from the register;
- c) receives notifications and gives its consent to the membership of legal persons to an EGTC established on the territory of a Member State other than the Slovak Republic;
- d) supervises whether or not the EGTC fulfils the purpose for which it was established;
- e) issues decisions pursuant to specific regulation⁵; this decision may be reviewed by courts;
- f) imposes penalties pursuant to this Act.

(3) The Register Office evaluates the content of annual reports and, if any deficiency is found, notifies the relevant EGTC organs thereof, requests correction and fulfilment of obligations under the generally binding legal regulations. If the correction is not made or if the conditions pursuant to the first sentence are not fulfilled, the Register Office may submit a petition to the court for the dissolution of the EGTC.

(4) The Register Office shall cooperate with the inspection authorities of another Member State in carrying out inspections of the activities of the EGTC carried out on the territory of that Member State.

(5) The Register shall be publicly accessible. The Register Office shall enable that anybody interested may make excerpts from the register.

§ 5

- (1) The membership to an EGTC shall commence:
- a) simultaneously with the establishment of the EGTC in case of founding members, or
 - b) upon registration of membership after the registration of the EGTC in the register.

(2) The Register Office shall register a new member in the Register pursuant to paragraph 1, letter b) above if the new member fulfils the conditions of membership pursuant to this Act and specific regulation¹⁾ at the proposal of the director and with the consent of the assembly.

- (3) The membership to an EGTC shall cease:
- a) upon the dissolution of the EGTC;
 - b) upon the dissolution of the member;

⁴ Act No 275/2006 Coll. on information systems for the public administration and on the amendment of certain laws, as amended by Act No 678/2006 Coll.

⁵ Article 13 of Regulation (EC) No. 1082/2006 of the European Parliament and of the Council,

- c) by deletion of the member from the Register.

(4) The Register Office shall delete a member from the Register at the request of the director, if

- a) the assembly adopts, by a three fifths majority of the votes of all members, a decision to exclude that member;
- b) the member of the EGTC is dissolved, or
- c) the assembly approves the termination of membership at the member's request.

Establishment of EGTC and Acquisition of Legal Personality

§ 6

An EGTC shall acquire legal personality on the day of registration. The acquisition of legal personality by an EGTC must be preceded by its establishment⁶.

§ 7

(1) The application for registration of an EGTC shall be submitted by the founding members or by an elected representative to the Register Office. The scope of the competencies of the elected representative shall be specified in an appointment letter issued by the founding members.

- (2) The following documents must be attached to the application for registration pursuant to paragraph 1:
- a) a certified copy of the convention;
 - b) a certified copy of the statutes;
 - c) a certified copy of the consent by the relevant body to become a member granted pursuant to § 3, paragraph 3 to 6.

§ 8

(1) The Register Office shall issue a decision on registration and make registration within 30 days after the receipt of the application, provided:

- a) the convention and the statutes comply with this Act and specific regulation¹⁾;
- b) the application relates to a grouping in accordance with this Act and specific regulation;¹⁾
- c) members have obtained the consent pursuant to § 3, paragraph 3 to 6.

(2) The following data shall be entered into the register:

- a) name and registered office of the EGTC;
- b) identification number;
- c) date of registration;

⁶ Article 4 of Regulation (EC) No. 1082/2006 of the European Parliament and of the Council,

- d) period of time, for which the EGTC has been established, unless established for indefinite period of time;
- e) names of the members of the EGTC and their registered offices, stating the Member State, in which the members have their registered offices and the Member State, in which the EGTC has its registered office;
- f) monetary contributions of individual members, in-kind contributions of individual members and the financial value thereof, determined by an expert appraisal;
- g) name, surname and permanent residence address of the EGTC director;
- h) objects (activities) pursuant to Article 26, paragraph 10;
- i) date of entry into liquidation and date on which liquidation was completed;
- j) date of deletion from the register;
- k) information that the authority of the director to act on behalf of the EGTC was limited and the extent of such limitation;

(3) Any change or cancellation of the data stored in the Register shall be entered into the Register without undue delay. The director shall be obliged to notify the Register Office of the change or cancellation of registered data within 14 working days. If the director fails to fulfil this obligation or fails to submit the annual report within the deadline pursuant to § 31, paragraph 3, the Register Office may impose a penalty on the EGTC up to the amount of SKK 20,000; such fine shall be a revenue of the national budget.

(4) The identification number shall be assigned to the EGTC by the Register Office.

(5) Entry into the register shall be carried out on the day stated in the application for registration. If the decision on registration is issued at a later time or the application does not specify the day, on which the registration should be carried out, the registration shall be carried out on the day of issuance of such decision.

(6) Details concerning the name of the EGTC, its objectives, members and registered office and any changes thereto shall be submitted by the EGTC for publication in the Commercial Journal within ten working days after the registration. Within the same period of time, the EGTC shall submit the same data to the Statistical Office of the Slovak Republic and to the Office for Official Publications of the European Communities a request for publication of a notice in the Official Journal of the European Union announcing the establishment of the EGTC.

§ 9

The Register Office shall, within 30 days after the receipt of the application for registration, reject the application if the EGTC does not fulfil the conditions pursuant to Article 8, paragraph 1.

§ 10

(1) Until the acquisition of legal personality by the EGTC, any activities related to the establishment of the EGTC shall be carried out by the founding members together or by an elected representative.

(2) The founding members shall be jointly and severally liable for any obligations assumed by the founding members or by the representative elected by them on behalf of the EGTC until acquisition of legal personality.

(3) The obligations and the liability incurred pursuant to paragraph 2 shall pass onto the EGTC on the day of registration, unless rejected by the assembly within three months.

Dissolution of EGTC

§ 11

An EGTC shall be dissolved:

- a) on the day stated in the decision of the assembly to dissolve the EGTC or otherwise on the day, on which the decision was adopted;
- b) by a decision of the assembly on the merger of the EGTC without a legal successor, amalgamation or splitting;
- c) on the day stated in the decision of the competent court to dissolve the EGTC or otherwise on the day, on which the decision became final;
- d) upon termination of bankruptcy proceedings after executing the court order for distribution of assets or upon cancellation of bankruptcy proceedings because the debtor's assets do not suffice to pay for the cost of the proceedings and remuneration of the official receiver or upon rejection of the bankruptcy petition due to lack of assets or upon suspension or cancellation of the bankruptcy proceedings due to lack of assets or upon the completion of the bankruptcy proceedings after fulfilling the final order for distribution of assets.

§ 12

(1) A competent court shall, at the proposal of the Register Office, a public authority or another person that proves legal interest, decide on the dissolution of an EGTC or its liquidation, if:

- a) the EGTC does not serve the purpose for which it was established for a period exceeding one year;
- b) the expenditures and expenses of the EGTC are disproportionately high relative to the purpose for which it was established;
- c) the EGTC uses revenues from its activities and the assets entrusted to it in violation with this Act or specific regulation 1);
- d) the EGTC no longer meets the requirements of Article 8, paragraph 1.

(2) If the EGTC was dissolved for the reason referred to in paragraph 1, letter b), the bodies, who were founding members or members of the EGTC organs, may not establish another EGTC or become the members of an existing EGTC before the lapse of three years after the settlement of the debts of the dissolved EGTC.

(3) A competent court may, at the proposal of the Register Office, a public authority or another person that proves legal interest, decide on the dissolution of an EGTC and its liquidation, if:

- a) no meeting of the assembly was held in the past 12 months;
- b) no new organs of the EGTC were elected within 6 months after the expiry of the previous term of office;
- c) the EGTC fails to send the annual report to the Register Office pursuant to § 31, paragraph 3.

(4) The court shall, prior to issuing the decision on the proposal to dissolve an EGTC pursuant to paragraph 3, set a period of time to remedy the reason for which the dissolution was proposed.

(5) The court shall send its decision on the dissolution of an EGTC to the Register Office within ten working days after the decision becomes final.

§ 13

Merger, amalgamation and splitting of EGTC

(1) The assembly may decide that the EGTC should be merged or amalgamated with another EGTC or that the EGTC should be split.

(2) Upon merger, the assets of the dissolved EGTC shall pass onto the EGTC, with whom it was merged; this shall happen on the day specified in the merger agreement or, if no such day is specified, on the day of registration of the merger in the Register.

(2) Upon amalgamation, the assets of the EGTC shall pass onto the EGTC formed by amalgamation on the day specified in the amalgamation agreement or, if no such day is specified, on the day of registration of the amalgamation in the Register.

(4) The assembly may issue a decision to split the EGTC. Upon splitting, the assets of the dissolved EGTC shall be distributed between each EGTC formed by the split in equal shares, unless in the assembly's decision provided otherwise.

§ 14

Winding Up

(1) An EGTC shall be wound up on the day of deletion from the register. This shall be preceded by dissolution with or without liquidation.

(2) Liquidation is not required, if the assets of the EGTC are transferred onto another EGTC following a merger, amalgamation or splitting. The dissolved EGTC shall be deleted from and the EGTC formed by amalgamation shall be entered into the register. The EGTC being merged shall be deleted and the changes of data relating to the EGTC, with whom it was merged, shall be registered on the same day. The EGTC being split shall be deleted and the EGTCs formed by its split shall also be made on the same day.

(3) Any amounts remaining after liquidation shall be distributed among members in proportion to their contributions.

(4) In accordance with Article 28, the liquidator shall first offer for sale any priority assets to the state, the higher territorial unit or the municipality, on whose territory the EGTC has its registered office or on whose territory is the seat of the member of the EGTC, who contributed the assets to the EGTC, and only then to another EGTC having its registered office in the state, where such priority assets are located; such offer shall be made for a price, which shall not exceed the value determined by an expert appraisal.

(5) The remuneration of the liquidator shall be determined by the appointing body.

(6) The cost of the liquidation shall be covered from the assets of the EGTC.

(7) Unless in this Act provided otherwise, the provisions of specific regulation shall accordingly apply to the process of liquidation.⁷

§ 15

EGTC Organs

An EGTC shall have the following organs:

- a) an assembly;
- b) a director;
- c) a supervisory board or an inspector;
- d) other organs provided for in the statutes.

Assembly

§ 16

⁷ Article 68 to 75a of the Commercial Code, as amended

(1) The assembly is the supreme organ of an EGTC. The assembly shall be made up of the representatives of all members of the EGTC. The assembly

- a) approves the statutes;
- b) adopts the budget, the long-term programme and annual activity plan;
- c) approves the closing account and the annual report on activities and financial management (hereinafter the "Annual Report");
- d) decides on the distribution of profits and payment of losses and on the manner of settlement until the end of the following accounting period at the latest;
- e) decides on the dissolution, merger, amalgamation or splitting of the EGTC;
- f) decides on proposals for changes of the data entered in the register;
- g) elects the director and removes him from office and determines the director's remuneration;
- h) elects members of the supervisory board or the Inspector and removes them from office;
- i) approves legal transactions involving real property of the EGTC;
- j) decides on changes to the statutes, except for those provisions, which the founding members reserved into their competence in the convention;
- k) decides on the limitation of the powers of the director to act on behalf of and represent the EGTC.

(2) The assembly shall decide all other issues in the extent and subject to the conditions defined in the statutes.

§ 17

(1) The assembly shall, from among its members, elect the Chairman and a Deputy Chairman, who shall represent the Chairman in his absence. The term of office shall be four years.

(2) The Chairman shall convene, prepare and chair the meetings of the assembly.

(3) The assembly shall meet as necessary, however twice a year as a minimum. The assembly shall be convened within 14 days after receiving a request to hold a meeting from the supervisory board, the inspector or one third of supervisory board members.

(4) A valid decision of the assembly requires the affirmative vote of a majority of all members, unless by this Act or the statutes provided otherwise. The assembly shall pass its decisions in the form of resolutions.

Director § 18

(1) A director is the statutory organ of the EGTC, managing the activities of the EGTC and acting on its behalf. He shall decide on all affairs of the EGTC, unless reserved into the competence of other organs by this Act, the convention or the statutes.

(2) The director shall discharge his duties with due professional care and respecting the interests of the EGTC and all its members. He shall in particular be obliged to procure and respect in all his decisions all available information relating to the subject matter of the decision and shall not give preference to his interests, the interests of some of the members of the EGTC or the interests of third parties over the interests of the EGTC.

(3) The powers of the director to act on behalf of the EGTC may be restricted by a decision of the assembly, by the convention or by the statutes.

(4) The director shall be elected and removed from office by the assembly. The election or removal from office of the director requires the affirmative vote of two thirds of all members of the assembly. Details on the election and removal from office of the director shall be governed by the statutes.

(5) The term of office of the director shall be four years, starting from the moment of election.

(6) The director shall attend the meetings of the assembly in an advisory role.

(7) The director may only be a natural person fully capable of legal transactions with no criminal record.

(8) A natural person shall be deemed to have no criminal record if he/she was not convicted of an intentional crime. The absence of criminal record shall be proven by an excerpt from the criminal register, which shall not be older than three months.

§ 19

(1) The office of the director shall cease:

- a) by removal from office;
- b) by the lapse of the term of office;
- c) by resignation;
- d) on the day, on which the director no longer meets the requirements pursuant to Article 18, paragraph 7;
- e) upon death or upon being declared death;
- f) for reasons provided for in the convention or in the statutes.

(2) The director may resign on his office by giving a written notice to the assembly. In such a case, the office of the director shall cease on the day following after the delivery of written notification.

(3) The director shall be removed from office by the assembly:

- a) if he acts in violation of the provisions of specific regulation ¹⁾, this Act, the convention or the statutes;
- b) if he does not discharge his duties for at least six consecutive months;
- c) if he is involved in an activity referred to under Article 23,
- d) for reasons provided for in the convention or in the statutes.

(4) The director may be removed from office by the assembly,

- a) if he is, according to a medical report, not able to discharge his duties for health reasons for more than six consecutive months;
- b) if the removal from office was proposed by the supervisory board or by the Inspector or a member of the EGTC;
- c) for reasons provided for in the convention or in the statutes.

Supervisory Board or Inspector

§ 20

(1) The supervisory board or the inspector is the audit organ of the EGTC supervising the activities of the EGTC.

(2) The supervisory board must be set up if the value of EGTC's assets exceeds SKK 3,000,000 or if its assets include priority assets pursuant to § 28. In the other cases, it may be set up, if provided for in the statutes.

(3) If no supervisory board is set up, its powers shall be exercised by an inspector.

(4) Supervisory board members or the inspector are authorised to inspect all documents and records relating to the activities of the EGTC, proper keeping of accounts in accordance with specific regulation ⁸ and compliance of the EGTC's activities with generally binding legal regulations, the convention and the statutes.

(5) The supervisory board or the inspector shall in particular:

- a) review the closing account and the annual report and present their report to the assembly;

- b) inspect proper keeping of accounts and other documents;
- c) notify the assembly of any shortcomings identified and submit proposals for their removal.

(6) The supervisory board or the inspector may:

- a) propose that an extraordinary meeting of the assembly is convened, if the interests of the EGTC so require;
- b) submit to the assembly the proposal for the removal of the director from office;
- c) propose the limitation of the powers of the director to act on behalf of and represent the EGTC.
- d) take part, through its members, in a meeting of the assembly in an advisory role;
- e) notify the assembly of any violation of legal regulations, the convention or the statutes.

§ 21

(1) The supervisory board shall have three members, unless the convention or the statutes provide for a higher number of members. Only a natural persons with full legal capability, who have completed second level university education in law or economics and have at least five years of previous experience in the field of financial control and internal audit and have no criminal record may become the inspector or a supervisory board member. The absence of criminal record shall be proven by an excerpt from the criminal register, which shall not be older than three months. The director may not be a member of the supervisory board or the inspector. The assembly may grant an exemption from the requirement concerning education and previous experience to supervisory board members and the inspector.

(2) Members of the supervisory board or the inspector are elected and removed from office by the assembly. A two thirds majority of the votes of the present members in the meeting of the members is required to elect a member of the supervisory board or the inspector or to remove them from office. Details concerning the election and removal from office of supervisory board members and the inspector shall be contained in the statutes.

(3) The term of office of a supervisory board member or the inspector shall be six years, unless in the statutes provided otherwise.

(4) Membership to the supervisory board is voluntary and no remuneration is provided for the office. Members of the supervisory board or the inspector are entitled to the reimbursement of the cost incurred

⁸ Act No 431/2002 Coll. on accounting, as amended

by them when discharging their duties, pursuant to specific regulation.⁹

§ 22

(1) The office of a member of the supervisory board or the Inspector shall cease

- by removal from office;
- by the expiry of the term of office or dissolution of the EGTC prior to the expiry of the term of office,
- resignation;
- upon death or upon being declared death;

d) for reasons provided for in the convention or in the statutes.

(2) A supervisory board member may resign on his office by giving a written notice to the assembly. In such a case, the office of the supervisory board member shall cease on the day following after the delivery of the written notice to the assembly.

(3) A member of the supervisory board or the Inspector shall be removed from office by the assembly

- if he acts in violation of the provisions of specific regulation¹¹, this Act, the convention or the statutes;
- if he does not discharge his duties for at least six consecutive months;
- if he is engaged in an activity referred to in Article 23;
- for reasons provided for in the convention or in the statutes.

(4) A member of the supervisory board or the Inspector may be removed from office by the assembly

- if he is, according to a medical report, not able to discharge his duties for health reasons for a period longer than six consecutive months;
- if the removal from office was proposed by the supervisory board or a member of the EGTC;
- for reasons provided for in the convention or in the statutes.

§ 23

No Competition

A member of the EGTC, the director and a supervisory board member or the Inspector shall not:

- enter in their own name or on their own account into transactions related to the activities of the EGTC;
- act as an intermediary for third parties with respect to commercial activities of the EGTC.

⁹ Act No 283/2002 Coll. on reimbursement of travel expenses, as amended.

§ 24

Minutes from Meetings of Organs

Minutes shall be taken from any meeting of the EGTC's organs, which shall be archived by the EGTC for a period of time stated in the statutes, which shall not be shorter than four years.

Assets of EGTC

§ 25

(1) The assets of an EGTC comprise:

- contributions of founding members and members;
- revenues from own activities;
- income from business activities, after taxation;
- inheritances;
- donations or contributions from natural persons and legal persons.

(2) The Ministry may use assets owned by the state as a contribution into an EGTC with the consent of the Government only.

(3) If ownership title to assets owned by the state passes onto an EGTC, the rights and obligations relating to the assets shall pass on the EGTC as well.

(4) Industrial property or intellectual property rights shall be transferred based on an agreement between the ministry and an EGTC.

(5) The Ministry and the EGTC shall, after the establishment of the EGTC, sign a written protocol confirming the transfer of assets owned by the state. The protocol shall contain an exact definition and value of the transferred assets, as recorded in the accounting pursuant to specific regulation¹⁰. The protocol shall be signed by a statutory representative of the Ministry and a statutory representative of the EGTC.

(6) The application for registration of change of ownership shall be made in accordance with a decision of the Government pursuant to § 3(3). The application for entry of title into the real property register shall be submitted by the Ministry.

(7) Registration of change of title to real property shall be made by an entry into the real property register pursuant to specific regulation¹⁰ and the change of title shall become effective on the day of registration in the real property register.

¹⁰ Article 28 and 29 of Act of the National Council of the Slovak Republic No 162/1995 Coll. on real property register and on registration of title and other rights to real properties (the Real Property Registration Act), as amended

§ 26

(1) An EGTC may be engaged in a commercial activity, if the activity will increase the efficiency of use of the EGTC's assets, without jeopardising the purpose, for which the EGTC was established.

(2) An EGTC may not have any interest in the business of other persons and may not enter into silent partnership contracts.

§ 27

(1) The assets of an EGTC may be used in accordance with the conditions contained in the convention or in the statutes only, and for the payment of EGTC's expenditures and expenses. The amount of expenditures and expenses of an EGTC shall be set by the assembly each year in the budget, as necessary for ensuring the activities of the EGTC.

(2) If a natural person or a legal person makes a donation or contribution to an EGTC for a specific purpose, the EGTC may use it for another purpose with the previous consent of the donor only.

§ 28

Priority Assets

(1) For the purposes of this Act, priority assets means that part of the assets of the state, a higher territorial unit or a municipality, contributed by the state, the higher territorial unit or the municipality as a founding member or member to an EGTC, which is earmarked exclusively for the purpose, for which the EGTC was established.

(2) Priority assets may not be pledged or charged or otherwise used as a security for the obligations of the EGTC or a third person; they cannot be sold, donated or leased or lent.

(3) Priority assets are not part of liquidation.

(4) A body making a contribution to an EGTC in the form of real property considered priority assets shall have a right corresponding to an easement; such right is to be registered in the real property register.

§ 29

Budget of EGTC

(1) An EGTC shall carry out its activities in accordance with an approved budget.

(2) The budget of an EGTC shall contain all planned income and expenses of the EGTC and shall be

prepared and approved for the relevant calendar year.

(3) The director shall present a draft budget to the meeting of the members for approval at least 30 days before the start of the calendar year, for which the budget is being prepared.

The assembly shall adopt the budget of the EGTC on 31 March of the relevant calendar year at the latest.

Accounting and Annual Report

§ 30

(1) An EGTC shall keep accounts in accordance with specific regulation⁸⁾.

(2) An EGTC shall, in its accounts, keep separate record of revenues and expenditures related to the purpose, for which the EGTC was established and of revenues and expenditures related to the EGTC's commercial activity.

(3) The annual accounts must be audited by an auditor, if

a) the funds of the European Community, from the national budget, from the budget of a state fund, from the budget of a higher territorial unit or a municipality exceed SKK 1,000,000 in the year, for which the accounts have been prepared;

b) all revenues of the EGTC exceed SKK 5,000,000 in the year, for which the accounts have been prepared;

(4) A printout of the annual accounts audited by an auditor pursuant to paragraph 3 shall be sent by the EGTC for publication in the Commercial Journal each year on or before the 15th of April.

§ 31

(1) An EGTC shall prepare an annual report after the end of each calendar year at a date set by the assembly, the convention or the statutes, which shall not be later than the 30th of June of the following year.

(2) The annual report shall contain:

a) an overview of the activities carried out in the calendar year, stating the relationship to the purpose of establishment of the EGTC;

b) the annual accounts and an assessment of the most important data contained therein;

c) the opinion of an auditor concerning the annual accounts, if audited by an auditor;

d) an overview of monetary income and expenses;

e) an overview of the scope of income and revenues, broken down by source;

- f) balance of assets and liabilities of the EGTC and changes thereto;
- g) changes to and the new composition of the EGTC's organs during the year;
- h) other data required by the meeting of members.

(3) The annual report must be published in the manner specified in the statutes on or before the 15th of July of the following year. One printout of the annual report shall be sent by the EGTC to the Register Office each year on or before the 15th of July. If the EGTC fails to fulfill this obligation despite being granted an additional period by the Register Office, the Register Office shall submit to the court a petition to dissolve the EGTC.

(4) The annual report must be made available to the public in the registered office of the EGTC.

§ 32

Liability of an EGTC and its Organs

(1) An EGTC shall be liable for its obligations with all its assets.

(2) Members of an EGTC, which are Slovak entities, are liable for the obligations of the EGTC up to the amount of their subscribed unpaid contributions.

§ 33

Provision of Information

An EGTC shall be obliged to publish information on any disposal with its assets in line with specific regulation¹¹.

§ 34

Foreign EGTC

A legal person having its registered office outside the territory of the Slovak Republic, which is an EGTC pursuant to specific regulation¹ and the laws of the state, on whose territory it has its registered office, may operate on the territory of the Slovak Republic under the same conditions and in the same extent as an EGTC established pursuant to this Act and the specific regulation¹.

§ 35

Common Provision

The provisions of the general regulation concerning administrative proceedings¹² apply to the the proceedings for the registration, deletion from

register, registration of changes to the membership of an EGTC and imposing of penalties pursuant to § 8(3).

Article II

Act No 540/2001 Coll. on state statistics, as amended by Act No 215/2004 Coll. and Act No 358/2007 Coll. shall be amended as follows:

1. In § 27, paragraph 5, a new letter f shall be added, which shall read as follows:

f) European Grouping of Territorial Cooperation the Ministry of Construction and Regional Development of the Slovak Republic.”.

2. In § 27, paragraph 7 the following words shall be added after the word “courts”:

the Ministry of Construction and Regional Development of the Slovak Republic.”.

Article III

Entry into Force

This Act shall enter into force on 1 May 2008.

Ivan Gašparovič,
in his own hand

Pavol Paška,
in his own hand

Robert Fico,
in his own hand

¹¹ § 2, paragraph 4 of Act No 211/2000 Coll. on free access to information and on the amendment of certain laws (Freedom of Information Act).

¹² Act No 71/1967 on administrative proceedings (the Administrative Proceedings Code), as amended