



*Conseil Régional use only*

<b>CROA N°</b>	<b>Régional Receipt N°</b>	<b>Registration N°</b>
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Completed application  submitted  received .....

Application receipt issued.....

CROA decision  registration approved.....

registration refused .....

Reason:.....

### What is a branch office?

A branch office is a business dependent on a parent company located in a foreign country. All business undertaken by a branch office is carried out on behalf of the parent company. However, the branch office has independent management and its own managers. It must be registered with the French Registre du Commerce et des Sociétés as a branch office of the parent company.

### Who can register a branch office on the Special Register?

Registration of a branch office is for **foreign architecture companies** that wish to start a business on French territory.

To open a branch office, companies in a Member State of the European Union or of the European Economic Area and Switzerland must comply with the provisions in clause 13 of Architecture Act 1977:

*Every architecture company must comply with the following regulations:*

1. *Company shares must be nominative;*
2. *More than half of the share capital and voting rights must be held by:*
  - (a) *One or several architects natural persons or one or more natural persons established in another Member State of the European Union or of the European Economic Area and in lawful practice of the profession of architect under the provisions in paragraphs 1 to 4 of clause 10 or clause 10-1 of Architecture Act 1977;*
  - (b) *Architecture companies or companies established in another Member State of the European Union or of the European Economic Area of which more than half of the share capital and voting rights are held by eligible persons under the provisions in clauses 10 and 10-1 of Architecture Act 1977 and in lawful practice*

of the profession of architect;

3. Company partners that are not architecture companies may not hold more than 25% of the share capital and voting rights of architecture companies;

4. The adhesion of a new partner is subject to prior approval by a general meeting with a two-thirds majority vote.

This provision does not apply where the architecture company is incorporated as a entreprise unipersonnelle à responsabilité limitée.

5. The chairman of the board of directors, the general manager, at least half of managing directors, executive board members and managers, as well as at least a majority of the board of directors and board of directors members and supervisory board members must be persons mentioned in paragraph 2.

## 1. Parent company details

### 1.1 - Parent company name

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### 1.2 - Legal form of parent company

.....  
.....  
.....  
.....

### 1.3 - Parent company address

Residence .....  
Street .....  
Known as ..... Postcode .....  
Town ..... Country .....  
Telephone ..... Mobile ..... Fax .....  
Email ..... Website .....

### 1.4 - Parent company composition

Parent company share capital ..... (in euros)

Divided into ..... equal shares of ..... euros each

❖ **Eligible partners natural persons in lawful practice of the profession of architect in another Member State of the European Union or of the European Economic Area**

Surname	Forename	Country where established	Shares held/ voting rights
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....
.....	.....	.....	.....

❖ **Partner companies established in another Member State of the European Union or of the European Economic Area**

*(More than half of the share capital and voting rights of these companies must be held by eligible natural persons or companies under the provisions in clauses 10 and 10-1 of Architecture Act 1977 and in lawful practice of the profession of architect)*

Business name	Country where established	Shares held/ voting rights

❖ **Other natural persons or company partners - non-architect minority**

*(Up to 49% of the capital for natural persons, 25% for companies)*

Surname	Forename	Shares held/ voting rights

**1.5 - Parent company governing bodies**

*Clause 13.5 of Architecture Act 1977:*

*The chairwoman/man of the board of directors, the general manager if an individual, at least half of general managers, executive board members and managers, as well as at least the majority of the board of directors members and the supervisory board members must be architects natural persons or natural persons in lawful practice of the profession of architect in another Member State of the European Union or of the European Economic Area Agreement.*

Identity of natural persons and companies directors of parent company:

	Architects (natural persons)	Non-architect professionals and/or companies
<b>Managers/Chairwoman/Chairman</b>		
<b>General managers</b>		
<b>Board of directors members</b>		

Supervisory board members		

## 2. Branch office details

### 2.1 - Branch office name if different from the parent company

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 .....

### 2.2 - Branch office address

Residence .....

Street .....

Known as .....

Postcode ..... Town .....

Telephone ..... Mobile ..... Fax .....

Website .....

Email .....

### 2.3 – Branch office representative of parent company

Natural person holding a recognised qualification in architecture in branch office who represents the parent company

Surname	Forename	Degree, diploma or other foreign qualification recognised by the French State that allows practice of the profession of architect
.....	.....	.....
.....	.....	.....
.....	.....	.....

### Registration of branch office on Special Register of the Ordre Register of Architects incurs the following obligations:

❖ Once a year, send to the Conseil Régional, the parent company share capital composition (clause 31-1 of 90-1258 Act)

❖ Before March 31 each year, send to Conseil Régional, an insurance certificate that covers the branch office liability under French regulations

List of standard insurance statements that comply with French requirements can be consulted on website: <http://www.architectes.org/modeles-types-d-attestation-d-assurance-conformes-au-modele-francais>

❖ Inform the Conseil Régional of any changes concerning the share capital distribution of parent company as well as all changes relating to its governing bodies, within 30 days from the date on which the change occurs.

This statement must be sent together with all support documents (notably, modified company statutes) by any means that gives the date of receipt by the CROA (recorded delivery).

❖ Inform the Conseil Régional of all changes of the natural person representative in the branch office, within 30 days from the date on which change occurs

❖ Pay annual registration fee to French Conseil National de l'Ordre des Architectes

❖ Declare planning and development applications in her/his personal space on the website: <https://www.architectes.org/user>

❖ Declare continuing professional development or additional training s/he undertakes in her/his personal space on the website: <https://www.architectes.org/user>

❖ The legal representatives of the parent company and the branch office are advised that non-compliance with these obligations may lead to disciplinary or administrative action to suspend or removal from the Special Register.

Pursuant to clause 27 of 78-17 Act pertaining to data processing, files and individual liberties, the right to access and rectification can be exercised through the Conseil Régional of the Ordre des Architectes where the branch office is registered.

The legal representatives of the parent company and the branch confirm information given in this registration application is correct and authorises the Ordre des Architectes to undertake all necessary checks.

Date

Signature of parent company legal representative

Signature of branch office representative

## DOCUMENTS TO PROVIDE

All applicants for registration on the Register of Branch Offices that submits a document in a foreign language must attach a copy of a translation in French bearing the stamp of an official or sworn translator.

The registration application for the branch office must include the following documents:

**1/ The branch office registration application form** signed by the parent company legal representative and the branch office representative

**2/ A copy of up-to-date statutes of parent company**

**3/ A copy of the certificate of the branch office registration with the Registre du Commerce et des Sociétés** within 30 days of the branch office registration on the Special Register

**4/ A copy of the degree, diploma or other qualification recognised by the French State that allows practice of the profession of architect of all partner natural persons majority of the parent company**

**5/ A copy of the degree, diploma or other qualification recognised by the French State that allows to practice the profession of architect of the natural person who represents the parent company in the branch office**

**6/ For each partner architect of the parent company and the branch office legal representative, a registration certificate with a European registration board** dated less than 3 months that states the professional is entitled to lawful practice of the profession of architect in her/his country of establishment.

**7/ A copy of the written appointment of the branch office representative** signed by a parent company representative.

**8/ A copy of premises occupied certificate** where the branch office is located

**9/ Payment of the registration application fee**

In 2018 the administration fee is 500€ for branch offices of companies composed of several partners and 300€ for branch offices of single-owner companies.

These fees are retained by the Ordre even if the registration application is refused.

**10/ An insurance certificate covering the professional liability of the branch office under French regulations**

List of standard insurance statement models in compliance with French requirements can be consulted on website:

<http://www.architectes.org/modeles-types-d-attestation-d-assurance-conformes-au-modele-francais>

The insurance certificate:

- must be established by a French or European insurance company. List of insurance companies can be consulted on the Autorité de Contrôle Prudentiel et de Résolution website.
- must cover the branch office until 31 December of the current year
- must not be issued by a broker