

Act amending the State Shareholdings and Ownership Steering Act (Act 1315/2016)

By decision of Parliament, the following shall

amend section 1, subsections 1 and 3, section 3, section 4, subsection 1, paragraphs 1, 4 and 5 and section 8, subsection 2 of the State Shareholdings and Ownership Steering Act (1368/2007) as formulated in section 1(1) of Act 1063/2010, and

add a new subsection 5 to section 2 as follows:

Section 1

Scope of application

This Act applies to decision-making relating to shareholdings and state ownership steering in state majority-owned companies, state associated companies and companies directly owned by state development companies, and similar limited companies of unincorporated state enterprises as referred to in the Act on Unincorporated State Enterprises ([1062/2010](#)).

If a company referred to in subsection 1 is the parent company of a group, the Act shall not apply to its subsidiaries, with the exception of companies owned directly by a state development company. Neither does this Act apply to shares that the State owns in housing companies, or in companies whose main purpose is the ownership or control of a certain property or group of properties.

Section 2

Definitions

A state development company refers to a state majority-owned company which establishes, owns, administers and develops other limited companies, and relinquishes or acquires shares in them

Section 3

Parliamentary authorisation for decisions relating to the acquisition or relinquishment of control

If a decision relating to state shareholding concerns ownership or corporate restructuring whose implementation would result in the State ceasing to be a company's sole shareholder or relinquishing its majority shareholding in a company, or the State's proportion of the votes carried

by all of the company's shares falls to one third or lower, the decision can be made only if Parliament has given its authorisation for it. Parliamentary authorisation shall not be required, however, for an arrangement that gives rise to a new company in which the State has voting rights pursuant to an earlier decision by Parliament.

If a decision relating to state shareholding concerns ownership or corporate restructuring whose implementation would result in a company becoming state majority-owned, the decision can be made only if Parliament has given its authorisation for it. Parliamentary authorisation shall not be required, however, if the State does not invest additional assets in a company or if a company becomes state majority-owned in connection with a corporate restructuring or an exchange of shares in which the State receives shares or assets to be invested as a counter-payment for shares it relinquishes. Neither shall parliamentary authorisation be required if the State subscribes for a majority of shares in a company to be founded or acquires a majority shareholding in a company that is small or medium-sized. A company is small if it fulfils the conditions on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Council Directives 78/660/EEC and 83/349/EEC and of Directive 2013/34/EU of the European Parliament and of the Council laid down in Article 3(2), and medium-sized if it fulfils the conditions laid down in Article 3(3) of the said Directive.

Section 4

Scope of competence of the Government

The government plenary session shall handle and decide matters relating to:

1) the relinquishment and acquisition of shares in state majority-owned companies, state associated companies and companies directly owned by state development companies;

4) the State's contribution to a decision by which a company is placed in liquidation

5) the State's share capital investments and other equity investments in state majority-owned companies and state associated companies, and similar investments by state development companies in companies owned or founded by them; and

Section 8

Determination of fair value

The market price in share sales of the shares of a company subject to a regulated market or multilateral trading, as referred to in the Securities Markets Act ([746/2012](#)), shall be formed either in the trading referred to above in this subsection or in a representative auction conducted outside of it.

This Act enters into force on 1 January 2017.