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DECISION OF THE EUROPEAN COMMISSION

**on Former Commissioner Nicolas Schmit's post term of office professional activity as
External Adviser with the EUTOP Europe GmbH**

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THE EUROPEAN COMMISSION,

Having regard to the Treaty on European Union,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to the Treaty establishing the European Atomic Energy Community,

Having regard to the Commission Decision of 31 January 2018 (C(2018) 700 final) on a Code of Conduct for the Members of the European Commission, and in particular Article 11(3) thereof,

Considering that:

Whereas:

- 1) According to the second paragraph of Article 245 of the Treaty on the Functioning of the European Union, the Members of the Commission, when entering upon their duties, shall give a solemn undertaking that, both during and after their term of office, they will respect the obligations arising therefrom and, in particular, their duty to behave with integrity and discretion as regards the acceptance, after they have ceased to hold office, of certain appointments or benefits.
- 2) Article 339 of the Treaty on the Functioning of the European Union provides that the Members of the institutions of the Union shall be required, even after their duties have ceased, not to disclose information of any kind covered by the obligation of professional secrecy, in particular information about undertakings, their business relations or their cost components.
- 3) Article 11 of the Code of Conduct for the Members of the European Commission establishes a specific procedure for the assessment of planned professional activities which the Members or former Members of the Commission intend to take up after they have ceased to hold office. The Commission shall examine the information provided in order to determine whether the nature of the planned activity is compatible with Article 245 of the Treaty on the Functioning of the European Union. If the planned activity is related to the portfolio of the Member or former Member, the Commission shall decide only after having consulted the Independent Ethical Committee unless the planned activity falls within the exceptions foreseen in paragraph 3, second subparagraph, lit. (a) to (f).

- 4) With his letter of 21 July 2025, Former Commissioner Schmit informed the Commission about his intention to accept a position as an external Structural Advisor with EUTOP Europe GmbH.
- 5) According to Former Commissioner Schmit, EUTOP is part of the EUTOP Group, a well-established consultancy firm which has been acting as a structural process partner since 1990, supporting the work of private companies, associations and organisations, the institutions of the European Union and selected EU Member States. The firm operates with a commitment to integrity, transparency and compliance with EU regulations. Former Commissioner Schmit underlined that EUTOP has maintained a strong adherence to ethical practices, this fact making it a distinguished choice for him to accept a new professional activity with this company.
- 6) Former Commissioner Schmit informed that his intended activity will involve offering strategic advice and insights on ongoing legislative processes in the EU, both at EU and member states level, supporting clients in understanding regulations and policy developments and helping to enhance their approach to regulatory compliance in order to adapt their business strategy. Former Commissioner Schmit added that, in this capacity, he will provide advice that aligns with EU standards and ethical considerations. Former Commissioner Schmit nevertheless underlined that, in the context of this activity, he will not engage with topics or business interests related to his former Commission portfolio on ‘jobs and social rights’.
- 7) Former Commissioner Schmit furthermore stated his commitment to maintain the highest standards of integrity by implementing robust compliance measures to uphold all relevant legal and ethical obligations. More precisely, Former Commissioner Schmit acknowledged the importance of abiding by Article 245 of the Treaty on the Functioning of the European Union, which clearly stipulates obligations regarding integrity and confidentiality for former Members of the Commission. The Former Commissioner stated that his activities with EUTOP will not involve any conflicts of interests regarding his previous duties as Member of the Commission, nor will they compromise any confidential information obtained during his mandate.
- 8) Former Commissioner Schmit finally underlined that, as an external Structural Adviser with EUTOP, he remains totally free to refuse any case if a conflict of interest eventually comes up. He stated that his activities will exclude all kinds of contacts with Union Institutions and he also underlined his commitment to ensure that his activities as an advisor uphold the principle of integrity and will be compliant with all applicable laws and codes of conduct.
- 9) According to open sources, Europe GmbH is a governmental affairs consultancy that operates as part of the broader EUTOP Group, a European network with headquarters in Brussels and offices across several EU member states. Established in 1990, the company supports private companies, associations, and organisations in navigating the decision-making processes of the European Union and selected EU Member States.

EUTOP focuses on aligning clients' subject-matter expertise with the procedural aspects of EU decision-making.

- 10) EUTOP Europe's client base includes a range of private sector actors and professional associations. Clients include major multinationals such as Amadeus IT Group, Bayer AG, BMW Group, British American Tobacco, Covestro, DHL Group, and Deutsche Telekom, as well as sectoral associations like the Bundesnotarkammer, Wirtschaftsprüferkammer, and Zentralverband Oberflächentechnik.
- 11) The policy areas covered are diverse and aligned with EU strategic priorities. These include digital and data regulation, climate and environmental policies, deforestation regulations, transport and mobility, agriculture and food safety, customs and trade agreements and financial regulation.
- 12) EUTOP Europe GmbH is governed by a management board composed of senior executives responsible for overseeing client engagement, operations, and strategic direction. At the governance oversight level, EUTOP is supported by an Advisory Board which provides strategic guidance and oversight to the Group's activities.
- 13) The holding structure includes the parent company EUTOP International GmbH, in Munich, under which EUTOP Europe GmbH, EUTOP Brussels SRL, EUTOP Administration GmbH, and other affiliates operate. The organisation employs more than 150 staff and structural advisors, who contribute to its advisory and client service portfolio across Europe.
- 14) EUTOP Europe GmbH is a private consulting and public affairs firm, and as such, its funding comes primarily from the fees paid by its clients. According to the EU Transparency Register, EUTOP does not receive public EU funding. EUTOP Europe GmbH is listed in the EU Transparency Register.
- 15) Former Commissioner Schmit's activity is not specifically related to his Former Commission portfolio and the Former Commissioner ruled out himself engaging with topics or business interests related to his former Commission portfolio on 'jobs and social rights'.
- 16) In addition, the Commission has taken several comparable decisions in the past, which create a solid basis for the decision to be taken with regard to Former Commissioner Schmit's notification ⁽¹⁾.
- 17) The activity does not present any risk of incompatibility either with Former Commissioner Schmit's role as Member of the Commission or with the interests of the institution, provided that Former Commissioner Schmit abides by the relevant provisions of the Treaty on the Functioning of the European Union, notably Article 339, and of the Code of Conduct for the Members of the Commission, namely Article 11(1), in conjunction with Article 5, and Article 11(4) as concerns the protection of

⁽¹⁾ For example Decisions C(2020) 9040 and C(2020) 9043, both of 28.10.2020

confidentiality of sensitive information, the duties of collegiality and discretion with respect to the Commission's decisions and activities during his terms of office, and the prohibition to lobby the Commission and its staff lobbying ⁽²⁾ during a period of two years after his term of office on matters for which he was responsible within his portfolios.

HAS DECIDED AS FOLLOWS:

Sole Article

Former Commissioner Nicolas Schmit's post term of office professional activity as an external Structural Advisor with EUTOP Europe GmbH is compatible with Article 245(2) of the Treaty on the Functioning of the European Union, subject to the respect of the general obligations which apply to the former Members of the Commission and, in particular, subject to the following conditions and restrictions:

- In line with Article 11(1), in conjunction with Article 5, of the Code of Conduct for the Members of the Commission, Former Commissioner Schmit remains bound by the duties of collegiality and discretion with respect to the Commission's decisions and activities during his term of office. This includes notably refraining from disclosing what was said at meetings of the Commission and calling into question decisions taken by the Commission during his mandate as Member of the Commission. In addition, Former Commissioner Schmit must show, in general, a high sense of discretion with regard to the use of information and insights that he obtained in the performance of his duties, be it with regard to the functioning of the Commission or the Commission's relations with other institutions, Member States, third countries or third parties. He should not provide the benefit of any insights of a confidential or sensitive nature in policy, strategy or internal processes that he obtained during his terms of office, to EUTOP Europe GmbH and/or its clients;
- In line with Article 11(4) of the Code of Conduct for the Members of the Commission, Former Commissioner Schmit shall refrain from lobbying the Commission on behalf of EUTOP Europe GmbH and/or its clients on matters for which he was responsible during his mandate, during a period of two years following his term of office. The respect of Article 11(4) of the Code of Conduct also implies that Former

⁽²⁾ The term 'lobbying' means any activity carried out with the objective of influencing the formulation or implementation of policy or legislation, or the decision-making processes of the Commission as set out in Article 3 of Interinstitutional Agreement of 20 May 2021 between the European Parliament, the Council of the European Union and the European Commission on a mandatory transparency register; it includes indirect lobbying on behalf of clients through indirect measures with the same objective of influencing the formulation or implementation of policy or legislation, or the decision-making processes of the Commission such as organising or participating in meetings, conferences, events or consultation or hearings, organising communication campaigns or the preparation of position papers and applies independently of the location; it also covers any activity with a view to obtaining EU funding.

Commissioner Schmit shall not provide any advice to the clients of on how to directly or indirectly lobby the European Commission; This prohibition does not affect a possible participation in public events or general exchanges of, and on, publicly available information with Members of the European Commission or its staff;

- In accordance with Article 339 of the Treaty on the Functioning of the European Union, Former Commissioner Schmit shall refrain from participating in any activity or decision-making procedure within EUTOP Europe GmbH which might involve using information of the kind covered by the obligation of professional secrecy regarding, in particular, undertakings, their business relations or their cost components;
- In accordance with Article 13(2) of the Code of Conduct for the Members of the Commission, Former Commissioner Schmit shall inform the President of the Commission in case of doubt about the compliance with the Code of Conduct for the Members of the Commission, in a timely manner and before acting on the matter relating to which the doubt arises.

Done at Brussels, on 3 September 2025.

The President
Ursula von der Leyen