

Tax & Legal Newsletter July 2025

The fiscal framework applicable to Advance Pricing Agreements (APAs) and the Mutual Agreement Procedure (MAP) has recently been amended, introducing new rules effective as of 27 July 2025.

1. Legislative changes regarding Advance Pricing Agreements (APAs)

Under the new regulations, taxpayers may request that Advance Pricing Agreements be extended to include similar transactions from previous fiscal periods, with retroactive application possible for up to five fiscal years prior to the year in which the application is submitted. Extension of the validity of APAs is subject to approval by the competent tax authority.

If an application for the issuance or extension of an APA is under review by the competent tax authority while a tax audit is being conducted for the fiscal periods and taxes covered by the application, the tax authority can order the suspension of the tax audit while the application is processed.

2. Legislative changes regarding the Mutual Agreement Procedure (MAP)

Significant changes have been made to the Mutual Agreement Procedure with the objective of strengthening the mechanisms for resolving tax disputes.

A key amendment includes expanding the sphere of applicability to enable non-resident taxpayers to initiate an MAP. The National Agency for Fiscal Administration (ANAF) has also been explicitly designated as the authority responsible for reviewing MAP requests and coordinating consultations with the counterpart state.

An affected party may refer their case to the competent authority of either contracting states if the measures taken have resulted or will result in taxation that is not in accordance with the double taxation treaty.

Moreover, if the convention or agreement does not allow for the submission of request to the competent authority of either state and ANAF turns down a request as inadmissible (on the grounds of missing documents / information or late submission), then the Romanian authorities will notify the competent authority of the other state or initiate bilateral consultations.

The amended legislation also stipulates that the deadline for submitting an MAP request by the affected party is three years from the moment of receipt of the tax administrative act or related notification. If the deadline stipulated in the convention or double taxation agreement is shorter than this, it will automatically be extended to three years.

Another important change establishes that where the taxpayer has other administrative proceedings underway concerning the administrative acts that triggered initiation of the procedure, the outcome of the MAP will become enforceable only after the taxpayer formally withdraws from those other proceedings. Furthermore, the

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resolution decision issued under an MAP may amend or annul the administrative acts that initially triggered the procedure.

If the resolution deadline expires without an agreement being reached, the affected party may request the initiation of arbitration proceedings, subject to the agreement of the other contracting state. The arbitration decision will be implemented by the ANAF through an official decision, without requiring the consent of the affected party.

Source: Ordinance no. 11 of 24 July 2025 amending and supplementing Law no. 207/2015 (The Tax Procedure Code)

3. Access to the Register of Beneficial Owners made conditional on proof of legitimate interest – draft order under public debate

This month, the Ministry of Justice launched a public debate on a draft order amending and supplementing Order no. 7323/C/2020 approving the procedure for online registration and for approving the fees for accessing the Register of Beneficial Owners kept by the National Trade Register Office.

According to the draft order, access to data on beneficial owners would only be granted to natural or legal persons able to demonstrate a legitimate interest in preventing and combating money laundering and terrorist financing. This condition would need to be met for each request for information, and failure to do so would result in access being denied. Exceptions would be made in cases where the information is requested directly by the entity concerned or by the beneficial owner.

The proposed introduction of this condition was made in the context of alignment with recent developments in European and national legislation and in light of the case law of the Court of Justice of the European Union, which considered that unrestricted public access to such data may constitute disproportionate interference with the right to privacy and the protection of personal data.

Should these amendments be adopted, the way third parties are able to access information on beneficial owners will change substantially.

Source: Draft Order amending and supplementing Order no. 7323/C/2020 approving the procedure for online registration and for approving the fees for accessing the Register of Beneficial Owners kept by the National Trade Register Office.

4. Updates on the regulation of the single industrial licence

On 16 July 2025, the Instructions approving the procedures by which the competent authorities issue the agreements required to obtain the single industrial licence were published, marking a step forward in the implementation of this system.

The Instructions detail how the competent authorities must develop and submit for approval the procedures for issuing the administrative agreements (licences, authorisations, approvals, etc.) required when carrying out the

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industrial activities regulated by Emergency Ordinance no. 140/2022 (the extractive industry, manufacturing industry, the production and supply of electricity and heat, gas, hot water and air conditioning).

The document details both the mandatory documentary requirements and the conditions that must be met by the applicant, whether a natural or legal person.

The new regulations aim to facilitate the sending of documentation through the Single Electronic Contact Point for Industrial Licensing (PCUEL) platform, reduce the volume of documents required by making use of electronic registers, identify situations in which the tacit approval mechanism can be applied and extend the validity of administrative agreements commensurate with the degree of risk associated with the activity.

The competent authorities will need to submit their procedures for approval within 30 days of the publication of the Instructions and also have the additional obligation to ensure interconnection with the PCUEL platform for the integrated management of the licensing system.

The Industrial Licensing Office will have a maximum of 30 days to assess the procedures submitted for approval, subsequently issuing either a favourable opinion, a favourable opinion with observations or a negative opinion, depending on the degree of compliance with the principles set out.

It should be noted that once this system is operational, it will be possible to submit all applications for industrial licences, renewals and modifications online via the PCUEL platform. Instead of requesting separate approvals from different institutions (the National Agency for Environmental Protection, Public Health Directorate, Emergency Situations Inspectorate, etc.), the applicant will apply for a single licence including all of the necessary approvals, depending on the type of industrial activity in question, with the authorities working together on the basis of the single application submitted via the PCUEL platform.

For low or medium-risk activities, and with the exception of cases where the law expressly states that the principle of tacit approval does not apply, if the competent authorities do not respond within the legal deadline, the approval shall be deemed to have been granted tacitly.

Source: Order no. 178/2025 approving the Instructions on the approval of the procedures by which the competent authorities issue the agreements required to obtain the single industrial licence; Emergency Ordinance no. 140/2022 on the single industrial license

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