

LAW OF THE REPUBLIC OF TAJIKISTAN
"ON STATE REGISTRATION OF LEGAL ENTITY»

Article 1. Relations regulated by the present Law.

The present Law regulates the relations appeared during the registration of legal entity, reorganization and liquidation, changes and amendments in basic documents , introduction of single state register of legal entities as well as recording of registration of representative offices and branches of the legal entities.

Article 2. Legislation on state registration of legal entities.

Legislation on state registration of legal entity based on Constitution of the Republic of Tajikistan and comprises the present Law, other laws as well as international legal acts admitted by the Republic of Tajikistan.

Article 3. Basic terms

State registration of legal entity – actions of an authorized state agency on

founders (participants) in the order determined by the present Law are subjected to

- to issue certificates on state registration of legal entities located on the territory of Oblast except legal entities indicated in paragraph 2 of article 7 of the present Law;

-to implement state register of legal entities on corresponding territory;

- to provide the data on state registration of legal entities to the Ministry of Justice every month;

- to maintain recording registration of representative offices and branches of legal entities;

- to provide data to state statistics and tax agencies regarding location, creation, reorganization and liquidation of a legal entity;

- to implement other authorities provided by the present Law.

Article 9. The order of State registration of a legal entity

An application with the following documents is submitted to a corresponding registering body for state registration of created legal entity:

- constituent documents of a legal entity provided by Article 53 of the Civil Code of the Republic of Tajikistan;

- decision of constitutor on creation of legal entity. If constitutors of a legal entity are more than one, the decision is made at a general meeting of constitutors and the minute of General Meeting of constitutors is submitted to a registering body.

The Minute is to include the following issues:

) decision on creation;

) decision on approving of constituent documents;

) decision on appointment of a Head of an Executive Body of a legal entity;

- extract from a single register on state registration if the constitutor (constitutors) is another legal entity;

- data on physical person if the constitutor(s) is a physical person;

- documents conforming legal address and location provided by an authorized state agency;

- document on establishment of assessed fund in cases provided by the Legislation of the Republic of Tajikistan;

- receipt or the copy of payment order of state duty.

Application and documents indicated in extracts of parts 1 and 2 of the present Article are signed by a constitutor (s) or his authorized person if he is a physical person, in case a constitutor (s) is a legal entity the documents are signed by the chief and stamped. Mentioned documents are submitted in two copies, one of which after passing state registration is certified by corresponding agency and issued to a declarant together with a certificate on state registration.

Constitutor(s) should apply to a registering body for state registration of legal entity within the month from the moment of constituent documents' adoption.

State registration of the legal entity is implemented by a registering body within 10 days from the moment of submission of indicated in the present Article documents in case other term is not indicated by the Legislation of the Republic of Tajikistan.

Article 12. State duty

State duty for state registration of legal entities and recording of registration of their representative offices and branches is levied in the order determined by the Legislation of the Republic of Tajikistan.

Article 13. Refusal to state register of the legal entity

The purposes of refusal to state register of the legal entity and recording of registration of its representative offices and branches can be the following:

- non observance of the requirements of the Legislation on the order of legal entities creation;
- non compliance of submitted documents with Legislation of the Republic of Tajikistan;
- in case another legal entity with the same name is registered on the territory of Republic of Tajikistan.

The reasons of refusal to state register of the legal entity are indicated in the conclusion of the legal verification.

Refusal to state register of the legal entity due to unreasonableness of its creation is prohibited.

Refusal in state registration as well as evasion from state registration can be appealed in the court.

Article 14. Single state register for legal entities

Single state register of the legal entities located on the territory of the Republic of Tajikistan is issued by the Ministry of Justice of the Republic of Tajikistan.

Single state register of the legal entities includes:

- the name of the legal entity as well as data of its representative offices and branches;
- legal address and location of the legal entity, its representative offices and branches;
- organizational legal form of the legal entity;
- data on assessed fund;
- data on a constitutor (s) of the legal entity;
- number and the date of a certificate on state registration of the legal entity;
- data on licensing of a type of activity of a legal entity;
- data on re registration of the legal entity;
- annual data on activity of a legal entity;

with indication of a status of an appropriate assignee due to liabilities of reorganized legal entity are submitted to a registering body.

Changes and amendments in constituent documents of a legal entity subject to state registration in the order and within the terms as state registration of a legal entity and become effective from the moment of registration.

Article 17. Issue of a duplicate of a certificate on state registration of a legal entity and a certificate on re registration of a legal entity.

In case a legal entity loses or upon its application, a registering body within 10 days issues a duplicate of a certificate on state registration of a legal entity and a certificate on re registration of a legal entity.

Article 18. State registration of legal entity liquidation

A constitutor (participant) of a legal entity or a body making the decision on liquidation of a legal entity is obliged to inform a registering body on its decision.

A registering body received a decision on liquidation of a legal entity vivificates the observance of rules of liquidation and due to results of the verification put data on status of a legal entity into a single state register.

The owner of a property of a legal entity or an authorized body who has made a decision on liquidation of a legal entity should submit in the relevant registering body the following documents:

- an application;
- copy of a decision on liquidation of a legal entity;
- originals of constituent documents on state registration, a certificate on registration or registration of a legal entity;
- act on liquidation of a legal entity approved by the owner or an authorized body.

Registering body within the period of ten days from the moment of liquidation termination:

- verifies the observance of the order of liquidation;
- puts data on liquidation of a legal entity into a single state register;
- informs statistics and tax bodies whereabouts the legal entity locates on liquidation of a legal entity;
- issues an extract from a single state register.

Legal entity is considered liquidated from the moment of making changes of corresponding data into single state register of legal entities.

Article 19. Responsibility of violation of Law

Persons violated the provisions of the present Law bear responsibility according to the Legislation of Republic of Tajikistan.

Article 20. n admission of the Law of the Republic of Tajikistan be invalid "On state registration of entities in the Republic of Tajikistan "

Admit the Law of the Republic of Tajikistan "On state registration of entities in the Republic of Tajikistan" invalid (Registers of Supreme Soviet of Tajik SSR, 1991,

#5, Article 39; khbory Majlici Oli Chumkhuri Tojikiston, 1997, #23-24, Article 333, Chapter V).

Article 21. On the Law coming into force

The present Law is put into force after its official publication.

President of the Republic of Tajikistan

I.Rakhmonov

Dushanbe, April 22, 2003, #5