

FEDERAL LAW NO. 129-FZ OF AUGUST 8, 2001 ON THE STATE REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL BUSINESSMEN (with the Amendments and Additions of June 23, December 8, 23, 2003, November 2, 2004, July 2, 2005, February 5, July 19, December 1, 2007)

Adopted by the State Duma on July 13, 2001

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Chapter I. General Provisions

Article 1. The Relationships Regulated by the Present Federal Law

The present Federal Law shall regulate relations arising in connection with the state registration of legal entities during their establishment, reorganisation or liquidation, upon the introduction of amendments to their constituent documents, in connection with the state registration of natural persons as individual businessmen and with the state registration of the termination of the activity of natural persons as individual businessmen, and also in connection with the keeping of state registers of the single state register of legal entities and the single state register of individual businessmen.

The state registration of legal entities and individual businessmen (hereinafter referred to as state registration) are acts by the authorised federal executive body, which are realised by means of entering in state registers information about the creation, reorganisation or liquidation of legal entities, of acquiring by natural persons the status of an individual entrepreneur, of terminating by natural persons activity as individual businessmen, other information about legal entities and about individual entrepreneurs in keeping with the present Federal Law.

The legislation of the Russian Federation on state registration is composed of the Civil Code of the Russian Federation, the present Federal Law and other regulatory legal acts of the Russian Federation enacted pursuant thereto.

Article 2. The Body Responsible for State Registration

State registration shall be performed by a federal executive body (hereinafter referred to as "the registration body") empowered in the manner established by the Constitution of the Russian Federation and the Federal Constitutional Law on the Government of the Russian Federation.

Article 3. The State Duty for State Registration

In keeping with taxes and fees legislation a state duty shall be charged for state registration.

Chapter II. State Register

Article 4. The Principles of Keeping the State Registers

1. A state registers shall be kept in the Russian Federation, comprising, accordingly, information on the formation, re-organisation and liquidation of legal entities, the acquisition by natural persons of the status of an individual businessman, the termination by natural persons of activity as individual entrepreneurs, other information about legal entities and individual entrepreneurs and relevant documents.

The comprehensive nature and comparability of the said information shall be ensured on the account of observance of the uniformity of the principles, methods and forms of keeping of the state registers.

State registers shall be federal information resources.

The state registers shall be kept on paper and electronic media. If a discrepancy occurs between records on the paper and electronic media the paper media record shall have priority, except as another state registers keeping procedure is in effect.

The keeping of the state registers on electronic media shall be carried out in compliance with the uniform organisational, methodological and software/hardware principles that ensure compatibility and interaction between the state register and other federal information systems and networks.

2. The state registers shall be kept by the registration body in the manner established by the Government of the Russian Federation.

Article 5. The Content of the State Registers

1. The single state register of legal entities shall contain the following information and documents on a legal entity:

a) for commercial organisations: full and brief (if any) name, in particular, company name in the Russian language. If in a legal entity's constituent documents its name is written in one of the languages

of the peoples of the Russian Federation and/or in a foreign language, its name in these languages shall be also indicated in the single state register of legal entities;

b) organisational legal form;

c) the address (location) of the permanent executive body of the legal entity (if there is no such body, of another body or person authorised to act in the name of the legal entity without powers of attorney) at which one can contact the legal entity;

d) the way the legal entity has been formed (formation or reorganisation);

e) information on the founders (participants) of the legal entity, in respect to joint-stock companies also information about the holders of registers of their shareholders;

f) the originals or the notarially certified copies of constituent documents of the legal entity;

g) for legal entities formed as a result of the re-organisation of other legal entities, for legal entities whose constituent documents are amended in connection with re-organisation and for legal entities which have terminated their activities as the result of re-organisation: information on legal succession;

h) the date of registration of amendments to the constituent documents of the legal entity or in the cases stipulated under law, the date when the registration body has received a notice of amendments to constituent documents;

i) the method whereby the legal entity's activities have been terminated (by way of re-organisation, liquidation or by way of exclusion from the Comprehensive State Register of Legal Entities by decision of the registration body, in connection with the sale or contribution of the property complex of a unitary enterprise or the property of an institution to the authorized capital of a joint-stock company, in connection with the transfer of the property complex of a unitary enterprise or the property of an institution under the ownership of a state corporation as a property contribution of the Russian Federation in the cases provided for by the legislation of the Russian Federation);

i.1) information to the effect that a legal entity is in the process of liquidation;

j) the amount of authorised capital (aggregate capital, authorised fund, share contributions etc.) specified in the constituent documents of the commercial organisation;

k) the full name of the person entitled to act in the name of the legal entity without powers of attorney and also the details of the person's passport or other personal identity document effective under Russian law and taxpayer identification number if any;

l) information on the licences that have been obtained by the legal entity.

m) the data on branches and representative offices of the legal entity;

n) the identification number of the taxpayer, reason - for registration code and date of being put onto the records in the tax body of the legal entity;

o) the codes according to the All-Russia Classifier of the types of economic activity;

p) the number and date of the registration of a legal entity as insurant:

in the territorial body of the Pension Fund of the Russian Federation;

in the executive body of the Social Insurance Fund of the Russian Federation;

in the territorial Fund of the Obligatory Medical Insurance;

q) data on the legal entity's bank accounts.

2. The single State register of individual businessmen shall contain the following information about the individual businessman:

(a) surname, first name and patronymic (if any) in Russian (for foreign nationals and stateless persons such information shall be indicated in addition with the aid of Latin letters of the alphabet on the basis of data contained in the identity card in keeping with the legislation of the Russian Federation);

(b) sex;

(c) date and place of birth;

(d) citizenship (in the absence of citizenship for an individual businessman it is necessary to indicate: "a stateless person");

(e) place of residence in the Russian Federation (it is necessary to give the address: the name of a subject of the Russian Federation, the district, the town or another populated centre, the street, number of the house or apartment where the individual businessman has been registered in the procedure established by the legislation of the Russian Federation (hereinafter referred to as the address of the place of residence);

(f) the data of the main identity paper of a citizen of the Russian Federation on the territory of Russia (hereinafter referred to as the main identity paper) (if the individual businessman is a citizen of the Russian Federation);

(g) the kind and the data of the document stipulated by the federal law or recognised by the international agreement of the Russian Federation as a document identifying the stateless person (if the individual businessman is a stateless person);

(h) the kind and the data of the document provided for by the federal law or recognised under the international agreement of the Russian Federation as a document identifying the stateless person (if the individual businessman is a stateless person);

(i) the kind, the data and the validity term of the document that confirms the right of an individual businessman to reside on a temporary or permanent basis in the Russian Federation (if the individual businessman is a foreign national or a stateless person);

(j) the date of the state registration of a natural person as an individual businessman and the data of the document confirming the fact of entering the record of said state registration in the single state register of individual businessmen;

(k) the date and method of ceasing by a natural person his activity as an individual businessman (as per his application or in connection with his death, or in connection with the delivery of the court's judgement on the enforced recognition of an individual businessman as insolvent (bankrupt) or on the cessation of his activity as an individual entrepreneur, or in connection with the entry into force of the court's judgement that imposed a penalty in the form of the deprivation of the right to engage in private business for a definite period, or in connection with the nullification of the document that confirms the right to reside provisionally or permanently in the Russian Federation, or in connection with the end of the validity term of said document);

(l) information about the licenses received by the individual businessman.

m) the identification number of the taxpayer, date of the registration of the individual entrepreneur with the tax body;

n) the codes according to the All-Russia Classifier of the types of economic activity;

o) the number and date of the registration of an individual entrepreneur as insurant:

with the territorial body of the Pension fund of the Russian Federation;

with the executive body of the Social Insurance Fund of the Russian Federation;

with the territorial Fund of Obligatory Medical Insurance;

p) data on the individual entrepreneur's bank accounts.

3. In the event of a change in the information contained in state registers the data introduced earlier shall be preserved. The procedure and the period of the storage by the registering body of the documents contained in state registers, and also the order of their transfer for permanent storage in government archives shall be determined by the Government of the Russian Federation.

4. Entries shall be made in state registers on the basis of the documents submitted during state registration. Each entry shall be awarded a state registration number and for each entry it is necessary to indicate the date of its entry in the corresponding state register. If the data of state registers indicated in Items 1 and 2 of the present Article are inconsistent with the data contained in the documents submitted during state registration, the information indicated in Items 1 and 2 of the present Article shall be deemed to be reliable until the time of entering appropriate changes in it.

The information specified in Subitem (l) Item 1 and in Subitem (m) of Item 2 of the present article shall be provided by licensors within five business days after the date of a relevant decision.

The information indicated in Subitem p) of Item 1 and Subitem o) of Item 2 of the present Article shall be submitted to the registering body by bodies of the State Extra-Budgetary Funds in accordance with the procedure established by the Government of the Russian Federation within five days after the moment of the registration of legal entities and individual businessmen as insurants.

The information mentioned in Subitem q) of Item 1 and Subitem n) of Item 2 of the present Article shall be submitted to the registering body by banks in accordance with the procedure established by the Government of the Russian Federation within five days from the day of opening the current (settlement) accounts of a legal entity or an individual entrepreneur.

5. Within three days from the time of changing data in Item 1 of the present Article of information, except for the information, mentioned in Subitems l), n) - q), the legal entity and within three days from the time of changing the data indicated in Item 2 of the present Article of information, except for the information, mentioned in Subitems l) -p), the individual businessman, shall be obliged to inform the registering body about this at the place of his location and residence accordingly. If the change in the data indicated in Item 1 of the present Article in connection with the introduction of changes to constituent documents, changes shall be introduced in the single state register of legal entities in the procedure provided for by Chapter VI of the present Federal Law.;

6. The registration file of a legal entity or individual businessman whose state registration information details have been entered in the corresponding state register shall contain all the documents filed with the registration body under the present Federal Law.

The registration files of legal entities and individual businessman shall be deemed a part of the single state register of legal entities and the single state register of individual businessmen.

Article 6. The Submission of Information and Documents Contained in State Registers

1. Information and documents contained in state registers shall be open and accessible to the public, with the exception of information, the access to which is limited in accordance with the second paragraph of the present Item.

Information about the number, date of issue and about the body which has issued the document, certifying the identity of natural persons, information about bank accounts of legal entities and individual businessmen may be submitted solely to the organs of state power and the organs of state extra-budgetary funds in cases and in the procedure established by the Government of the Russian Federation. This limitation shall not be applied in cases when the copies of constituent documents containing said information are submitted, and also when the information about the place of residence of individual businessmen are presented.

2. Information and documents on the specific legal entities or the individual businessman which are contained in state registers shall be presented in the form of:

an extract from the corresponding register;

a copy of the document(s) contained in the corresponding state register;

a reference on the absence of requested information.

The form and the procedure of the presentation of information and documents contained in state registers shall be introduced by the Government of the Russian Federation.

3. The term for the presentation of information and documents contained in state registers shall be fixed by the Government of the Russian Federation but may not exceed five days from the day of the receipt by the registering body of the corresponding inquiry.

4. It shall not be allowed to refuse to present information and documents contained in state registers, except for information the access to which is limited in keeping with the second paragraph of Item 1 in the present Article.

5. Information about the place of residence of a specific individual businessman, contained in the single state register of individual businessmen, may be presented by the registering body only on the basis of an inquiry made directly to the registering body by the natural person who produced his identity card in keeping with the legislation of the Russian Federation.

At the request of an individual businessman the registering body shall be obliged to grant to him information about the persons who received information about his place of residence in accordance with the first paragraph of the present point.

6. At the request made directly to the registering body by any natural person who produced his identity card in keeping with the legislation of the Russian Federation, the registering body shall have the right to compare information contained in state registers about the personal data of a specific natural person with information set forth in the said request. In this case the registering body shall present a reference on the conformity or non-conformity of information set out in the request with information contained in state registers.

7. The forms, order and time of the submission of information and the reference indicated in Items 5 and 6 of the present Article shall be instituted by the Government of the Russian Federation. The term for their submission may not exceed five days from the day of the presentation of the corresponding request to the registering body.

Article 7. The Condition for the Presentation of Information and Documents Contained in State Registers

1. Information and documents, and also the reference provided for by Item 6 of Article 6 of the present Federal Law, which are contained in state registers shall be presented for a fee, unless otherwise is stipulated by federal laws.

The amount of the fee for the presentation of information and documents contained in state registers, and also for the presentation of the reference concerned, which is stipulated by Item 6 of Article 6 of the Present Federal Law, shall be determined by the Government of the Russian Federation.

2. In cases and in the procedure established by federal laws and the normative acts of the Government of the Russian Federation the registering body shall present for free information and documents contained in state registers to the organs of state power, including law-enforcement bodies and courts of law in proceedings in cases, to the local self-government bodies and to the organs of state extra-budgetary funds, and also to persons defined by federal laws.

3. The funds received in the form of a fee for the presentation of information and documents contained in state registers, and also of the reference provided for by Item 6 of Article 6 of the present Federal Law, shall be used solely for the purpose of creating, supporting and developing the system of state registration, including for the purpose of keeping state registers.

Chapter III. Procedure for State Registration

Article 8. The Term and Place of State Registration

1. State registration shall be effected within five business days after the date when documents are filed with the registration body.

2. The state registration of a legal entity shall be effected at the location of the permanent executive body specified by the founders in their state registration application, or if there is no such

executive body, at the location of another body or person entitled to act in the name of the legal entity with no powers of attorney.

3. The state registration of an individual businessman shall be carried out for his residential address.

Article 9. Procedure for Filing Documents for State Registration Purposes

1. Documents shall be filed with the registration body to do so directly or shall be declared priority mail complete with a list of enclosure. The Government of the Russian Federation may also envisage other means of presenting the documents to the registration body.

The standards governing the way the documents to be filed with the registration body must be drawn up shall be established by the Government of the Russian Federation.

The application presented to the registering body shall be certified with the signature of the authorised person (hereinafter referred to as the applicant), whose authenticity shall be notarised. The applicant shall indicate his passport data or, in keeping with the legislation of the Russian Federation, the data of his identity card and the identification number of the taxpayer (if any).

The following natural persons may act as applicants during the state registration of a legal entity:
the head of a permanent executive body of the legal entity in registration or another person entitled to act in the name of the legal entity with no powers of attorney;
a founder (founders) of the legal entity at the formation thereof;
the head of a legal entity acting as a founder of the legal entity in registration;
the permanent trustee or the head of liquidation commission (liquidator) at the liquidation of the legal entity;

another person acting under powers stipulated by a federal law or an act of a state body specifically authorised to do so or an act of a local government body.

During the state registration of an individual businessman the part of the applicant may be played by the natural person who applies for state registration or who has been registered as an individual businessman.

2. The date of filing of the documents at state registration shall be deemed the date when they are received by the registration body.

3. A receipt note shall be issued to the applicant to confirm that the documents have been received from him as including a list of documents and the date of their receipt by the registration body in case if documents are submitted to the registering body by the applicant directly. The note shall be issued on the day the documents are received by the registration body.

In any case, including when the registration body receives documents sent by delivery notice mail a receipt note shall be sent on the business day following the date of receipt of the documents by the registration body, at the postal address indicated by the applicant.

The registration body shall ensure the recording and storing of all documents filed for state registration purposes.

4. The registration body is prohibited from demanding the provision of other documents except for those specified herein.

5. Documents filed for state registration purposes shall be attested by a notary public only in the cases stipulated by federal laws.

Article 10. The Peculiarities of Registration of Specific Types of Legal Entities

A special registration procedure may be established by federal laws for specific types of legal entities.

Article 11. Decision to Grant State Registration

1. A decision to grant state registration made by the registration body shall be deemed grounds for making a relevant entry in the corresponding state register.

2. The state registration time shall be deemed the time when the registration body makes a relevant entry in the corresponding state register.

3. The registration body shall within one business day after the time of state registration issue (forward) a document to the applicant confirming the fact that the entry has been made in the corresponding state register. The format and content of the document shall be established by the Government of the Russian Federation.

3.1. The registering body shall, within a time term of no longer than five working days as from the moment of the state registration, submit in accordance with the procedure, established by the Government of the Russian Federation, the information contained, respectively, in the Single State Register of Legal Entities, the Single State Register of Individual Businessmen to the State Extra-Budgetary Funds for registration and deregistration of legal entities and individual businessmen as insurers.

4. The registration body shall within five business days after the time of state registration provide information on the registration to the state bodies designated by the Government of the Russian Federation. The composition of the information forwarded to the said state bodies and also the procedure and term for the provision of information to a relevant legal entity or to the individual businessman about its record data shall be established by the Government of the Russian Federation.

Chapter IV. The State Registration of Legal Entities at the Formation Thereof

Article 12. Documents Filed at the State Registration of a Legal Entity at Its Formation

The following shall be filed with the registration body for the purposes of state registration of a newly formed legal entity:

a) a state registration application signed by the applicant and drawn up according to the format approved by the Government of the Russian Federation. The application shall confirm that the constituent documents filed comply with the standards set by Russian law as applicable to the constituent documents of a legal entity of a given organisational legal form, that the information contained in these constituent documents, the other documents filed for state registration purposes and in the state registration application are trustworthy, that when the legal entity was being formed the procedure for instituting a body of this organisational legal form was complied with, in particular, authorised capital (authorised fund, aggregate capital, share contributions) payment procedure as of the time of state registration and that matters concerning the formation of the legal entity have been approved, where required under law, with the relevant state bodies and/or local government bodies;

b) the decision whereby the legal entity has been formed, in the form of minutes, agreement or other document in compliance with Russian law;

c) the constituent documents of the legal entity (originals or copies certified by a notary);

d) an extract from the register of foreign legal entities of a relevant country of origin or another equally effective proof of the legal status of a foreign legal entity being a founder;

e) a document confirming that state duty has been paid.

Article 13. Procedure for the State Registration of Legal Entities at the Formation Thereof

1. The state registration of legal entities at their formation shall be effected by registration bodies at the location of their permanent executive bodies, or if there is no such body, at the location of another body or person entitled to act in the name of the legal entity with no powers of attorney.

2. Documents shall be filed for the state registration of legal entities at the time of their creation purposes in compliance with the procedure set out in Article 9 of the present Federal Law.

3. State registration of legal entities at the time of their creation shall be completed within the terms specified in Article 8 of the present Federal Law.

Chapter V. The State Registration of Legal Entities Formed by Means of Re-Organisation

Article 14. Documents Filed at the Registration of a Legal Entity Formed by Means of Re-Organisation

1. The following documents shall be filed with the registration body for the purposes of state registration of a legal entity formed by means of re-organisation (transformation, merger, partition, devolution):

a) an application signed by the applicant for state registration of each of the newly emerging legal entities formed by means of reorganisation in the format approved by the Government of the Russian Federation. The application shall confirm that the constituent documents of the legal entities formed by means of re-organisation comply with the standards established by Russian law as applicable to the constituent documents of a legal entity of a given organisational legal form, that the information contained in these constituent documents and in the state registration application are trustworthy, that the transfer certificate or partition balance sheet contain a succession clause relating to all the liabilities of the newly formed legal entity in respect of all its creditors and that all the creditors of the legal entity in re-organisation have been notified in writing of the reorganisation and that in the cases specified by law matters concerning the re-organisation of the legal entity have been approved by the relevant state bodies and/or local government bodies;

b) the constituent documents of each of the newly formed legal entities created by means of re-organisation (originals or copies certified by a notary);

c) the decision whereby the legal entity is being re-organised;

d) the contract on merger in the cases envisaged by the federal laws;

e) the transfer certificate or partition balance sheet;

f) a document confirming that state duty has been paid;

g) a document confirming the submission to the territorial body of the Pension Fund of the Russian Federation of information in accordance with Subitems 1 - 8 of Item 2 of Article 6 and Item 2 of Article 11 of Federal Law No. 27-FZ of April 1, 1996 on Individual (Personified) Registration in the System of Obligatory Pension Insurance (hereinafter, the Federal Law on Individual (Personified) Registration in the System of Obligatory Pension Insurance).

2. If the constituent documents of a legal entity formed by means of re-organisation are amended, the state registration of such amendments shall be effected in compliance with the rules laid down in Chapter VI of the present Federal Law.

Article 15. Procedure for the State Registration of a Legal Entity Formed by Means of Re-Organisation

1. The state registration of legal entities formed by means of reorganisation shall be effected by registration bodies at the location of the legal entities in re-organisation.

If the location of the legal entities formed by means of reorganisation differs from the location of the legal entity being reorganised, the procedure for interaction between registration bodies shall be established by the Government of the Russian Federation.

2. If the re-organisation causes termination of the activities of one or several legal entities, the registration body shall make an entry in the single state register of legal entities that the activity of such legal entities has been terminated, upon the receipt of information from a relevant registration body about the registration of the newly formed legal entities, except for the cases specified in Item 5 Article 16 of the present Federal Law.

3. The documents of legal entities formed by means of reorganisation shall be filed in the manner stipulated in Article 9 of the present Federal Law.

4. The state registration of legal entities formed by means of reorganisation shall be completed within the terms stipulated by Article 8 of the present Federal Law.

Article 16. The Completion of State Registration of a Legal Entity Formed by Means of Re-Organisation

1. The re-organisation of a legal entity in the form of transformation shall be deemed completed as of the time of state registration of the newly formed legal entity and the transformed legal entity shall be deemed to have terminated its activities.

2. The re-organisation of legal entities in the form of merger shall be deemed completed as of the time of state registration of the newly emerging legal entity and the legal entities re-organised in the form of merger shall be deemed to have terminated their activities.

3. The re-organisation of a legal entity in the form of partition shall be deemed completed as of the time of state registration of the last of the newly formed legal entities and the legal entity reorganised in the form of partition shall be deemed to have terminated its activities.

4. The re-organisation of a legal entity in the form of devolution shall be deemed completed as of the time of state registration of the last of the newly emerging legal entities.

5. The re-organisation of a legal entity in the form of affiliation shall be deemed completed as of the time of making an entry in the the single state register of legal entities about the termination of the activities of the last of the legal entities affiliated.

Chapter VI. The State Registration of Amendments to the Constituent Documents of a Legal Entity and the Introduction of Amendments to the Single State Register of Legal Entities Entries Concerning a Legal Entity

Article 17. Documents Filed for the Purposes of State Registration of Amendments to the Constituent Documents of a Legal Entity and for the Purposes of Amending a Legal Entity's Details Contained in the in the Single State Register of Legal Entities

1. The following shall be filed with the registration body for the purposes of state registration of amendments to the constituent documents of a legal entity:

a) a state registration application signed by the applicant and drawn up in the format approved by the Government of the Russian Federation. The application shall confirm that the amendments to the constituent documents of the legal entity comply with the standards set by Russian law, that the information contained in these constituent documents and in the application are trustworthy and that the procedure for amending legal entities' constituent documents established by a federal law is complied with;

b) the decision whereby the amendments are introduced in the constituent documents of the legal entity;

c) the amendments to the constituent documents of the legal entity;

d) a document confirming that state duty has been paid.

2. The following shall be filed with the registration body for the purposes of amending the single state register of legal entities in terms of legal entity details without connection to an amendment to the constituent documents of a legal entity: a state register amendment application signed by the applicant

and drawn up in the format approved by the Government of the Russian Federation. The application shall confirm that the amendments being introduced comply with the standards set by Russian law and that the information contained in the application is trustworthy.

3. In case of the reorganization of the legal entity in the form of affiliation to it of other legal entity to the registering body at the place of location of the legal entity, to which affiliation is performed, shall be submitted an application for making entry on the termination of activities of the affiliated legal entity according to the form, endorsed by the Government of the Russian Federation, the decision on the reorganisation of the legal entity, the contract on affiliation and the transfer deed.

Article 18. Procedure for Effecting State Registration of Amendments to the Constituent Documents of a Legal Entity and for Amending Legal Entity Details Contained in the Single State Register of Legal Entities

1. The state registration of amendments to the constituent documents of a legal entity and/or the introduction of amendments to the single state register of legal entities in terms of information on a legal entity without connection to amendments to the constituent documents of the legal entity shall be carried out by the registration body at the location of the legal entity.

2. Documents shall be filed for the purposes of registering amendments to the constituent documents of a legal entity and/or amending the single state register of legal entities in terms of legal entity details without connection to an amendment to the constituent documents of a legal entity, in the manner stipulated by Article 9 of the present Federal Law.

3. The state registration of amendments to the constituent documents of a legal entity and/or the introduction of amendments to the single state register of legal entities in terms of legal entity details without connection to an amendment to the constituent documents of a legal entity shall be completed within the terms set by Article 8 of the present Federal Law.

4. If the details of a legal entity are amended due to the legal entity's relocation, the registration body shall make a relevant entry in the single state register of legal entities and shall dispatch the registration file to the registration body at the new place of location of the legal entity.

5. In the case of state registration of a new version of constituent documents and/or introduction of an amendment to the single state register of legal entities concerning details of a legal entity without connection with amendments to the constituent documents of the legal entity, a relevant entry shall be made in the state register.

Article 19. Notice of Amendment of the Constituent Documents of a Legal Entity

1. In the cases stipulated by federal laws the legal entity shall file with the registration body at the entity's location a notice of amendment of its constituent documents signed by the applicant, the decision to amend its constituent documents and the amendments proper.

2. In cases when amendments are introduced to the constituent documents of a legal entity, the registration body shall within five days after the receipt of the said notice make a relevant entry in the single state register of legal entities and notify the legal entity accordingly.

3. In the cases stipulated by federal laws the amendments introduced in constituent documents begin to have effect for third persons as of the time of a registration body's notice of such amendments.

Chapter VII. The State Registration of a Legal Entity in Connection with the Liquidation or Exclusion Thereof from Comprehensive State Register of Legal Entities by Decision of the Registration Body and in Connection with the Sale or Contribution of the Property Complex of a Unitary Enterprise or the Property of an Institution to the Authorised Capital of a Joint-Stock Company

Article 20. Notice of Liquidation of a Legal Entity

1. The founders (stake-holders) of a legal entity or the body that has made a decision to liquidate a legal entity shall within three days notify in writing the registration body at the location of the legal entity in liquidation, with the decision whereby the legal entity is liquidated being attached to the notice.

2. The registration body shall make an entry in the single state register of legal entities to the effect that the legal entity is in liquidation. Beginning from that time state registration is prohibited in respect of amendments to the constituent documents of the legal entity in liquidation as well as the state registration of legal entities in respect of which the legal entity acts as a founder or the state registration of legal entities which emerge as the result of its re-organisation.

3. The founders (stake-holders) of a legal entity or the body that has made a decision to liquidate a legal entity shall notify the registration body of the formation of a liquidation commission or the appointment of a liquidator and also of the compilation of an interim liquidation balance sheet.

Article 21. Documents Filed for the Purposes of State Registration in Cases of Liquidation of a Legal Entity

1. The following documents shall be filed with the registration body for the purposes of state registration in cases of liquidation of a legal entity:

a) a state registration application signed by the applicant and drawn up in the form approved by the Government of the Russian Federation. The application shall confirm that the legal entity liquidation procedure established by a federal law has been complied with, that settlements with its creditors have been completed and the matters concerning liquidation of the legal entity have been approved by relevant state bodies and/or municipal bodies in the cases stipulated by a federal law;

b) the liquidation balance sheet;

c) a document confirming that state duty has been paid;

d) a document confirming the submission to the territorial body of the Pension Fund of the Russian Federation of information in accordance with Subitems 1 - 8 of Item 2 of Article 6 and Item 2 of Article 11 of the Federal Law on Individual (Personified) Registration in the System of Obligatory Pension Insurance.

2. Where a legal entity is liquidated involving bankruptcy proceedings, the ruling of an arbitration court on the completion of bankruptcy proceedings shall be presented to the registering body.

Article 21.1. Exclusion of a Legal Entity That Has Terminated Its Activities from the Comprehensive State Register of Legal Entities by Decision of the Registration Body

1. The legal entity that within the last twenty months preceding the time of rendering by the registration body of the appropriate decision did not submit the reporting documents provided for by the laws of the Russian Federation on taxes and fees and did not make operations on at least one bank account shall be recognised as the one that has actually terminated its activities (hereinafter referred to as inactive legal entity). Such legal entity can be excluded from the Comprehensive State Register of Legal Entities in the procedure provided for by this Federal Law.

2. In the concurrent presence of all signs of an inactive legal entity specified in Item 1 of this Article, the registration body shall decide on the forthcoming exclusion of the legal entity from the Comprehensive State Register of Legal Entities (hereinafter referred to as a decision on the forthcoming exclusion).

3. A decision on the forthcoming exclusion must be published in the periodicals for publishing information on the state registration of legal entities within three days as of the time of rendering such decision. Concurrently with a decision on the forthcoming expulsion must be published data on the procedure for, and time of, directing applications by an inactive legal entity, by creditors or other persons whose rights and legitimate interests are concerned in connection with the exclusion of the inactive legal entity from the Comprehensive State Register of Legal Entities (hereinafter referred to as the applications) indicating the address for sending applications.

4. The applications may be directed within the time period of three months at the most as of the date of publishing a decision on the forthcoming exclusion. In the event of directing the applications, a decision on the exclusion of an inactive legal entity from the Comprehensive State Register of Legal Entities shall not be rendered and such legal entity may be liquidated in the procedure established by the civil legislation.

Article 21.2. Procedure for State Registration in the Event of Termination of a Unitary Enterprise, as Well as of a State or Municipal Institution in Connection with Alienation of their Property, Where It Is Provided for by Federal Laws

In the event of termination of a unitary enterprise in connection with the sale of its property complex or its contribution to the authorized capital of a joint-stock company or an institution, in connection with contribution of its property to the authorized capital of a joint-stock company, unitary enterprise or institution, in connection with transfer of the property complex of a unitary enterprise or property of an institution under the ownership of a state corporation as a property contribution of the Russian Federation, as a ground for making an entry to the comprehensive state register of legal entities on termination of the appropriate legal entity shall be deemed the decision on the state registration adopted by the registration agency at the location of this legal entity provided that the following documents are presented:

a) an application for making an entry to the comprehensive register of legal entities on termination of a unitary enterprise or an institution for the reasons provided for by this Article;

b) the decision on the terms of privatization of the property complex of a unitary enterprise or the decision of the state power body serving as a basis for contribution of the property complex of a unitary enterprise or the property of an institution to the authorized capital of a joint-stock company or for the transfer of the said property complex or property under the ownership of a state corporation as a property contribution of the Russian Federation;

c) copies of the document proving the state registration of the transfer of ownership of the property complex of a unitary enterprise or of the property of an institution.

Article 22. Procedure for State Registration in Cases of Liquidation of a Legal Entity or Exclusion of an Inactive Legal Entity from the Comprehensive State Register of Legal Entities

1. State registration in cases of liquidation of a legal entity shall be effected by the registration body at the location of the legal entity in liquidation.

2. The liquidation commission (liquidator) shall notify the registration body of the completion of liquidation proceedings in respect of the legal entity at least two months after the time of publication of an announcement of liquidation of the legal entity by the liquidation commission (liquidator) in the press.

3. The documents stipulated by article 21 of the present Federal Law shall be filed with the registration body after the completion of liquidation proceedings in respect of the legal entity.

4. The procedure under which documents shall be filed for state registration purposes in connection with the liquidation of a legal entity is set out in Article 9 of the present Federal Law.

5. State registration in the case of liquidation of a legal entity shall be completed within the terms stipulated by Article 8 of the present Federal Law.

6. The liquidation of a legal entity shall be deemed completed and the legal entity shall be deemed to have terminated its activities after an entry to this effect is made in the single state register of legal entities. The registration body shall publish information on the liquidation of a legal entity.

7. If within the time period provided for by Item 4 of Article 21.1 of this Federal Law the applications are not directed, the registration body shall exclude an inactive legal entity from the Comprehensive State Register of Legal Entities by way of making the appropriate entry thereto.

8. The exclusion of an inactive legal entity from the Comprehensive State Register of Legal Entities may be appealed against by creditors or other persons whose rights and legitimate interests are concerned in connection with the exclusion of the inactive legal entity from the Comprehensive State Register of Legal Entities within one year as of the date when they came to know or had to come to know on the violation of their rights.

9. The disputes arising in connection with the exclusion of an inactive legal entity from the Comprehensive State Register of Legal Entities shall be considered by arbitration courts in compliance with the Arbitration Procedural Code of the Russian Federation.

Chapter VII.1. The State Registration of Individual Businessman

Article 22.1. The Procedure for the State Registration of the Natural Person as an Individual Businessman.

1. The following documents shall be submitted to the registering body during the state registration of the natural person as an individual businessman:

a) the application, signed by the applicant, for state registration in the form approved by the Government of the Russian Federation;

b) a copy of the main document of the natural person who is registered as an individual businessman (if the natural person registered as an individual businessman is a citizen of the Russian Federation);

c) a copy of the document established by a federal law or recognised under an international agreement of the Russian Federation as the identity paper of a foreign national registered as an individual businessman (if the natural person registered as an individual businessman is a foreign national);

d) a copy of the document provided for by a federal law or recognised under an international agreement of the Russian Federation as a document identifying the stateless person registered as an individual businessman (if the natural person registered as an individual businessman is a stateless person);

e) a copy of the birth certificate of the natural person registered as an individual businessman or a copy of the document that confirms the date and place of birth of said person in accordance with the legislation of the Russian Federation or its international agreement (if the submitted copy of the identity card of the natural person who is registered as an individual businessman does not contain information on the date and the place of birth of said person);

f) a copy of the document confirming the right of the natural person registered as an individual businessman to reside provisionally or permanently in the Russian Federation (if the natural person registered as an individual businessman is a foreign national or a stateless person);

g) the original or a copy of the document that confirms, in the procedure established by the legislation of the Russian Federation, the residential address of the natural person, registered as an individual businessman, in the Russian Federation (if the presented copy of the identity card of the natural person registered as an individual businessman, or the document confirming the right of the natural person registered as an individual businessman to reside temporarily or permanently in the Russian Federation does not contain information about such address);

h) the notarially certified consent of the parents, adopters or tutor with business activity by the natural person registered as an individual businessman, or a copy of the marriage certificate of the natural person registered as an individual businessman, or a copy of the decision taken by the

guardianship and tutorship body, or a copy of the court's decision on declaring the natural person registered as an individual businessman as fully legally capable (if the natural person registered as an individual businessman is a minor);

i) the document on the payment of state duty.

2. The submission of documents during the state registration of the natural person as an individual businessman shall be carried out in the procedure stipulated by Article 9 of the present Federal Law. The correctness of the copy of the document that is presented during said state registration shall be notarised, with the exception of the case, if the applicant presents it to the registering body directly and simultaneously submits the corresponding original document to confirm the correctness of such a copy. This original shall be returned to the applicant by the registering body that issues the receipt as envisaged by Item 3 of Article 9 of the present Federal Law.

3. The state registration of a natural person as an individual businessman shall be effected during the time stipulated by Article 8 of the present Federal Law.

4. The state registration of the natural person as an individual businessman shall not be allowed unless this state registration in such a capacity becomes vitiated or unless a year expires since the day of the adoption by a court of law of a decision on the recognition of the natural person as insolvent (bankrupt) in connection with the impossibility of satisfying the claims of creditors which related to earlier business activity, or of a decision on the enforced cessation of his activity as an individual businessman, or unless the period expired, for which the given person was disqualified by the court's judgement from the engagement in the business activity.

Article 22.2. The Procedure for the Introduction of Amendments to the Information About the Individual Businessman, Which Was Contained in the Single State Register of Individual Businessmen

1. The following documents shall be submitted to the registering body for the introduction of amendments to the information about the individual businessman that is contained in the single state register of an individual businessmen:

a) the application, signed by the applicant, for the entry of amendments to the single state register of individual businessmen according to the form approved by the Government of the Russian Federation;

b) a copy of the document that confirms the change of the information about the respective individual businessman, which was entered to the single state register of individual businessmen.

2. The presentation of documents for the inclusion in the single state register of individual businessmen of changes in the information about an individual businessman shall be effected in the procedure provided for by Article 9 of the present Federal Law. The reliability of the copy of the document that confirms the change in the information about an individual businessman, which was earlier entered in the single state register of individual businessmen, shall be notarised, with the exception of in case the applicant submits it to the registering body directly and shall also present the correspondent original document to confirm the accuracy of said copy. This original shall be returned to the applicant when the registering body issues the receipt stipulated by Item 3 of Article 9 of the present Federal Law.

3. Changes in the information about an individual businessman shall be introduced to the single state register of individual businessmen within the time stipulated by Article 8 of the present Federal Law.

4. If changes are made in the information about an individual businessman in connection with a change of domicile, the registering body shall enter the corresponding entry in the single state register of individual businessmen and shall forward the registration file to the registering body according to the new place of residence of the individual businessman.

Article 22.3. The Procedure for State Registration When a Natural Person Ceases His Activity as an Individual Businessman

1. The State registration upon the cessation by a natural person of his activity as an individual businessman in connection with the adoption by him of a decision on the termination of this activity shall be carried out on the basis of the following documents to be submitted to the registering body:

a) the application for state registration, signed by the applicant according to the form approved by the Government of the Russian Federation;

b) the document on the payment of a state duty;

c) a document confirming the submission to the territorial body of the Pension Fund of the Russian Federation of information in accordance with Subitems 1 - 8 of Item 2 of Article 6 and Item 2 of Article 11 of the Federal Law on Individual (Personified) Registration in the System of Obligatory Pension Insurance.

2. The state registration upon the cessation of activity of a natural person as an individual businessman in connection with the death of this person shall be carried out on the basis of information about the state registration of the death of the given person, which the registering body received in the procedure prescribed by the legislation of the Russian Federation.

3. The state registration upon the cessation by a natural person of his activity as an individual businessman in connection with the adoption by a court of law of a decision on the recognition of him as an insolvent (bankrupt) shall be carried out on the basis of a copy of the court's decision on the recognition of him as an insolvent (bankrupt), which the registering body received in the procedure established by the legislation of the Russian Federation.

4. The state registration upon the cessation by a natural person of his activity as an individual businessman in an enforced manner by a court decision shall be carried out on the basis of the copy of the court's decision on the termination of the activity of the given person as an individual businessman in an enforced manner, which was received by the registering body in the procedure established by the legislation of the Russian Federation.

5. The state registration upon the cessation by a natural person of his activity as an individual businessman in connection with the entry into force of the court judgement which imposed a penalty in the form of the deprivation of the right to engage in private business for a definite term, shall be carried out on the basis of the information about the entry into force of the court's judgement, which was received by the registering body in the procedure established by the Government of the Russian Federation.

6. The state registration upon the cessation by a natural person of his activity as an individual businessman in connection with the cancellation of the document confirming the right of the given person to reside on a temporary or a permanent basis in the Russian Federation, or in connection with the end of the validity term of the said document shall be carried out on the basis of the information about the cancellation of the said document or on the basis of the end of its validity term with account of the data on such a term, contained in the state register. This information shall be incoming to the registering body in the procedure established by the Government of the Russian Federation.

7. The documents for state registration upon the cessation by a natural person of his activity an individual businessman in connection with his decision on the termination of this activity shall be submitted in the procedure stipulated by Article 9 of the present Federal Law.

8. The state registration upon the cessation by a natural person of his activity as an individual businessman shall be carried out in the terms stipulated by Article 8 of the present Federal Law.

9. The state registration of a natural person as an individual businessman shall become invalid after the entry of a record in the single state register of individual businessmen, with the exception of the cases provided for by Items 10 and 11 of the present Article.

10. In the event of the death of the natural person registered as an individual businessman, of the recognition of him by a court of law as an insolvent (bankrupt), of the termination in the enforced manner by a court decision of his activity as an individual businessman, of the entry into force of the court's decision that imposed a penalty in the form of the deprivation of the right to engage in private business for a definite period, the state registration of such person as an individual businessman shall become invalid since the time of his death, the adoption by the court of law of the decision on the recognition of him as insolvent (bankrupt) or on the termination in the enforced manner of his activity as an individual businessman, or the entry into force of the court's said judgement.

11. In the event of the cancellation of the document that confirms the right of a foreign national or a stateless person to reside on a temporary or a permanent basis in the Russian Federation, or of the end of the validity term of the said document, the state registration of the given national or the person as an individual businessman shall vitiate since the day of the cancellation of the said document or of the end of its validity term.

Chapter VIII. Refusal to Grant State Registration, Liability for a Breach of the State Registration Procedure

Article 23. Refusal to Grant State Registration

1. State registration may be refused in the following cases:

a) the non-filing of the documents required for state registration purposes under the present Federal Law;

b) the filing of documents with an improper registration body;

c) provided for by Item 2 of Article 20 or by Item 4 of Article 22.1 of the present Federal Law.

2. The decision of refusing to grant state registration shall contain grounds for the refusal and a compulsory reference to the irregularities listed in Item 1 of the present article.

3. The decision of refusing to grant state registration shall be adopted not later than the deadline set in Article 8 of the present Federal Law for state registration.

4. The decision of refusing to grant state registration shall be forwarded to the person specified in the state registration application, with a delivery notice.

5. The decision of refusing to grant state registration shall be subject to court appeal.

Article 24. A Registration Body's Liability for a Breach of the State Registration Procedure

1. The officials of registration bodies shall be answerable under Russian law for groundless refusals to grant state registration, i.e. a refusal which does not comply with the grounds specified in Article 23 of the present Federal Law, and also for the unlawful refusal to present or for the untimely presentation of the data and documents contained in state registers and of other documents stipulated by the present Federal Law.

2. The registration body shall reimburse harm inflicted through a refusal to grant state registration, a refusal to grant state registration or a breach of the state registration procedure due to its fault.

Article 25. Liability of an Applicant and/or a Legal Entity or individual businessman for Illegal Actions

1. For the non-presentation or the untimely presentation of information necessary for the inclusion in state registers, and also for the presentation of unreliable data the applicants, the legal entities and/or individual businessmen shall bear the responsibility instituted by the legislation of the Russian Federation.

2. The registration body shall be entitled to file a petition with the court for liquidation of a legal entity if a clear violation of a law or other legal act has been committed at the formation of such a legal entity, provided the violation is of irreparable nature, or if repeated or blunt violation of laws or other regulatory legal acts on the state registration of legal entities has been committed.

3. The registering body shall have the right to apply to a court of law with the demand that the natural person concerned should terminate his activity in the enforced manner as an individual businessman in case of repeated or gross violations of laws or other normative legal acts regulating relations arising in connection with the state registration of individual businessman.

Chapter IX. Transitional and Conclusive Provisions

Article 26. Transitional Provisions

1. The registration files concerning legal entities registered earlier stored in the bodies which were responsible for the state registration of legal entities before the entry into force of the present Federal Law shall be deemed a part of federal information resource.

2. The procedure and term for transferring these registration files to a registration body shall be established by the Government of the Russian Federation.

3. An authorised person of a legal entity registered before the entry into force of the present Federal Law shall within six months after the entry into force of the present Federal Law provide the registration body with the information specified in Subitems "a" - "e", "k" Item 1 Article 5 of the present Federal Law.

Failure to comply with the said requirement shall be deemed a ground for exclusion of such legal entity from the Comprehensive State Register of Legal Entities in the procedure provided for by this Federal Law in respect of exclusion of inactive legal entities.

Article 27. The Entry into Force of the Present Federal Law

1. The present Federal Law shall enter into force as of July 1, 2002, except for Item 2 of the present article, which shall enter into force as of the date of the official publication of the present Federal Law.

2. From the date of official publication of the present Federal Law and before its entry into force the Government of the Russian Federation shall adopt regulatory legal acts stipulated by the present Federal Law.

3. The President of the Russian Federation and the Government of the Russian Federation shall bring their regulatory legal acts in line with the present Federal Law.

President
of the Russian Federation

V.Putin