



Legal alert ¹:

OVERVIEW OF CHANGES TO CORPORATE NAMES IN THE RUSSIAN FEDERATION:

On 1 January, 2008, Part IV of the Civil Code of the Russian Federation comes into effect. The new part of the Civil Code unifies and systematises the legislation of the Russian Federation in the sphere of legal protection of the results of intellectual activities and means of individualisation, one of which is recognised as the corporate name of an organisation.

The new legislation establishes the requirements on corporate names of organisations:

- The corporate name of a legal entity is determined in its constituent documents and is included in the Unified State Register of Legal Entities when the legal entity is registered.
- The corporate name of a legal entity shall contain an indication of its organisational and legal form and the actual name of the legal entity, which may not consist only of words indicating a type of activity.
- A legal entity must have a full corporate name and may have an abbreviated one in Russia. The legal entity is also entitled to a full and (or) abbreviated corporate name in languages of the peoples of the Russian Federation and (or) foreign languages.
- The corporate name of a legal entity in Russian and languages of peoples of the Russian Federation may contain borrowings from foreign languages transliterated into the Russian alphabet or, correspondingly, the languages of peoples of the Russian Federation, with the exception of terms and abbreviations reflecting the organisational and legal form of the legal entity.
- The corporate name of a legal entity shall not include:
 1. Full or abbreviated names of the Russian Federation, foreign states, as well as words derived from such names;
 2. Full and abbreviated official names of federal state authorities, state authorities of constituent entities of the Russian Federation and local government bodies;
 3. Full or abbreviated names of international and inter-governmental organisations;
 4. Full or abbreviated names of public associations;
 5. Designations counter to the public interests, as well as humane and moral principles.
- The corporate name of a state unitary enterprise may contain an indication that the given enterprise relates to the Russian Federation and a constituent entity of the Russian Federation, respectively.
- Inclusion of the official name of the Russian Federation, as well as words deriving from this name, in the corporate name of a joint-stock company is allowed given the permission of the Government of the Russian Federation, if over seventy per cent of the shares in the joint-stock company belong to the Russian Federation. Such permission is issued without



indication of a term of validity and may be revoked in the event of disappearance of the circumstances by virtue of which it was issued. The procedure for issuing and revoking permits is established by law. In the event of revocation of the permission to include the official name of the Russian Federation, as well as words deriving from this name, in the corporate name of a joint-stock company, the joint-stock company shall, within a period of three months, introduce corresponding amendments into its articles of association.

A corporate name of a legal entity that does not meet the above requirements is subject to being brought into conformity with the new rules. The corporate name should be changed when first changes into foundation documents are made after 1st January, 2008.

In the event of inconsistency between the corporate name of a legal entity and the abovementioned requirements, the authority responsible for state registration of legal entities shall have the right to enter a suit against such as legal entity to compel it to change its corporate name.

Should you have any questions regarding the foregoing, please contact Olesya Galkova, Svetlana Sveshnikova, Yaroslav Petryk or Anton Listov by calling +7.495.775.8135 or via email o.galkova@norman.ru, s.sveshnikova@norman.ru, y.petryk@norman.ru, a.listov@norman.ru.

ⁱ *This legal alert notifies clients of Norman DL Associates and other parties concerned of legislative changes as may have a bearing upon operations and be of special interest.*

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