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The *Saeima*¹ has adopted
and the President has proclaimed the following Law:

European Economic Interest Grouping Law

Section 1. Purpose of this Law

The purpose of this Law is to prescribe the legal order of a European Economic Interest Grouping.

Section 2. Legal Ground for the Operation of a European Economic Interest Grouping

(1) A contract for the formation shall be the legal ground for the formation of a European Economic Interest Grouping (hereinafter – grouping), and the regulatory enactments regulating the registration and operation of general partnerships shall be applied to the registration and operation of such grouping in so far as it has not been specified otherwise in Council Regulation (EEC) No. 2137/85 of 25 July 1985 on the European Economic Interest Grouping (EEIG) (hereinafter – Regulation), this Law and other regulatory enactments.

(2) If a grouping is registered in another European Union Member State and a branch of the grouping is opened in Latvia, the regulatory enactments that relate to a branch of a foreign merchant shall be applied to the registration and operation of such grouping.

Section 3. Administration of a Grouping

(1) A grouping shall be managed and represented by an administration of the grouping, which shall include one or more managers of the grouping. A natural person with legal capacity may become a manager of the grouping.

(2) A manager of a grouping may not be an auditor of the grouping or a person who, in accordance with a court judgment, has been deprived of the right to the relevant type or all types of commercial activity.

(3) The liability specified for members of a board of a capital company shall apply to a manager of a grouping.

Section 4. Registration Provisions

(1) On the basis of Article 39 of the Regulation, the Enterprise Register shall perform the registration of a grouping, taking into account the regulatory enactments regulating the procedures for the keeping of a commercial register.

(2) In order to register the particulars referred to in Articles 7 and 10 of the Regulation, a State notary of the Enterprise Register shall make entries in the Register of European Economic Interest Groupings on the basis of an application or a court adjudication of the interested party. The Cabinet shall approve the sample application forms.

¹ The Parliament of the Republic of Latvia

(3) The following information shall be provided in an application for entering a grouping in the Register of European Economic Interest Groupings (also if transferring the legal address of a grouping from another European Union Member State to Latvia):

- 1) the name of the grouping;
- 2) the given name, surname, personal identity number, address of the place of residence of each member of the grouping and the main location of the performance of activities, but for a legal person – the name (firm name), legal form, place of registration, registration number, legal address and location of the administration thereof, or if, in accordance with the regulatory enactments of another European Union Member State, a legal person is not required to have a legal address, only the location of the administration thereof shall be indicated;
- 3) the legal address of the grouping;
- 4) the objects for which the grouping is formed;
- 5) if the grouping is formed for a specific period of time – the period of time, for which such grouping has been formed; and
- 6) the given name, surname, personal identification number, address of the place of residence of each manager of the grouping, as well as an indication of whether the managers of the grouping may represent the grouping alone or jointly.

(4) The following documents shall be attached to an application for entering a grouping in the Register of European Economic Interest Groupings:

- 1) the documents specified in the Regulation;
- 2) a written consent of each manager of the grouping to be a manager of the grouping, certifying the absence of the restrictions specified in Section 3, Paragraph two of this Law;
- 3) a notarised sample signature of each manager of the grouping; and
- 4) documents confirming the payment of a State fee and the payment for the publication of the entries of the Register of European Economic Interest Groupings.

(5) A grouping shall also submit to the Enterprise Register the particulars regarding amendments to the particulars entered in the Register of European Economic Interest Groupings and other particulars and documents referred to in Articles 7 and 10 of the Regulation. After the making of amendments to a contract for the formation, the text of the amendments made to the contract for the formation, as well as the full text of such contract in the new wording, shall be submitted to the Enterprise Register.

(6) Persons who have signed an application, shall confirm therein that all the provided information is true, the submitted derivatives of documents correspond to the original documents and the information indicated in the application complies with regulatory enactments, the contract for the formation and the decisions taken by the members of a grouping.

Section 5. Content and Publication of Entries of the Register of European Economic Interest Groupings

(1) Entries of the Register of European Economic Interest Groupings shall be published in the newspaper *Latvijas Vēstnesis* [the official Gazette of the Government of Latvia].

(3) The Enterprise Register shall enter in the Register of European Economic Interest Groupings and send in accordance with Article 8 of the Regulation for publication in the newspaper *Latvijas Vēstnesis* the following particulars:

- 1) the particulars referred to in Article 5 of the Regulation and the amendments thereto;
- 2) the main location of the performance of activities of a natural person;

3) in entering particulars regarding the subject referred to in Article 7, Paragraph 2, Sub-paragraph (b) of the Regulation, the date, place and number of registration, the legal form and the name (firm name) shall be specified;

4) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (c) of the Regulation, the name of a court, the date of the taking of a judgment and a court decision declaring the nullity of a grouping shall be specified;

5) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (d) of the Regulation, the given name, surname, personal identification number, address of the place of residence of each manager of a grouping shall be specified, as well as an indication of whether the managers of the grouping may represent the grouping alone or jointly;

6) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (e), if a member has transferred his or her membership rights or a part thereof to another member of a grouping or to a third person, the given name, surname, personal identification number and address of the place of residence of such member shall be indicated, or if the member is a legal person – the name (firm name), legal form, place of registration, registration number, legal address and location of the administration thereof; or if, in accordance with the regulatory enactments of another European Union Member State, a legal person is not required to have a legal address, only the location of the administration thereof shall be indicated, as well as the given name, surname, personal identification number and address of the place of residence of the other member of the grouping or the third person, who has received the membership rights of the grouping or a part thereof; or if the member or the third person is a legal person – the name (firm name), legal form, place of registration, registration number, legal address and location of the administration thereof; or if, in accordance with the regulatory enactments of another European Union Member State, a legal person is not required to have legal address, only the location of the administration thereof shall be indicated;

7) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (f) of the Regulation, the date of the taking of a decision of members and a decision to terminate the operation of a grouping, or the name of a court, the date of the taking of a judgment and a court decision to terminate the operation of a grouping shall be specified;

8) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (g) of the Regulation, the given name, surname, personal identification number and address of the place of residence of a liquidator shall be specified;

9) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (h) of the Regulation, the following information shall be specified if insolvency procedures have been initiated:

a) the name of a court, the date of the taking of a court judgment and a court decision regarding the appointment or removal of a manager, as well as the given name, surname, personal identification number, address of the place of residence of the manager and the place of operation thereof; and

b) the name of a court, the date of the taking of a court judgment and a court decision regarding the announcement of the insolvency of a grouping, the date of the taking of a decision of a creditor meeting and a decision regarding the initiation of bankruptcy procedures of the grouping, regarding the adoption of a rehabilitation plan, regarding amendments to the rehabilitation plan or regarding an extension of the time period for rehabilitation, the date of the taking of a court judgment and a court decision regarding the approval of a settlement, regarding the cancellation of a settlement, regarding the conclusion of bankruptcy procedures of the grouping or regarding the termination of insolvency procedures;

10) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (h) of the Regulation, the particulars regarding the exclusion of a grouping from the Register of European Economic Interest Groupings shall be specified;

11) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (i) of the Regulation, a proposal to change a legal address and the new legal address shall be specified;

12) in entering the particulars referred to in Article 7, Paragraph 2, Sub-paragraph (j) of the Regulation, the given name, surname, personal identification number and address of the place of residence of a member who has been released from liabilities that have originated prior to his or her admission to a grouping shall be specified, or if the member is a legal person – the name (firm name), legal form, place of registration, registration number, legal address and location of the administration thereof; or if, in accordance with the regulatory enactments of another European Union Member State, a legal person is not required to have a legal address, only the location of the administration thereof shall be specified; and

13) the date of the making of the entry.

(3) An official of the Enterprise Register shall send the information referred to in Article 11 of the Regulation for publication to the Office for Official Publications of the European Communities.

Section 6. State Fee for the Making of Entries and the Costs of Publication of the Entries

(1) A State fee shall be paid for the making of entries, and the amount, procedures for payment and relief of such fee shall be determined by the Cabinet.

(2) The Cabinet shall determine the amount of costs for the publication of entries and the procedures for the collection thereof.

Transitional Provision

With the coming into force of this Law, Cabinet Regulation No. 262, Regulations regarding the European Economic Interest Grouping (*Latvijas Vēstnesis*, 2004, No. 60), issued in accordance with Section 81 of the Constitution of the Republic of Latvia, is repealed.

Informative Reference to Council Regulation

This Law includes references to Council Regulation (EEC) No. 2137/85 of 25 July 1985 on the European Economic Interest Grouping (EEIG) (published in the Official Journal of the European Communities, L 199, 31 July 1985).

This Law has been adopted by the *Saeima* on 17 June 2004.

President

V. Viķe-Freiberga

Rīga, 7 July 2004