

Lao People's Democratic Republic
Peace Independence Democracy Unity Prosperity

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Ministry of Industry and Commerce

No.: 0924/IC
Vientiane Capital, dated: 04 June 2008

PROVISION

on

Application for Registration and Approval of Enterprise Names

- Pursuant to the Law on Enterprise No.: 11/NA, dated 09 November 2005.
- Pursuant to the Prime Minister's Order on the Implementation of the Law on Enterprise No.: 37/PM, dated 24 October 2006.
- Pursuant to the Prime Minister's Decree on the Organization and Operation of the Ministry of Industry and Commerce No.: 188/PM, dated 17 August 2006.

The Minister of Industry and Commerce hereby issues the Provision:

CHAPTER 1

General Provisions

Article 1. Objectives

This Provision on the Application for Registration and Approval of Enterprise Names defines principles for the denomination and use of an enterprise's name in accordance with the Law on Enterprise; is created to function as a database regarding the issuance of approval and the management of enterprise names at a centralized single location in order to avoid ambiguous, similar, or identical names within the province or capital; is created to be a quick and convenient summary and management system to promote, monitor, and inspect enterprise units with the aim of protecting the rights, benefits, and reputations of business operators conducting business in the Lao PDR.

Article 2. Characteristics and Meaning of the Enterprise Name

The denomination of enterprise names shall be in accordance with the following characteristics and shall be partially meaningful, and compliant with Articles 10, 11, and 12 of the Law on Enterprise and shall consist of four characteristics: form, name, business activity, and category:

- a. 'Form of enterprise' refers to the business organization that is the basis for the establishment and operation of all types of enterprises which have different budgetary structures, organizational structures, and business operations. There are three forms that precede the enterprise's name:
 - Sole-trader enterprise;
 - Partnership enterprise;
 - Company.

- b. 'Enterprise name' refers to the name denominated by a business operator based upon the name of a person or group or other names which is meaningful to the business operation, provided that such name is not a prohibited one.
- c. 'Enterprise activity' refers to a part of the enterprise name specified by a business operator to indicate an activity which can be a trademark or others but is not a prohibited one.
- d. 'Enterprise categories' refers to the determination of budgetary structure, organizational structure, partners, and shareholders' liability for debts. There are four categories that follow the enterprise name:
 - Partnership enterprises consist of two categories: a general partnership enterprise and a limited partnership enterprise;
 - Companies consist of two categories: a limited company (including limited sole company) and a public company.

Article 3. Scope of Applicability

This Provision applies specifically to the denomination of private enterprises, state-owned enterprises, and collective enterprises as reference for the submission of applications for enterprise registration.

This Provision also applies to a sole trader enterprise established to operate manufacturing and processing businesses having trademarks, or to those that provide other services.

This Provision does not apply to a collective group of retailers that conduct a trading business on an annual or seasonal basis (irregular) as well as a small trading and service business.

Article 4. Prohibited Enterprise Names

In addition to Article 22 of the Law on Enterprise, the following enterprise names are prohibited:

1. Names which are a trademark of another enterprise duly approved under the approval of enterprise name and enterprise registration procedures or registered as a trademark.
2. Names and titles or names and surnames of former or current presidents or prime ministers or leaders of the Lao PDR.
3. Names and surnames of kings of the Lao PDR or their ancestors.
4. Names and titles or names and surnames of heroes of the Lao PDR.
5. Names of national historical events or festivals.

CHAPTER II

Enterprise Name Denomination

Article 5. Components of Enterprise Name Denomination

In addition to the components of the enterprise name denomination as stipulated in Article 2 of this Provision, for the enterprise name designated, selected, and denominated by the business operator and meaningful for the business operation, or other names or names based upon the agreement of partners or shareholders that jointly invest in the business, to be eligible, the enterprise name shall not exceed twenty words in total and shall comply with the following conditions:

1. The enterprise name must always consist of form, name, business activity, and category which are easy for the public to understand or with specific meanings;
2. The name can be the same as that of another enterprise if the business activity is different;
3. The business activity can be the same as that of another enterprise if the name is different;
4. The name and business activity can be the same as that of another enterprise if they are located in different provinces;
5. The enterprise name shall not be ambiguous, nor similar to nor the same as other enterprises which are well-known countrywide;
6. The enterprise name shall not be the same as the copyright or trademark of other enterprises duly registered under the enterprise registration laws and regulations of the Lao PDR.

For an enterprise name that starts with the business purpose or indicating a specific service such as a bank, a hotel, a school, a hospital, a factory, a pawnshop, a valuable-item trading shop, or service center, it shall be followed by a name and/or a business activity and thereafter the enterprise category such as partnership, limited partnership enterprise, limited company (including limited sole company) or public company.

Article 6. Selection of Sole-Trader Enterprise Name

The sole-trader enterprise name shall begin with the words ‘sole-trader enterprise’ followed by a name and/or business activity, or can begin with the word ‘enterprise’ followed by a name and/or business activity and end with the words ‘sole trader.’

The name of the sole-trader enterprise can also start with the name and/or business activity followed by the words ‘sole trader.’

Article 7. Selection of Partnership Enterprise Name

The partnership enterprise name shall begin with the words ‘general partnership enterprise’ or ‘limited partnership enterprise’ followed by a name and/or business activity, or can begin with the word ‘enterprise’ followed by a name and/or business activity and end with the words ‘general partnership enterprise’ or ‘limited partnership enterprise.’

The name of the partnership enterprise can also start with the name and/or business activity followed by the words ‘general partnership’ or ‘limited partnership.’

Article 8. Selection of Company

The company name shall begin with the word ‘company’ followed by a name and/or business activity and end with the words ‘limited (sole limited)’ or ‘public.’ The word ‘sole’ can be omitted in the company name but the enterprise category shall be stipulated on the enterprise registration certificate.

The name of a state-owned or mixed company shall begin with the words ‘state-owned company’ or ‘mixed company’ followed by a name and/or business activity (no category for this kind of company).

CHAPTER III

Application for Registration of Enterprise Name

Article 9. Registration of enterprise name

The registration of an enterprise name refers to an application for the approval of enterprise name from the enterprise registry officials countrywide in order to use it as reference for enterprise registration by domestic or foreign persons or legal entities.

An applicant is entitled to request the registration of three enterprise names in Lao, English or French (if any) as options for the enterprise.

Article 10. Required Documents for Registration of Enterprise Name

The required documents for the registration of an enterprise name fall into two categories:

- a. For a newly incorporated enterprise:
 1. Two applications for the registration of an enterprise name;
 2. Two copies of the enterprise incorporation contract (except for sole-trader enterprises and limited sole companies);
 3. Two copies of an authorization letter or power of attorney (if other persons have been authorized to submit the application).
- b. For amendment of the enterprise registration certificate to be in accordance with the Law on Enterprise:
 1. Two applications for the registration of the enterprise name;
 2. Two copies of the enterprise incorporation contract (except for sole-trader enterprises and limited sole companies);

3. Two copies of an authorization letter or power of attorney (if other persons have been authorized to submit the application);
4. Two copies of the enterprise registration certificate and tax registration certificate for the previous or current financial year;
5. A copy of the certificate of enterprise name registered as a copyright or trademark.

Article 11. Required Documents for Renewal of Approval of Enterprise Name and Amendment of Enterprise Registration Certificate

For the renewal of approval of an enterprise name and amendment of an enterprise registration certificate, the following required documents shall be submitted:

1. Two copies of a request letter (indicating reasons).
2. One approval of enterprise name.
3. Two copies of an authorization letter or power of attorney (if another person has been authorized to submit the application).

Article 12. Approval Procedures

The enterprise registry officials of the Lao PDR have a duty to accept registration applications for enterprise names, and to consider, approve, and issue approval of enterprise names according to the following management levels:

a. The enterprise registry officials of Vientiane Capital

The enterprise registry officials of Vientiane Capital are in charge of the management of the enterprise name database on a centralized and single-window basis regarding the approval and rejection of the registration of enterprise names countrywide. Such registry officials shall have the following main duties:

- To accept and provide services regarding the registration applications for enterprise names countrywide;
- To accept applications for and to approve enterprise names submitted to the provincial enterprise registry officials;
- To consider and issue registration approval of an enterprise name and an approval of enterprise name (for an applicant directly).

If the applicant submits a full set of required documents and the requested name does not conflict with Article 22 of the Law on Enterprise and Article 4 of this Provision, the enterprise registry officials must issue a registration approval for an enterprise name or an approval of enterprise name, and notify and deliver them to an applicant within 2 working days.

b. The provincial enterprise registry officials

The provincial enterprise registry officials have a duty to accept and provide services to an applicant for registration of an enterprise name and to issue an approval of enterprise name as follows:

- To accept and provide services regarding the registration of an enterprise name.
- To issue an approval of enterprise name based upon the registration approval of an enterprise name issued by the enterprise registry officials of Vientiane Capital.
- To reject the registration of an enterprise name that conflicts with Article 22 of the Law on Enterprise and Article 4 of this Provision.

If the applicant submits a full set of required documents, the provincial enterprise registry officials shall request approval of the registration of the enterprise name from the enterprise registry officials of Vientiane Capital within one working day. After receiving the approval or rejection, the provincial enterprise registry officials must issue an approval or rejection of an enterprise name to the applicant within one working day.

Article 13. Validity of Approval of Enterprise Name

An approval of enterprise name shall be valid for 90 days from the date of signature and can be extended for 30 days.

Upon receiving the approval of enterprise name, the applicant must submit an application for enterprise registration. If they do not do so and do not request an extension of the approval of enterprise name within the given timeframe, the approval of enterprise name shall be considered as having lapsed and the enterprise registry officials are entitled to issue a new approval to other persons or legal entities applying for registration of such name.

CHAPTER IV

Rights and Duties of the Use of Enterprise Name

Article 14. Rights and Duties of the Use of Enterprise Name

A person obtaining an approval of enterprise name shall have the following rights and duties:

1. To use the enterprise name in accordance with the valid timeframe of the approval;
2. To use the enterprise name permanently after registration of the enterprise;
3. To notify the enterprise registry officials regarding the issuance of the approval of a repeated, similar, or identical enterprise name within Vientiane Capital or the same province.

Article 15. Prohibitions on the Use of Approval of Enterprise Name

Prohibitions on the use of the approval of enterprise name are as follows:

1. Do not assign or transfer the approval to other persons or legal entities;
2. Do not amend the whole or parts of the contents of the approval;
3. Do not advertise or install an enterprise sign prior to enterprise registration;
4. Do not use the approval in a manner that conflicts with other laws and regulations.

If a person or legal entity uses an approval of enterprise name in a manner not compliant with laws and regulations, the action or result of such use shall be null and void, and the violator shall be sanctioned by measures stipulated in Articles 240, 241, 242, and 243 of the Law on Enterprise and other relevant laws and regulations.

CHAPTER V

Implementation

Article 16. Implementation

The Department of Domestic Trade and the provincial Division of Industry and Commerce shall be assigned to strictly implement this Provision.

All organizations, business units, and relevant stakeholders shall cooperate in implementing this Provision.

Article 17. Effectiveness

This Provision shall be enters into force on the date it is signed.

Minister of Industry and Commerce

[Seal and signature]

Dr. Nam Viyaketh