



Eastern and Central European Member State Solutions for Transposing Directive 2019/1151 (EU) Part I. The Baltic States

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Abstract. In a two-part study, the author analyses the transposition of Directive 2019/1151 (EU) by various Member States of the European Union. In this first part of the series, the basis for the analysis and the common criteria for comparison of the various implementations is presented. The author then proceeds to the presentation of the national implementations of the directive in Estonia, Latvia, and Lithuania, all Member States with a strong tendency, and some tradition in the field of digital governance.

Keywords: Directive 2019/1151 (EU), online company formation, Eastern and Central European Member States, transposition, electronic identification, machine readability, structured filing system

1. Introduction

1.1. Research Concept

Directive (EU) 2019/1151 of the European Parliament and of the Council of 20 June 2019 amending Directive (EU) 2017/1132 as regards the use of digital tools and processes in company law (henceforth: *Directive*) has the objective to streamline the establishment of limited liability companies and branches by EU companies, eliminating the requirement for parties to appear before a legal representative and instead enabling electronic identification and document signing. It is part of the most significant EU initiative in European company law in over a decade.

The Commission sees this Directive as an essential element of the EC's Digital Single Market Strategy, with the aim to simplify and facilitate European company

law, in particular with regards to the digitalization of company registers (i.e. the organizations responsible for receiving and storing documents which companies are required by law to provide).

The EC aims at the full digitalization of company foundation/registration and reporting. By means of European minimum standards, the EC is seeking to harmonize national approaches to digitalization. The directive obliges Member States to ensure the possibility of online company registration. Likewise, the directive is supposed to speed up the process of registration.

Additionally, the directive mandates that all documents and particulars submitted during the incorporation of a company, registration of a branch, or notification of changes must be machine-readable and stored in searchable or structured data formats by 1 August 2023.

This scientific article delves into the unique challenges faced by Eastern and Central European Member States in transposing Directive 2019/1151 (EU). The article addresses several pivotal questions that emerge during the transposition process, shedding light on diverse strategies and solutions adopted by these Member States. Key areas of exploration include identification procedures, electronic identification solutions, recognition of different identification means and systems, identification protocols for persons from other Member States, and the digital signing of documents.

Furthermore, this article investigates the implications of the directive's provisions during change registration, analysing whether tasks must be uniformly executed or if facilitation rules are in place. It also examines the measures implemented by Member States to ensure the machine readability of documents and explores potential differences in the formats of company documents received by involved parties versus those submitted to the Registry. The article also delves into the concept of an electronic document serving as the 'original' and whether it is universally accepted in electronic form by all relevant bodies. Additionally, it investigates the responsibility of companies or legal representatives acting as intermediaries in ensuring appropriate document formats and the availability of free services provided by Member States.

In addition, the article explores the existence of platforms or services that enable simultaneous and real-time completion of online incorporation tasks. It examines whether Member States have established comprehensive interfaces that facilitate identification, document drafting, signature, and data storage through video conferencing or other means, ensuring all parties involved can perform necessary tasks synchronously.

Lastly, this study explores mechanisms for creating a structured filing system that guarantees efficient searchability and data exchange with other systems. By analysing the strategies and approaches employed by Eastern and Central European Member States, this article contributes to a comprehensive evaluation

of the transposition of Directive 2019/1151 (EU), providing valuable insights into the effectiveness of these solutions and informing future policy considerations in the region.

That is to say, the following main questions arise in relation with the transposition of the Directive:

1.2. Identification

How do Member States ensure the identification of members, officers, and other officials (supervisory board, auditor, etc.) involved in the incorporation of a company online and how do they comply with the obligation to verify and identify them in the context of preventing and combating money laundering and terrorist financing? Are these tasks incorporated into the company formation process, or are they handled separately? If a legal representative is involved in the company formation process, does he/she carry out these tasks? If no legal representation is required or not required, which body (registration authority/court) performs these tasks?

1.3. Electronic Identification Solutions

What electronic solutions are used, what identification means are used, and what identification systems are recognized:

- during the identification process (specific question: is image/video identification also used?),
- when identifying persons from other Member States,
- when signing documents?

1.4. Identification during Change Registration

Question: How does all this work during change registration? Do all tasks have to be done in the same way, or are there facilitation rules for identification etc.?

1.5. Machine Readability of Files

What provision is made to ensure that documents submitted are machine-readable? Is there a difference between, for example, the form in which members/other persons involved receive their copy of the company documents and the form in which they are submitted to the Registry? Who can make a paper copy of the electronic company documents and by what procedure?

1.6. Formal Requirements

Together with the rules under point 1.4, have Member States changed their provisions concerning the form in which the company documents may be requested if the company has to attach them in other procedures (e.g. tenders)? In other words, is an electronic, machine-readable document considered the ‘original’, and must it be accepted in electronic form by all other bodies?

For the rules under point 1.4, does the company or, where applicable, the legal representative acting as intermediary ensure that the format is appropriate? Does the Member State provide any free service in this respect, accessible to all?

1.7. Platforms and Concurrency

As a separate question, in relation to question 1.4, is there a Member State that ensures that the tasks related to online incorporation are carried out simultaneously, online? In other words, has a platform or service been established which ensures, by video conferencing or other means, that absent parties can be online at the same time and perform the necessary tasks (identification, drafting of company documents, signature, data storage), but at least can perform the tasks by logging in to one interface?

1.8. Structured Filing System

How can the searchability and exchange of data with other systems, i.e. the creation of a structured filing system, be ensured?

Let us see how some of the EU Member States – to which we considered that Romania and Hungary are comparable in terms of history, integration level, and somehow financial capabilities, as well as geographical region – managed to implement the Directive recently.

2. Implementation of the Directive in Some EU Member States

2.1. Estonia

Setting up a business online in Estonia can be done in a very short time, thanks to the country’s development and digitalization, if the founders follow a few well-defined steps.

The first of these steps is a basic one, but all the more important – one of choosing a company name and checking its availability. Only Latin letters can be

used in the company name, no special characters are allowed, and it is important that the name is distinctive and unique.

The second step is to select the main area of activity, which can be defined and identified using the EMTAK (*Estonian Classification of Economic Activities*)²⁷ codes.

The third step is particularly important for companies whose board of directors or replacement is located abroad. Section 63¹ of the Commercial Code (*Äriseadustik*)²⁸ provides that in this case a legal address in Estonia and a designated contact person are required. The legal address of the company is linked to the contact person designated by the founders. This means that the address of the contact person is the legal address of the company. It is understood that the contact person acts as a service agent to whom the company's procedural documents and notices of intent addressed to the company are served.²⁹ This person cannot be just any person, since Article 63(2) of the said Act states precisely that they are only notaries, lawyers, law firms, certified public accountants, audit firms, tax representatives of non-resident persons under the Taxation Act, and trustees and company service providers, as defined in Article 8 of the Prevention of Money Laundering and Terrorist Financing Act.

Subsequently, the application for company registration consists of four steps: preparation, signature, payment of state fees, and submission. In the case of a limited liability company (*Osäühing – OÜ*), the state fee for the online incorporation (€265) must be paid into the account of the Estonian Ministry of Finance, which must then be linked to the application.

At the same time, as a fourth step, it is also possible to pay up the company's share capital, but this can be done at a later date by the founders. The second option is the one proposed here, where the payment is deferred, and the company continues to be formed without a contribution of share capital during the formation process. This is possible because the contribution of share capital can be made by transfer either to the company's initial bank account or to a designated escrow account at the Registrar of Companies.

On the basis of the application submitted, the court will make a decision, and once the company has been registered in the Companies Register, there is only one last step left, the completion of the registration, which is the opening of a bank account for the company to cover its banking needs.³⁰

If the founder does not choose to set up the company online, an alternative solution is to use a notary.

27 EMTAK fields of activities.

28 Commercial Code [Estonia].

29 Contact person and legal address.

30 5 steps how to start a company online.

2.1.1. Identification

The online incorporation of a company can only take place in a fully online space, without the need for a notary, if all founders, board members, etc. have a digital ID card issued under the Estonian residency programme (*e-Residency*) or an Estonian, Latvian, or Belgian ID card,³¹ Estonian or Lithuanian mobile ID card,³² and are private persons.

Under the Estonian residence scheme, you will not only receive a state-issued digital ID card, which is a digital identity document, but also a complete set of card reader, 11-digit Estonian ID code and PIN codes, ensuring more secure access to e-services. No username and password are required for use, but PIN1, which is required for the identification process itself, such as logging in, and PIN2, which is required for digital signatures³³ and payment confirmation. Otherwise, you will need to use the services of a notary office in Estonia.

The identification of the participants of the online company formation is based on Article 36 of the Act on Notaries³⁴ and is basically carried out in two parts: by means of a video conference connection between the notary and the participants (so-called remote authentication³⁵) and simultaneously by using the participants' electronic identification devices (so-called facial recognition).³⁶

The online company registration process requires the identification of the beneficial owners. The obligation to retain and collect data on beneficial ownership stems from Chapter 9 of the Prevention of Money Laundering and Terrorist Financing Act.³⁷ For the purposes of the said Act, a 'beneficial owner' is a natural person who, through ownership or other control, has ultimate decisive influence over a natural or legal person or in whose interest or for whose benefit or on whose behalf transactions and operations are carried out.

In the e-Company Register, it is possible to enquire about the actual owners of legal persons. After providing some information, the response to the query will indicate whether the person is indeed identified as the actual 'beneficial owner' of a legal person, but there is already a charge to view the legal person's details.

31 e-Identity.

32 e-Identity.

33 An electronic signature provided by a digital ID card is legally valid and binding and is legally equivalent to a handwritten signature.

34 Notaries Act [Estonia].

35 Remote authentication allows notarial acts to be carried out via a video call between the notary and the client. Such authentication is equivalent to authentication in a notary's office. Remote authentication is an option, not an obligation. It is up to the notary to decide whether or not a transaction can be carried out by remote authentication.

36 The Veriff Facial Recognition Program is used to identify parties performing notarial acts by remote authentication.

37 Money Laundering and Terrorist Financing Capitalization Act [Estonia].

Also, to help detect money-laundering schemes, there is a visualization tool on the e-Commerce website, which is described in more detail below.

The identification operations mentioned above are an integral part of the company formation process: the Internet platform (<https://ariregister.rik.ee/eng?>) specifically created for online company formation first asks for identification in the above way, depending on whether the person is an Estonian resident or a resident of a particular EU country.³⁸ This method can only be used if all persons involved in the incorporation (board members, founding members, supervisory board members, etc.) can digitally sign the initial registration application and incorporation documents.

If a notary is used for the registration, the notary will be identified during the offline, office, or online interaction with the participant, as the video conferencing connection allows him to see the participant he is dealing with and the details he has provided at the time of login.

During the online company formation process, the persons involved in the company formation process are responsible for preparing the company's founding document and registering it in the company register. If the company registration is carried out through a notary, the preparation and filing of the documents in the register of companies is carried out with the assistance of the notary. The notary's offices have all the model documents and templates required for the incorporation of a company.³⁹

Estonian law does not provide for mandatory legal representation during the online incorporation process, but, as can be seen above, the notary as the person/body who handles the identification and the entire company registration is a significant option during the process.

2.1.2. Electronic Identification Solutions

As explained above, the identification is carried out through a dedicated web interface, available at <https://www.notar.ee/et>. Once the interface is opened, the landing page will display a login to the e-Notary application, where the participant will then have to choose between the options for citizen identification.⁴⁰

(State) citizenship identity can be provided by several different identification systems. One option is identification by means of an *ID card* with an electronic chip activated for this purpose (so-called *ID-card*), in which case a card reader and a valid ID card are required. A valid Mobil-ID contract is required for logging

38 See the landing page of the web interface when you open it, where you will immediately see the login options.

39 Registering a company.

40 https://tara.ria.ee/auth/init?login_challenge=3302cfa9ad674d239a56beabcfbe1f9d (accessed: 22.04.2022).

in with a so-called *Mobile-ID*, as well as the person's ID number and telephone number. You will then receive a verification message on your mobile phone. Finally, another option is to use a *Smart-ID*, which requires a valid Smart-ID account. Once the person has provided their ID number, they will receive a verification code to use the Smart-ID application.

During the online company formation process, it is possible to use an e-ID, which does not require photo/video identification, as the e-ID stores personal data and codes that only the owner can know or confirm. However, in certain cases, identification can be based on, inter alia (see first point of the report), live image/video identification. The Notaries Act explicitly emphasizes this in Article 36(5).

As we have already seen, all Estonian citizens have a state-issued digital identity. This is the electronic identity system, the so-called e-ID/e-identity. People also use their e-ID to pay bills, vote online, retrieve health information, and that is why it can also be used when setting up a business online, for example, to sign contracts. This e-ID therefore includes ID cards, Mobile-ID, and Smart-ID.

Since 2014, people with a digital identity no longer need to be Estonian residents, as this year Estonia established the e-Residency program, under which citizens of other Member States, regardless of nationality and residence, can become Estonian e-Residents and thus access Estonia's diverse and varied digital e-services. As e-residents, they will receive a digital ID card with two PINs for secure digital identification and digital signature, as explained in point 1.

Documents created during the online incorporation process that require the signature of the participants or a notary are electronically signed (identification and the electronic signature are discussed in more detail in the previous section and questions).

2.1.3. Identification during Change Registration

Although not stated in the law, according to the information on the official Estonian websites, the portal allows electronic filing of applications for changes, liquidation, and cancellation of companies in the company register. A particular requirement is that applications must be digitally signed with the identity card when submitted.⁴¹

2.1.4. Machine Readability of Files

Online company formation in Estonia is designed so that people wishing to form a company do not need to obtain and submit pre-issued documents to a notary. The entire company formation process can therefore be completed from the ground

⁴¹ Registering a new company.

up using only the documents prepared during the incorporation process. On the web interface for company formation, including the application for company registration, there are ready-made templates in which some information fields are pre-filled, some have several options available so that only some data can be formatted according to the details of the company to be created. Only electronic, i.e. machine-readable documents are created during the process.

The law does not give a concrete answer to this question, but given Estonia's level of development in digitalization (see e-services), it can be concluded that when a company is established online directly through the dedicated web interface, all related documents are prepared in electronic form, no original paper copy is made available to anyone, but a paper copy can be requested later (as will be explained in the next question).

Article 28(2) of the Commercial Code states that the data and documents stored in the register of companies are available for consultation in the notary's offices or on the corresponding website (see *e-notary*). Authentic forms from the register of companies can be obtained from the notary offices. Article 69(2) of the same Act deals with access to the register of companies via a computer network. On this basis, the responsible minister may provide by decree that notaries shall provide access to the electronic register of companies through the electronic notarial information system (e-notary). In this case, any person has the right to obtain a certified extract from the register of companies from the notaries' offices. It follows that a notary acting in the course of an online incorporation is also entitled to produce a paper document from the electronic documents created during the incorporation process.

2.1.5. Formal Requirements

There is no specific answer to this question in Estonian law, but the Trade Act states that a business file must be opened for every registered business. And the documents in the business file must be originals, notarized copies or officially certified copies when they are submitted. In the case of a copy, the name and signature of the person certifying the copy and the stamp of the office must be replaced by the digital signature of the person or the digital stamp of the office. However, it underlines that in an electronic folder, the original paper, the notari ally or officially certified transcript, must be replaced by a digitized document.⁴²

It is clear from the wording of the Act that electronic documents are also considered to be a full-fledged form of document, on a par with paper documents.

The e-Notary systems allow individuals, as well as representatives of companies and institutions, to access notarial documents (mainly contracts, orders, requests) related to them. This system includes documents notarized in

42 Commercial Code [Estonia] 38–39§.

Estonia after 23 November 2009. Pursuant to Section 16 (1²) of the Notaries Act, the notary is obliged to record certain specified documents in the digital notarial archive in the e-Notary Information System.⁴³

In accordance with Article 28 of the Commercial Code, entries in the business register are public, and everyone has the right to obtain copies of the documents in the business file. On the e-Company Register website, several services are available to enable holders of identity cards to use them free of charge and on a rent-free basis, where applicable by contract.

There are three basic services on the site. One of these is the query, which has four methods: simple query, detailed query, written query, name query.⁴⁴

In addition, the visualization tool provides an overview of the relationships between legal and natural persons registered in the business register and is designed to help detect money laundering schemes and patterns.⁴⁵

Finally, the *XML service* is for users who need to perform a large number of queries in the company registry or store data in their own database.⁴⁶

2.1.6. Platforms and Concurrency

In Estonia, there is an online platform specifically created for the purpose of starting a business online. The platform is available at <https://ariregister.rik.ee/eng?>.

The e-Business Register (e-Bärireistri) is one of the most widely used Estonian government e-services, allowing companies to submit documents electronically without the need for a notary and to register a new company, amend registration details, apply for liquidation and for removal from the register.⁴⁷

There are four steps to filing an application for company registration: preparation, signature, payment of state fees, and filing. The application must be signed by all persons involved in the incorporation, which is why it is important that each person has an e-ID. Thanks to e-services, several people can sign the documents remotely at the same time, so the incorporation is done simultaneously and entirely online. The steps and practical information on how to set up a company using the online platform are available at <https://www.youtube.com/watch?v=WAtMzLhN2N0>.

43 Notaries Act [Estonia].

44 More information on these can be found at the website <https://www.rik.ee/en/e-business-registry/queries>.

45 For more details, we advise the reader to see the following web interface: <https://www.rik.ee/en/e-business-register/visualization-tool>.

46 More information on this can be found at <https://www.rik.ee/en/e-business-registry/xml-service>.

47 Registering a new company.

2.1.7. Structured Filing System

Currently, this issue is regulated by the Notaries Act, more specifically Article 16. It stipulates that documents drawn up by a notary or a deputy notary are the property of the State and that a common archive has been set up to store them. These documents are therefore recorded in the digital notarial archives in the e-Notarial Information System.

The e-Notary system is an environment that supports the daily work of notaries and enables electronic communication between notaries and the state. The environment is designed with notaries in mind and allows them to do everything they need to do their job; the system also allows 16 different queries (e.g. to the Marriage Register, Official Gazette, Estonian Central Register of Securities, Building Register, Real Estate Register, Traffic Register, Land Register, Register of Succession, Population Register, Register of Recreational Craft, Register of Companies). The system is owned by the Chamber of Notaries, and the servers are managed by the Centre for Registry and Information Systems.

In order to ensure that the registration of notarial acts is carried out in a single, secure environment, the e-Notary system is only accessible to notaries and employees of the notary's office (deputy notaries, legal advisers, secretaries, receptionists, and archives staff) and is not available to the public.⁴⁸

The trade register also facilitates the flow of information. Article 22 of the Trade Act states that the Trade Register is a database of the State Information System, and the purpose of the management of the database is to collect, store, and publish information on individual enterprises, companies, and branches of foreign companies in Estonia. The Business Register is maintained by the Registration Department of Tartu County Court (the so-called 'Registrar').

2.2. Latvia

As in many other EU countries, Latvia currently allows companies to be set up online. In order to carry out the company registration process digitally, the Republic of Latvia takes into account the work of the classical registry authority, the online platforms established at the national level, and the identification tools provided by the EU.

The procedures for the incorporation of companies are mainly regulated by the *Act on the Company Register of the Republic of Latvia*⁴⁹ (hereinafter: the Act on the Company Register) in force since 2005 and by the *Act on Trade in Latvia*⁵⁰ (hereinafter: the Act on Trade) in force since January 2002, which, as a result of

48 E-notary.

49 *Par Latvijas Republikas Uzņēmumu reģistru* [Latvian Act on the Register of Commerce].

50 *Komerclikums* [Latvian Commerce Act].

the amendments of 2021, specifically refer to compliance with the requirements of Directive 2019/1151 in certain places.

In Latvia, the Companies Register of the Republic of Latvia (*Latvijas Republikas Uzņēmumu reģistrs*)⁵¹ is the Latvian state body that registers traders, their branches and representative offices, as well as changes to their constituent documents and performs other tasks required by law. The business register also includes mass media companies, associations and foundations, pledges, controlling interests, public-private partnership agreements, and matrimonial property agreements. It registers political parties, arbitration bodies, trade unions, religious organizations and institutions and also monitors insolvency proceedings.

Company registration procedures have been digitized and, as a result, applications for registration can be submitted electronically to the systems maintained by the Latvian Companies Registry.

A public e-service has been set up for the electronic management of various administrative procedures, including company registrations, which can be accessed via the website www.latvija.lv. In cases not covered by the e-service (e.g. e-signed documents issued abroad), the necessary information and documents must be sent via the designated e-mail address.

2.2.1. Identification

The opportunities and conditions for starting a business online in Latvia are still very rudimentary. The filing of the necessary documents for company formation requires, of course, the signature of the parties, which can be done by using a smart e-ID or e-Signature card or by using a digital electronic signature recognized by the EU, more detailed information on which is available via the website www.eparaksts.lv.

The status of the application and the correctness of the documents will be communicated to the applicant via the e-service website. The registration process also includes the obligation to verify the documents and the identity of the applicants, which is primarily the responsibility of the registration body, i.e. the Trade Registry. Identification and verification can be done in two ways: for citizens by using the data in the state databases and for foreigners by using their advanced electronic signature.

We can therefore talk about a prior checking procedure for documents. In this sense, the draft application and the supporting documents are checked before the application for registration. The State Registrar of Companies examines the documents and the authenticity of the data contained therein in accordance with the legislation applicable to the activities of the organization concerned and then informs the applicant of any errors via the website referred to above or by e-mail.

51 *Latvijas Republikas Uzņēmumu reģistrs* [Latvian Register of Commerce].

Pursuant to Article 4.4 of the Companies Registration Act, a special online form available on the website of the Companies Registry must be used for the electronic submission of the application. In order to verify the accuracy of the data provided, the Business Register uses data from the public information systems necessary for its operation. Accordingly, when identifying the natural persons involved in the online incorporation and verifying the personal data (personal status, capacity, legal status, etc.), an official of the Companies Registry checks the accuracy of the personal data in the Population Register under the supervision of the Office of Citizenship and Migration.

According to Article 9 of the Commercial Code, the documents to be filed must be authenticated in accordance with the procedures laid down in the law, i.e. in the case of traditional paper filing, notarization is required for hand signatures that identify the parties. In comparison, if the documents are provided with a secure digital signature and associated time stamp, no further notarization will be required.

In summary, when verifying a handwritten signature, the notary will check the applicant's capacity and the scope of the power of attorney of the authorized representative or agent. If the document is in electronic form and has been signed with an advanced electronic signature, the necessary verification tasks will be carried out by an officer of the court of registration.⁵²

It is also important to note that public documents issued abroad must be legalized in accordance with the procedures laid down in international treaties and accompanied by a notarized translation into Latvian. Therefore, the registration will ultimately require a Latvian translation of the original documents.

In the context of the prevention of money laundering and terrorism, the business register has the statutory task of providing public access to information on the beneficial owners of legal persons established in the Member States. In doing so, it cooperates with law enforcement agencies and financial and intelligence services.⁵³ It also sends information on requests for registration or registration of documents in the registers to the State Tax Service, which must also have online access to the above-mentioned data on request.

As can be seen from the previous answers, Latvian law does not provide for a procedure for the identification of members, officers, and other officials involved in the online incorporation of a company that is independent of the incorporation. The verification tasks must therefore be performed entirely by the Companies Registry: they are thus left to the registrar of companies or an authorized officer of the Registry.

Latvian law does not provide for mandatory legal representation when setting up a company online. If a legal representative acts on behalf of the person

⁵² Latvian Commerce Act, Article 9.

⁵³ Latvian Act on the Register of Commerce, Article 4, paragraph 14.

wishing to incorporate a company, the same rules apply as for incorporators. In this case, they will still be responsible for the authenticity of the documents and the identification of the applicants, which will continue to be handled by the company registry.

2.2.2. *Electronic Identification Solutions*

The identification of persons applying for registration can be done through a dedicated web portal (e-service) available at <https://latvija.lv/lv/Epakalpojumi/EP119/Apraksts>. The e-service is currently only available to natural persons. The identification of the person filing the documents can be done in two ways: the person involved in the company formation has to choose between the options of providing a bank identity or a civil identity.

After selecting the bank identity/identification means (currently available in nine Latvian state banks), the applicant selects his/her bank and is redirected to the bank's Internet banking login interface. The applicant can then identify themselves by entering their Internet banking login details for the online company formation.

The second option is to provide a civil/citizenship identity, which can be done through a dedicated identification system. Identification through the system, available on both computer and mobile applications (*eParaksts* and *eParaksts mobile*), can be achieved by using an ID card with an electronic chip (e-ID card or e-Signature card).

An e-ID card is an identity document that contains an e-Signature both for signing documents and for verifying a person's e-identity in the digital environment. An e-Signature can be requested on an e-Identity card from the age of 14.

The e-signature recognized in Latvia is linked to the use of an e-ID, so the applicant will need an e-ID card, which can be issued by the regional office of the Office of Citizenship and Migration or by an office abroad. Together with the card, the office will also send the applicant an envelope containing a PIN code. To use the card, you will also need a card reader and the free downloadable software eSigning (*eParakstītājs*).⁵⁴

To sign using the *eParaksts* mobile smartphone application, the applicant must log in to www.mobile.eparaksts.lv. The application is also available from the age of 14 with a valid identity document issued by the Republic of Latvia, i.e. passport, identity card (except e-ID card for foreigners) or residence permit.

A third option for electronic signature identification is the use of the *ePakasts* card, which, unlike the e-ID card, is only available to legal persons.⁵⁵

⁵⁴ *eParaksts*/e-ID.

⁵⁵ More information on how to apply for the cards is available at: https://www.eparaksts.lv/en/About_eSignature/What_is_an_eSignature (accessed: 22.04.2022).

Although the Notaries Act of 1993⁵⁶ (the ‘Notaries Act’), as amended in 2018, allows notaries to perform electronic acts and issue certificates through the Notary Information System by video conference,⁵⁷ the current Latvian legislation on online company formation does not specifically address the requirement of video identification.

The website used to set up a company online does not include specific identification options for people from other Member States, so they too must choose between the identification options available to Latvian citizens or through banks.

In Latvia, electronic means of identification recognized in the EU can be used to submit documents for company registration and to avoid notarization of signatures, which can be validated through state-provided systems, as described in the answers to the questions above.

With regard to persons from other Member States, it is important to note that if the application and the documents to be attached to it are signed with a secure (qualified) electronic signature issued abroad, they can only be submitted via the e-mail address of the Trade Register (pasts@ur.gov.lv). In this case, the e-service described above cannot be used.⁵⁸

When signing electronic documents, you must choose between the following signature formats: eDoc, PDF, or ASiC-E. The eDoc format can be selected if you need to sign a package of several documents or if there are files in other formats (e.g. if you need to sign images).

PDF is preferred if the recipient wants to use standard software – e.g. Adobe Reader – to read the signed document and verify the e-signature. The ASiC-E format should be used if the document to be signed is addressed to a national or organization of another Member State or if the document is signed by a citizen of another EU Member State. The signature format can be selected at the place where the document is signed (eparaksts.lv portal).

To summarize the previous answers, there are three ways to e-sign documents in Latvia: via the www.eparaksts.lv portal (online), using the free eSigner 3.0 program, which can be installed on a computer or phone, or via other registration systems. The validity of secure electronic signatures can also be verified through these platforms or programs. Electronically signed documents from other EU Member States (including documents signed using Latvian e- signatures) can also be verified via the European Commission’s Trusted List website (<https://esignature.ec.europa.eu/efda/tl-browser/#/screen/home>).

⁵⁶ *Notariāta likums* [Latvian Act on Notaries].

⁵⁷ Latvian Act on Notaries, Article 139.

⁵⁸ <https://www.ur.gov.lv/lv/kontakti/ka-iesniegt-dokumentus-elektroniski/e-adrese-vai-e-pasta/dokumenti-kas-parakstiti-ar-arvalstis-izsniegtu-drosu-elektronisko-parakstu/> (accessed: 26.04.2022).

2.2.3. Identification during Change Registration

In the description of the services available via the website for online company formation, the possibility to send the documents required for the registration of changes in electronic form is specifically mentioned. As the Companies Registration Act does not contain any facilitating or specific provisions for online change registration, it can be concluded that the general identification options described so far should be applied for this type of process.

2.2.4. Machine Readability of Files

Parts of the Latvian law specifically address the validity conditions for electronic documents and electronic versions of paper documents.

The requirements for the proper design and drafting of documents and their annexes are set out in the *Procedure for the Issuing and Presentation of Documents*⁵⁹ and *Cabinet Regulation No 558 on the drafting of documents*.⁶⁰ The signature of electronic documents and their derivatives is governed by the provisions of the *Electronic Documents Act*⁶¹ and *Cabinet Regulation No 473 of the Council of Ministers*.⁶²

Electronic documents are produced by computer printing, using dedicated applications. When registering online, the documents must be prepared using the templates that can be accessed from the business registry website or from the e-services portal, which has been referred to several times so far, so that they are always machine-readable. The above rules only address the conditions relating to the validity of e-documents.

According to Title II of the Cabinet Regulation 473, e-documents must be produced in one of the formats indicated in the Regulation, which are: plain text format, Open Document format, Office Open XML file format, portable document format (PDF), or digitally compressed and encoded image format (JPEG, TIFF, PNG).

Company documents can be issued and sent to applicants by post and e-mail. As Article 5 of the Electronic Documents Act allows for the creation of copies, transcripts, or extracts of e-documents equivalent to the originals, it can be concluded that members and other participants will also receive their copies in electronic form.

According to Article 5 of the Electronic Documents Act, a paper copy, transcript, or extract of an electronic document shall have the same legal force as the original,

59 *Dokumentu juridiskā spēka likums* [Latvian Act on the Legal Force of Documents].

60 *Dokumentu izstrādāšanas un noformēšanas kārtība* [The Procedure for the Issuing and Presentation of Documents].

61 *Elektronisko dokumentu likums* [Electronic Documents Act].

62 *Elektronisko dokumentu likums* [Electronic Documents Act].

provided that the correctness of the copy, transcript, or extract is certified in accordance with the legal requirements. A paper version of an electronic document may be created only from an electronic document that is machine-readable or can be displayed in graphic form. Although conversion is not specifically provided for in the law, it would be the responsibility of the business registry issuing the company documents to make these copies after the online incorporation.

A simple printout of the e-document without certification is for information purposes only and cannot be used by the parties in other proceedings. According to Article 54 of Decree No 993 on the procedures for the drafting and design of documents,⁶³ when a paper copy is made, the information that cannot be reproduced on paper must be indicated on the last page of the document, after the certified inscription. Failing this, the paper copy will not be valid.

2.2.5. Formal Requirements

This problem is not specifically addressed in the Latvian legislation in force. Since the provisions described so far allow for the conversion of paper documents into electronic format, it can be concluded that if these e-documents are prepared on the basis of the legislation mentioned in point 4, and thus have the necessary legal force, then machine-readable legal documents should henceforth be recognized by all other bodies.

In Latvia, there is no mandatory legal representation for company registration tasks, so the applicant is free to choose this type of service, for which a fee is charged.

The applicant must also ensure that the documents are legally signed electronically, that the means used for signing are valid, and that the necessary valid identification documents are provided. As the verification and identification requirements will continue to apply to the founders, it will ultimately also be up to the company or the founders to ensure that the documents are in the correct format.

2.2.6. Platforms and Concurrency

The Republic of Latvia allows online company formation operations and electronic submission of documents through the e-services portal mentioned above. Since the use of e-Signatures does not require additional notarization and the authenticity of documents is verified by checking the various state registers and granting a gap period, there is no need for remote parties to be in the online space at the same time. Consequently, the tasks related to the incorporation are not performed at the same time / at the same place.

63 The Procedure for the Issuing and Presentation of Documents.

2.2.7. Structured Filing System

Pursuant to the Act on the Companies Register, the Companies Registry shall ensure the conversion of archival documents into electronic format for storage in an electronic environment, in accordance with the legislation on records management.⁶⁴ From 1 August 2021, all entries in the Companies Register will be published in the official gazette *Latvijas Vēstnesis* and in electronic form on the website of the official gazette: <https://www.vestnesis.lv/english>.

Entries in the Register may be relied upon against third parties only after publication in the Official Gazette *Latvijas Vēstnesis* unless the relevant information was known to the third party prior to publication. If the third party proves that it did not and could not have been aware of the published information, such information may not be relied on in relation to legal actions taken within 15 days of publication.

The Companies Register of the Republic of Latvia provides information on all registered legal entities and legal facts. Public information and documents registered in the Companies Register (articles of association, annual report, memorandum of association, rules on reduction of share capital, etc.) can be obtained online from the website of the Companies Register without verification of authenticity, immediately and free of charge.

Non-public information can be requested for a fee by submitting the information request form⁶⁵ in person or by post or by sending it as an electronic document with a secure electronic signature and digital time stamp to the Registry's e-mail address. The request must include detailed information on the payment of the fee to the Trade Register (a copy of the document proving payment or a printout of the online bank transfer). The fee for a copy of a document is EUR 9,00 for a document from the registration file and takes 3 working days to obtain; for other documents from the archives of the Trade Register it is EUR 4,5 and can be obtained within 5 working days.⁶⁶

The Act on Electronic Documents states in Article 6(2) that the National Archives of Latvia is responsible for the management of documents intended for long-term and permanent storage and that the Archives must also ensure that the preservation and accessibility of documents is ensured in the archives of state and local government institutions.

64 Latvian Act on the Register of Commerce, Article 4, paragraph 4.

65 Request Information.

66 Copies of document.

2.3. Lithuania

In Lithuania, the registration of companies is the responsibility of the Register of Legal Entities,⁶⁷ which operates under the control and supervision of the State Registration Centre (*Registru centras*).⁶⁸

The Lithuanian Register of Legal Persons (*Lietuvos juridinių asmenų registras*) was established by the Lithuanian legislator by Act IX-368./2001.12.06⁶⁹ (hereinafter referred to as the Register of Legal Persons or the Register).

The following information is stored in the Register: name of the legal person, company registration number, legal form, legal status, registered office of the legal person, bodies of the legal person, members of the governing bodies (first name, surname, ID number, place of residence) and partners authorized to enter into contracts on behalf of the legal person and the extent of their rights, branches and representatives, restrictions on the activities of the legal person, expiry of the period of time for which the legal person is established, financial year, dates of amendment of documents and particulars contained in the register, information on natural persons who are authorized to enter into contracts on behalf of the legal person and other particulars required by law.

The Registry also offers, among other things, the possibility to check, free of charge, that a given name is not the same as the names used by other legal persons, branches or representatives, or the names temporarily recorded in the Registry.

In 2010, the State Registration Centre also introduced an electronic service for the establishment and registration of legal persons. The service, which does not require paper documents, relies heavily on electronic signatures based on a public key infrastructure (PKI). The electronic service for the establishment and registration of legal persons has so far been available to Lithuanian citizens, but the Registry is making great efforts to ensure equal opportunities for foreign investors. In the meantime, foreign clients are offered the *E-Guide* to start a business in Lithuania, which provides assistance with company formation and registration.

2.3.1. Identification

In order to complete the online company registration process, the applicant must first log in to the Customer Service / Self-Service System of the Registry Centre (JAREP Self Service System), which can be accessed through the following

67 *Registru Centras* [Lithuanian Register of Legal Entities].

68 Established by Resolution 742/1997 of the Government of the Republic of Lithuania of 8 July 1997.

69 *Lietuvos Respublikos juridinių asmenų registro įstatymas* [Act on the Register of Legal Entities of the Republic of Lithuania], 2001 m. birželio 12 d. No IX-368.

website: <https://www.ipasas.lt/?app=savitarna>. When logging in, electronic identification can be done in two ways: by using an electronic signature or by providing your bank identity through the online banking login process.

*The Code of Conduct for the Registration of Legal Persons*⁷⁰ (hereinafter: the Code of Conduct) does not require a notary public to certify the establishment of a company online. According to Article 6 of the Management Regulations, when the documents required for the incorporation of a company are submitted electronically, they are sent to the Registrar of Companies, who then verifies the authenticity and accuracy of the information contained therein.

Pursuant to the Decision of the Government of the Republic of Lithuania on the Prevention of Money Laundering No. VIII-275/1997,⁷¹ as subsequently amended and supplemented, all entities established in Lithuania are obliged to obtain, update, and store accurate information on beneficiaries and to submit this information to the Lithuanian Trade Register. In this respect, therefore, the verification obligations related to the identification of officers or future members fall mainly on the Registry.

As of January 2022, a new beneficial ownership register (the *Legal Entity Beneficial Ownership Information Subsystem – JANGIS*) was launched in Lithuania. The register is currently in its initial stage, but it is now mandatory to register the beneficial owners of natural persons in companies.⁷²

A member of the management board of a Lithuanian company can submit a true statement of ownership (hereinafter UBO) electronically (without a paper copy) through JANGIS or by proxy (given by the member of the management board) to be registered in the Register of Legal Persons. To access JANGIS and submit UBOs, an electronic signature certified by a qualified certificate is required (provided by *Registru Centras* or by an ID card issued by mobile operators (mobile signature) or by the Identity Document Personalization Centre).

The Lithuanian legislation currently in force does not expressly mention the requirements for the identification of the parties. Documents submitted in digital format must be accompanied by a qualified and officially recognized electronic signature. Documents uploaded through the JAREP Self-Service system are thus verified by the Registrar of Companies. It can be concluded that in this case there is no longer any need to use the services of a notary for identification tasks. The verification tasks will thus be carried out by the registrar of the Trade Register

70 *Del Juridinių asmenų registro tvarkymo taisyklių patvirtinimo* [Regarding the approval of the rules for managing the Register of Legal Entities].

71 Republic of Lithuania Act on the Prevention of Money Laundering and Terrorist Financing.

72 As defined in Directive (EU) 2015/849/EC of the European Parliament and of the Council on the prevention of the use of the financial system for the purposes of money laundering or terrorist financing, amending Regulation (EU) No 648/2012 of the European Parliament and of the Council and repealing Directive 2005/60/EC of the European Parliament and of the Council and Commission Directive 2006/70/EC.

as part of the company formation process and on the basis of the electronic identification means previously obtained.

The head of a legal person may authorize his or her legal representative (mainly a lawyer) to submit applications and documents to the Register of Legal Persons. If the documents are filed through a representative, the documents evidencing the representative's authorization must be submitted to the Registrar together with the other documents. A representation agreement by a lawyer is an appropriate document to prove the authorization.

If a legal representative is acting in the formation of the company, he or she is not competent to carry out the tasks of identifying the members, managers, other officers (supervisory board, auditor, etc.) involved in the formation of the company.

There is no mandatory legal representation for the company registration process, and the registrants are free to choose the legal services they wish to use. In all cases, the Registrar of Companies will carry out the verification and identification tasks.

2.3.2. Electronic Identification Solutions

As explained above, the identification is carried out through a dedicated web interface available at <https://www.ipasas.lt/?app=savitarna>. During the registration process, the founders can submit the necessary documents in this way electronically directly through the JAREP Self-Service system, and the first and most important requirement is that the founder has a qualified electronic signature.

There are currently three bodies in Lithuania that have issued qualified electronic signatures: the State Enterprise Registration Centre (*Registru centras*), mobile operators (Bité, Telia, Tele2, Teledema), and the Personal Data Issuing Centre. The *elektroninis.lt* electronic signature (*elektroninis.lt parašas*) issued by the State Enterprise Registration Centre essentially consists of two qualified *elektroninis.lt* digital certificates. One is a digital certificate for personal identification, which is an electronic proof of identity. It links the electronic signature verification data to the signatory and confirms or allows the signatory's identity. The other is a digital signature certificate, which ensures the validity of the data signed with an electronic signature and protects it against forgery.

As a consequence, it can be stated that the electronic signature has three important roles: identification for e-services, signing of electronic documents on the website <https://www.gosign.lt/en/>, and approval of financial transactions in e-banking.⁷³

As regards the bank identity, the savings account for the payment of the share capital can be opened electronically at Luminor, Citadele, Swedbank, SEB, LKU,

⁷³ What are the uses of *elektroninis.lt*?

Siauliu Bankas, and Medicinos Bankas. In order to access the self-service customer support system and use e-services for company registration through banks, an electronic application must be submitted to the respective bank. The contract for the savings account issued by the bank employee must be accompanied by a qualified electronic signature. After the signature, the bank informs the e-service system of the Registry Centre of the concluded contract and the amount of money transferred to the savings account. If all requirements are met, it will be possible to proceed with the company registration.

As described above, identification is available through a dedicated web interface, which does not provide any separate image or video identification options at login other than the different signature formats or bank identity.

Following in Estonia's footsteps, in January 2021, the Republic of Lithuania also launched an e-Residency program, which is largely based on the Estonian model. The program is designed to facilitate access to public administration, government and commercial services electronically for all e-residents, regardless of nationality or place of residence. As it is a fairly recent and embryonic program, it currently only provides non-Lithuanian citizens with a digital identity and electronic signature tools to access e-services.⁷⁴

The e-Accession application can be filled in via the Lithuanian Migration Information System and then submitted to the Ministry of Migration via an external service provider of your choice. Within 4 months from the date of filling in the application, the person must also appear in person by presenting a valid travel document that meets the identification requirements set out in the Act of the Republic of Lithuania on Prevention of Money Laundering and Terrorist Financing, providing biometric data to prove his/her identity (face and two fingerprints), and presenting a document authorizing him/her to stay in the Republic of Lithuania if the application is submitted by a foreigner subject to visa requirements.⁷⁵

Article 6 of the Code of Conduct, already referred to in the first answer, requires that documents used to set up a company online must be accompanied by a certified qualified electronic signature.

2.3.3. Identification during Change Registration

Electronic changes to company data are possible only for citizens of the Republic of Lithuania or foreigners who have an identity document issued in accordance with the procedure laid down in the legislation of the Republic of Lithuania and a qualified electronic signature.⁷⁶

⁷⁴ E-Residency in Lithuania: All You Need to Know.

⁷⁵ Migration Department under the Ministry of the Interior of the Republic of Lithuania.

⁷⁶ <https://info.registrucentras.lt/node/904> (accessed: 28.04.2022).

If the manager of the legal person does not have or cannot obtain a qualified electronic signature, the electronic amendment request may be submitted by a person authorized by the manager and holding a qualified electronic signature. There are three ways in which the head of the legal person can grant an authorization: electronically via the electronic self-service of the Registry, by post, or in person at the Customer Service Department. In each case, a fee of €7.26 is payable for the registration of the authorization.⁷⁷

Documents submitted by a legal person via the electronic self-service system of the Registry Centre may also be submitted electronically to the notary, provided that certain conditions are met. More information on these can be found on the website <https://www.registrucentras.lt/p/171>. The modification of data by electronic means varies in most cases depending on the data that the person wishes to modify, but there are some constant requests: JAR forms⁷⁸ and electronic signature. For example, there is a separate procedure for changing the name of a legal entity,⁷⁹ its registered office,⁸⁰ and its contact details.⁸¹

2.3.4. Machine Readability of Files

Since the JAREP self-service system automatically generates the documents required for the incorporation of a company (the articles of association, the statutes, the list of shareholders, the application for registration in the register of legal persons) after the completion of the predefined electronic forms (JAR-5-E electronic forms), these are always generated in a machine-readable format.

Based on the provisions of the Regulation on the Approval of the Registration of Legal Entities adopted by the Lithuanian Government,⁸² the State Enterprise Registration Centre (hereinafter: The Registry Manager) provides data, information, copies, and duplicates of the stored electronic documents to the applicants, at the same time realizing the interoperability of the Registry with other registers, state information systems, and classifiers and transmitting and receiving data to and from them in accordance with the provisions and agreements stipulated in the regulations and agreements of the registers, state information systems, and classifiers.

When setting up a company online, documents are prepared electronically. They are available to both members and participants through the JAREP Self-Service system, so no paper copies are made ex officio. Consequently, participants

77 <https://www.registrucentras.lt/p/459> (accessed: 26.04.2022).

78 <https://www.registrucentras.lt/p/49> (accessed: on 26.04.2022).

79 <https://info.registrucentras.lt/node/724> (accessed: 26.04.2022).

80 <https://info.registrucentras.lt/node/549> (accessed: 26.04.2022).

81 <https://info.registrucentras.lt/node/784> (accessed: 26.04.2022).

82 *Del Juridinių asmenų registro nuostatų patvirtinimo* [Regarding the approval of the provisions of the Register of Legal Entities].

can also access their own copies online, i.e. in the form in which they were issued electronically by the registration system.

After the Registrar of the Registry has entered amendments to the data or information concerning legal persons in the Registry, these amendments will be published no later than the next working day and will also be published on the electronic bulletin board on the day of their registration. Pursuant to Article 4.262 of the Lithuanian Civil Code,⁸³ the data entered in the Public Register shall be deemed to be correct and complete.

If the legal person was created electronically, or its articles of association were amended through the self-service system (statutes, bylaws), the founding documents and other company documents stored in the JAREP Self-Service system can be accessed and printed by the person requesting registration (founder joining as a natural person), the managing director, or other person authorized to provide electronic data and sign documents.

Upon request, the Register of Legal Persons issues different types of company extracts such as short, basic, extended, extended with historical extracts, and electronically certified extracts. An electronic certified extract (ESI) from the Register of Legal Entities is an official document that must be accepted as a valid document by anyone in the online space. The ESI must be issued free of charge to newly registered legal entities. The ESI (access key) will be issued for a fixed fee (EUR 1.92) subject to exceptions set out in the law. The ESI verification system should allow for the free verification of the legal entity's current data and information by indicating the access key (code) provided. Third parties (public authorities, banks, etc.) who receive an access key from the legal entity can no longer require the company to submit a paper company certificate, as a document signed with a secure electronic signature has the same legal effect as a written document.

If the legal person has been registered electronically, or its articles of association have been amended through the electronic application of the Registry Centre,⁸⁴ the documents stored in the system can be accessed and printed by the founders or the managing director. The application will show all the documents submitted during the incorporation of the legal person, but simply printed documents will not be considered as the original document.⁸⁵ Thus, an electronic document can be printed for personal use and for non-binding official information, but in this case it must first be saved in PDF format.

The conversion of electronic documents to paper is governed by the state recommendations on printing copies and extracts of electronic documents,⁸⁶ and

83 *Lietuvos Respublikos civilinis kodeksas* [Civil Code of the Republic of Lithuania]. Žin., 2000, No 74-2262; 200.

84 <https://www.registrucentras.lt/savitarna/> (accessed: 27.04.2022).

85 <https://info.registrucentras.lt/node/649> (accessed: 27.04.2022).

86 <https://info.registrucentras.lt/node/649> (accessed: 27.04.2022).

parts of the Lithuanian Document Preparation Rules,⁸⁷ which are referred to in the document several times. These only deal with the content of the documents to be created, not with the persons authorized to issue them. As the fees for the provision of information in paper form are specifically indicated on the website of the Trade Register (<https://www.registrucentras.lt/p/45>), it can be concluded that electronic documents may be produced by an official of the Trade Register in paper form for a fee.

2.3.5. Formal Requirements

Thanks to the *elektroninis.lt* digital signature mentioned in the second point, there is no longer any need to go from one authority to another with paper documents. State and local authorities will have to accept electronically signed and submitted documents in the same way as paper documents. Article 5(4) of the Act on Electronic Transactions in Electronic Identification and Trust Services of the Republic of Lithuania⁸⁸ states that a digital document signed by an electronic signature of a company representative has the same legal force and effect as a document printed on paper and signed in handwriting with an official stamp. In all cases, the documents to be uploaded must be saved in PDF format.⁸⁹

The data and information from the Register of Legal Persons are provided by the State Central Register for a predetermined public fee.⁹⁰

The Register of Legal Persons may issue original copies of company documents in both paper and electronic form, the latter being machine-readable documents.

Data is provided in XML and JSON (machine-readable) formats for automated processing. For this purpose, the requesting company must conclude a data contract with the State Central Registry and acquire the software to receive the data in order to facilitate the long-term permanent provision of data.

2.3.6. Platforms and Currency

Certain tasks related to the online incorporation of a company can be carried out by remote parties by logging into an online interface. For example, if an electronically registered legal entity is established at a registered office/establishment not owned by the founder, the owner of the property must confirm electronically his/her consent to the transfer of the registered office/establishment to the resulting legal entity – when registering the legal entity, the founder must

87 <https://e-seimas.lrs.lt/portal/legalAct/lt/TAD/TAIS.403753/asr> (accessed: 27.04.2022).

88 *Lietuvos Respublikos elektroninės atpažinties ir elektroninių operacijų patikimumo užtikrinimo paslaugų įstatymas* [Act of the Republic of Lithuania on Electronic Identification and Reliability Assurance Services of Electronic Transactions].

89 <https://info.registrucentras.lt/content/24915> (accessed: 28.04.2022).

90 <https://www.registrucentras.lt/p/45> (accessed: 28.04.2022).

indicate the person provide the details of the person selected. In this case, the system will generate the document *Consent to the Provision of Premises for the Legal Entity's Registered Office*. The owner of the real estate connected to the JAREP Self-Service system will receive the completed consent form (*Consent to the Provision of Premises for the Registered Office of a Legal Person*), which he/she must sign electronically by selecting Register of legal persons → My documents. Once the owner has confirmed his/her consent electronically, the founder of the legal person will be notified by e-mail. The founder may proceed with the registration of the company only after the owner of the property has given his consent.⁹¹

When carrying out the necessary operations for the online incorporation, participating members have the possibility to sign the electronically issued articles of association electronically in the JAREP Self-Service system. Simultaneity in this form only applies to the signing of documents. Further verification of the documents, identification of the parties, possible completions, and registration of the company will take place at different times.

2.3.7. Structured Filing System

The storage of documents registered in the Register and the exchange of data with other systems is governed by the *Rules on the Registration of Legal Persons*⁹² (hereinafter: the Rules). Pursuant to Article 13 of the Code, the Registry is responsible for ensuring compliance with the data management obligations set out in Regulation (EU) 2016/679 and for fulfilling the tasks set out in the Act on the Management of State Information Resources.

In addition, the Rules specifically provide that the registry administrator is responsible for ensuring the security of data, information, and documents and for the interaction of the Registry with other registries and public information systems. Furthermore, according to Article 13(6), the registry administrator is required to create and enter into the Registry the data, information, and any copies of electronic documents stored in the registry systems. He is also required to ensure the archiving of the registry data and to make the data series thus compiled available to the Lithuanian open data portals using the State Data Management Information System.

To be continued in Issue No. 2023/2 of Acta Universitatis Sapientiae, Legal Studies.

91 <https://linden.lt/startup/imones-steigimas/steigimas-rc-savitarnos-sistemoje/> (accessed: 28.04.2022).

92 *Del Juridinių asmenų registro nuostatų patvirtinimo* [Regarding the approval of the provisions of the Register of Legal Entities].

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