



The New Law on Entrepreneurs – Brief Overview

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Shareholder Agreement

Shareholder Agreement – Instrument of Incorporation of a Company:

- Brand name.
- Address.
- Shareholder identification data.
- Identification data of individuals having management and representative powers, as well as commercial representatives.
- The procedure for appointment and dismissal of individuals with management and representative powers, members of supervisory boards and their competence.
- Number of shares (including subscribed shares) issued by LLC.
- Maximum amount of capital, if any at the moment of incorporation.
- Conditions, if any, limiting alienation of shares.

Shareholder Agreement LLC

- Number of shares issued. Whether the company received the consideration or not.
- Maximum amount of capital, if any at the moment of incorporation, within which LLC may decide to subscribe shares in the future.
- The number of shares, if any, issued at the time of incorporation of LLC. Information of redistribution of current shares and the percentage of participation of shareholders in the capital.
- Nominal value of shares, if any.
- Special conditions limiting alienation of shares.
- Information on nominal value and limitation of alienation for each class of shares.

Shareholder Agreement JSC

- The amount of Subscribed Capital at the time of registration (min. GEL.: 100'000).
- The maximum amount of capital with which JSC may subscribe shares in future (authorized capital), as well as the nominal value of the shares (if any).
- the nominal value (if any) and the number of shares, or where there is no nominal value, the number of shares subscribed at the time of incorporation of the JSC.
- Special conditions limiting alienation of shares.
- Information on nominal value and limitation of alienation for each class of shares.
- The paid-up portion of Subscribed Capital.
- Nominal value of shares issued, or if there is no nominal value, number of issued shares, the nature of the contribution, and person making contribution.
- Existing or estimated costs of incorporating JSC or obtaining license / permission.
- The economic benefits received or to be received from the joint-stock company by the persons involved in the performance of the actions related to the incorporation and the obtaining of a license / authorization.

Statute of a Company

Standard forms approved by the Ministry of Justice:

- Legal Organisational Form
- Activities
- Limitations on share title
- Information on Shareholder Agreement, if any

Registration Data

Standard forms approved by the Ministry of Justice:

- Legal Organisational Form
- Activities
- Limitations on share title
- Information on Shareholder Agreement, if any.
- Data, which is obligatory for shareholder agreement and statute.