

SOURCES OF INFORMATION ON FIRMS

Ing. Katarína Šebejová, Československá obchodná banka, a. s.

Continued from 2/2004

Cadastral Real Estate Register

The real estate register (or "cadastre")¹ contains a set of geodetic information and a set of descriptive information. The cadastre also contains a collection of documents, summary cadastral data on the land fund, land registers, the railways register and other documents.

Since 1993, the authorities have been building up the real-estate cadastre to serve as an information system in particular for protecting real-estate property rights (rights of lien on real estate are registered in the cadastre), for tax and fees purposes, for valuing land, for protecting the agricultural and forestry land fund and for assembling other information systems on real-estate property. The information system of the real estate cadastre is centrally administered by the Geodetic and Cartographic Institute, Bratislava², where an entry for external users is subject to a fee.

Since February 2004 an electronic real-estate cadastre has been available on the Internet³ through the cadastral portal application at www.katasterportal.sk, which is administered by the Geodetic and Cartographic Institute, Bratislava. The cadastral portal is used to search for data via a graphics interface or registered identification codes; for advanced searching via a database interface; for the registration and recording of accesses. The generated outputs are an extract from the real estate cadastre (title deed), data on lands (lot no., dimensions, type and manner of use, type of property preservation, title deed no., etc.), a list of buildings, a register of owners, summary outputs for service purposes, statistical and other outputs (Register of Municipalities, Register of Cadastral Territories), a transparent vectorial cadastral map⁴. The outputs are only of an informative nature; input data will be updated monthly.

Access to the information is not free. Access to the database is possible on the basis of registration, following the creation of a virtual user account and the depositing of a minimum deposit of SKK 1000 to the operator's account. Fees are then deducted on-line from this

¹ Act No. 162/1995 Z.z. on the cadastral register and on the registration of ownership and other rights to real estate (the Real Estate Register Act) as amended (full wording Act No. 3/2002 Z.z.).

² Government agency of the Geodesy, Geography and Cadastral Authority of the Slovak Republic (www.geodesy.gov.sk).

³ SR Government Resolution No. 540/2002.

⁴ Currently the cadastral map is created in digital form only in certain cadastral territories.

Figure 1: www.katasterportal.sk – entry registration



Figure 2: www.indprop.gov.sk – entry to the database



amount; in the case of a zero balance, the system becomes non-accessible. All information is at www.gku.sk.

Intellectual property rights registers

The registers of trademarks⁵, designs⁶, utility designs⁷, patents⁸ and the register of European patents with a designation for the Slovak Republic is administered by the Industrial Property Office of the Slovak Republic. Selected data is available free at www.indprop.gov.sk. The outputs are only of an informative nature

⁵ Act No. 610/2002 Z.z. on trademarks, § 43.

⁶ Act No. 444/2002 Z.z. on designs, § 48.

⁷ Act No. 478/1992 Z.z. on utility designs, § 20.

⁸ Act No. 435/2001 Z.z. (the Patents Act), § 57; Convention No. 376/2002 Z.z. on the Granting of European Patents, Article 127.



re. The main data concerning applications and registered rights is recorded in the registers. The registers are public; everyone has the right to view them, records and changes are published in the Journal of the Industrial Property Office of the Slovak Republic. Searching in the registers is possible (to identify an entrepreneur, or firm) only on the basis of the name of the applicant, or owner of the intellectual property right.

Non-public registers

Central register of tax entities

A legal entity or natural person that is licensed to conduct business activity, or commences other self employment in the Slovak Republic is obliged to register at the local tax administrator⁹. Besides registration, they also have a notification obligation. The tax administrator verifies the data, assigns a tax identification number to the registered entity and issues a registration certificate to the entity.

The Ministry of Finance of the Slovak Republic has established a tax directorate¹⁰ for the territorial districts of all tax authorities, which among its other tasks creates, maintains and operates a tax information system, administers a central register of all tax entities, updates the database, and provides information. Only authorised persons may view the central register of registered and non-registered tax entities and provide information from it. A tax secret represents information on a tax entity that is obtained in tax proceedings or in connection with it. A violation of tax secrecy is not deemed to represent the publication of a list of tax debtors¹¹, a list of tax entities to which tax reliefs have been granted, the publication of data on the committing of tax-related criminal acts on which a legally-valid decision has been issued, the notification of the registration of a taxpayer to a different tax entity. Lists of tax debtors for the preceding year are published in the second half of the current year, separately for legal entities and for natural persons with an identification number on the tax directorate's website www.drsr.sk.

Register of loans and guarantees (legal entities)

Since 1997 the National Bank of Slovakia has administered a register of loans and guarantees¹², from which it provides data to banks and branches of foreign banks. The register contains data on loans provided to entrepreneurs or other entities, on the securing of recei-

vables from these loans and on liabilities accepted in respect of entrepreneurs or other entities in SKK or in a foreign currency, which banks and branches of foreign banks¹³ are obliged to provide in writing immediately to the NBS. The data is subject to banking secrecy and may not be provided to other entities.

The following data is notified to the register of loans and guarantees:

- loans provided, liabilities accepted (items precisely stipulated in the measure),
- a business that is a legal entity, (business name, legal form, registered office, identification number, list of owners owning a more than 10% share of the registered capital, or voting rights and the date as at which this is valid, i.e. a list of legal entities (business name, legal form, registered office and identification number) and of natural persons (name, surname, business name, identification number or birth certificate number, permanent address and place of business, if different from the place of residence),
- a natural person – entrepreneur (name, surname and business name, identification number, permanent address and place of business if different from the place of residence)
- a different natural person (name and surname, birth certificate number, permanent address),
- a different legal entity (title, identification number, registered office).

A bank is provided data from the register on a business or other entity, broken down into two divisions, according to whether data on loans and guarantees have been notified to the register by banks that have or banks that have not updated their data in the register in the past 3 months.

The NBS has available (with semi-annual updating) also data from the register of mortgages, which is administered by each mortgage bank¹⁴. Although the register of mortgages contains detailed data on each mortgage and municipal loan¹⁵, the NBS does not administer it as a loan register, and the information serves for the needs of banking supervision.

Journals

Commercial Journal

The Commercial Journal is the publication of data entered in the Commercial Register, notifications on

⁹ Act No. 511/1992 Zb. on the administration of taxes and fees and on changes in the system of territorial financial authorities as amended (complete wording Act No. 171/2001 Z.z.)

¹⁰ Act No. 150/2001 Z.z. on tax authorities, § 3.

¹¹ Act No. 511/1992 Zb. on the administration of taxes and fees as amended, § 23, §23b. In the list is stated the name and surname of the natural person, their permanent address and place of business (if different), the business name of the legal entity, registered office, amount of the tax debt, broken down by the individual types of taxes.

¹² Act No. 481/2001 Z.z. on banks as amended, § 38.

¹³ Details on the management and use of the register, the scope and manner of notification and the provision of data as well as their technical security are in the NBS measure of May 30, 2003 (2/2003) on the register of loans and guarantees, effective as of June 1, 2004.

¹⁴ Act No. 481/2001 Z.z. on banks as amended, § 76.

¹⁵ Decree of the NBS and the Ministry of Finance of the SR of December 21, 2001 on the register of mortgage loans and on the standing and activity of a mortgage administrator.

**Figure 3: www.justice.gov.sk – Commercial Journal**

depositions in the collection of documents, as well as other important data, the publication of which is required by special regulations (for example decisions of bankruptcy courts). The Commercial Journal is published by the Ministry of Justice of the SR. The publication of data in the Commercial Journal has been governed since February 1, 2004 by SR Government Regulation no. 42/2004 of December 17, 2003 on the Commercial Journal. The regulation ensures the prompt publication of data, whereby this contributes to increasing and the transparency of the business environment. The frequency of issuing the Commercial Journal has also been changed (as a rule every working day), where this will be continued up until the paper form is replaced with full (equal legal) force by the electronic form¹⁶. A new form is currently being prepared for publishing financial data.

The government regulation on the Commercial Journal is in accordance with SR Government Resolution No. 280/2003 (a draft of measures raising the efficiency of the Commercial Register). It is the first, so-called legislative-organisational phase, in which the process of the Commercial Register's workings are being changed¹⁷. The second phase, which should be completed in mid-2005, envisages the interconnection of the information systems of individual registry courts to a central, publicly accessible online Commercial Register database, which will enable the publication of data entered in the Commercial Register on the Internet (i.e. the Commercial Register will be on the Internet) and this data will be legally binding. The third phase should ensure the crea-

¹⁶ The regulation stipulates the source document for the publication of data as well as the form in which it is submitted to the publisher (in writing or electronically), the manner of document delivery (e-mail or post), the term in which the publisher is obliged to make public or publish individual types of data and the level of fees.

¹⁷ On the basis of Act No. 530/2003 Z.z. on the Commercial Register and Executive Decree of the Ministry of Justice of the SR of December 15, 2003, specifying specimen forms for submitting proposals for an entry and list of documents to accompany the proposal.

tion of the prerequisites for electronic communication with the Commercial Register. An entry in the Commercial Register will be automatically followed by the publication of the entered data on the Internet, representing much more flexible access to the legally-binding data of the Commercial Register.

The Commercial Journal has, since 2004, been accessible for free at the SR Ministry of Justice's website at www.justice.gov.sk and at the address www.zbierka.sk, at which also other journals are accessible (as a rule, for the years 2001 and later).

Public Procurement Journal

The Journal¹⁸ publishes notifications used in public procurement, a list of businesses¹⁹, including changes, data concerning professional preparation and re-training, a list of procurers subject to the Agreement on Government Procurement and other information.

The Journal is published by the Office for Public Procurement. The source document for a publication is the original of a notification, this being published at latest 12 days from the date of its sending, or in a shortened period of 5 days.

Public information from the capital market

The organiser of the non-public stock market is the Bratislava Stock Exchange (Burza cenných papierov v Bratislave – BCPB). Information on issuers of listed shares (including selected information from financial statements), a list of stocks tradable on the exchange, on-line information on deals concluded on the exchange, with a delay of 60 minutes (including prices), the development of the average exchange rate for a selected stock, as well as the values of the SAX and SDX stock exchange indices are available free on the website www.bsse.sk²⁰.

The registration of stocks and activities connected with this was carried out by the Securities Centre (Stredisko

¹⁸ Act No. 523/2003 Z.z. on public procurement.

¹⁹ The Office for Public Procurement administers a list of businesses that have proven their capability to conclude contracts in public procurement, and that have requested registration. Registration in the list authorises the business to participate in public procurement without the need to prove the fulfilment of conditions. The list contains the business name and registered office of the business, its subject of business, identification code and registration number. It is publicly accessible; everyone has the right to view it and make extracts from it. The data registered is effective in respect of every procurer; it is not necessary to verify the data.

¹⁹ For a fee, the public can use the service BURZANet (historical data on trading), a professional user can, on a contractual basis, use three basic service packages: a complete service (1) on real-time trading, (2) on trading following the end of the day's trading, (3) on issuers. The stock exchange also states on the internet the information obligations of issuers on the quoted main market and notification duties.

²⁰ Always upon the issuing, change or cancellation of a stock issue and upon a change of form of the securities, sometimes also at the request of the issuer.



cenných papierov – SCP), which was organised on a non-membership principle. On January 19, 2004 the SCP changed its name, transforming into the Central Securities Depository of the SR (Centrálny depozitár cenných papierov SR, a.s.) and now operates on a membership principle.

The central depository establishes at the request of an issuer, an issuer's register containing:

- a numerical designation of the register, the date of its establishment, the date and time of performing an entry in it,
- data on the issuer: business name or title, identification number, and registered office, if it is a legal entity; name and surname, birth certificate number and permanent address, if it is a natural person,
- data on individual stocks in the stipulated scope, if the security is registered on an account administered by the central depository,
- business name or title, identification number and registered office of a member, data on individual stocks in the scope stipulated, if the stocks are registered on a client's account of a member.

The central depository is obliged to hand over to the issuer a statement from its issuer's register²¹. The central depository and member are obliged to publish at least once a week in the daily nationwide press publishing stock market reports data on stocks accepted on the quoted securities market in the case of which a transfer against payment in a manner other than at the instruction of the stock exchange was registered²².

The central depository is obliged to publish without undue delay in the daily nationwide press publishing stock market reports data²³ on:

- issued (changed, cancelled) issues of securities accepted on the quoted stock market,
- the commencement and lapsing of suspensions to the right to handle a whole issue of securities accepted on the quoted stock market.

According to valid legislation, when the central depository begins its activity²⁴, it will already be obliged to make public only information concerning those companies whose shares have been accepted on the quoted stock market.

²¹ Always upon the issuing, change or cancellation of a stock issue and upon a change of form of the securities, sometimes also at the request of the issuer.

²² In particular the business name of the issuer, the type of security and ISIN, the number of security units transferred in each issue, the average price in each issue in which the securities were transferred.

²³ The business name, registered office, identification number of the issuer (legal entity), name, surname and birth certificate number of the issuer (natural person), type of security, ISIN, date of issue, change, cancellation of the issue, form, format, number of securities in the issue, or date of the commencement, lapsing of a suspension of the right to handle securities.

²⁴ Act No. 162/2003 Z.z. amending Act No. 566/2001 Z.z. on securities and investment services stipulates a 60-day term, during which services pursuant to the hitherto regulations are to be provided.

Annual reports of Slovak firms

The annual report is a document stored in the Collection of Documents. At present the annual reports of some Slovak firms are most easily available in electronic form on the website www.ineko.sk. INEKO, the Central European Institute for Economic and Social Reforms has, since the year 2000, organised the competition "Best Annual Report of the Year". Electronic annual reports are judged separately in the competition, where subsequently all of them are available on the competition organiser's website. Increasingly, however, annual reports are appearing also on the websites of individual firms.

The future of corporate information in the SR

Online access to public registers may be seen as a first step towards increasing the transparency of the SR business environment. For the time being an extract from a register obtained via the Internet is only of an informative nature and is not completely up to date (data in individual registers is updated with a varying degree of time delay). Development trends as well as aims of the SR Government are leading towards the end of printed periodicals, and to the publication of data on the Internet and to a unification in access to registers.

At the start of 2003 there was talk of aims to create a so-called Register of Registers – a Central Register of Economic Subjects (CRES)²⁵. The draft of the SR Ministry of the Economy and the Statistics Authority of the Slovak Republic was not, however, approved²⁶. The plan also involved the SR Ministry of Justice, the Ministry of the Interior and the Ministry of Finance. CRES was to have contained the data of nine registers, which would have remained in an unchanged format, it would have been publicly accessible, with however a limited range of freely-provided information. In the first stage the business, trade-licence and statistics register, including the register of persons conducting business according to a special law (doctors, self employed farmers, etc), the register of citizens, the register of bankrupts and after a time also the register of financial statements would all have been interconnected. In the second stage the real estate cadastre, the register of rights of lien on movable assets and the loans register would have been incorporated into the system. The joint-stock company that would have administered the register would not have been its owner, but merely the distributor of information. After inputting an

²⁵ In the press also the term "Reference Register of Economic Subjects" (RRES) is used.

²⁶ According to the Statistics Authority of the Slovak Republic it is necessary to create a legal framework for a system of national registers in the Slovak Republic, to codify in law a regulation on basic public administration registers, as well as acts on individual registers.



identification number it would have been possible to obtain and verify at the one point, from the central register data on a firm or entrepreneur, thereby reducing the risk in business relations, and the business environment would have become significantly more transparent. At the beginning of 2004 only individual registers are accessible, the loans register is at the stage of preparation, the register of financial statements has not been put into operation.

The loans register will facilitate the exchange of information on the payment discipline of clients, thereby contributing to a decline in loans to risky clients and facilitating the provision of loans to creditworthy applicants. It should be launched into pilot operation in 2004. The retail loans register in the Slovak Republic will operate under the auspices of the banks' subsidiary company, the Slovak Banking Credit Bureau (SBCB), operating as a banking services institution, similarly as is the arrangement in the Czech Republic. It is being prepared as an open register, meaning that banks other than its founding members will be able to use it, and possibly later it may be used by other financial companies and should contain data on natural

persons – citizens and entrepreneurs. The register's launch has been facilitated by the amendment to the Act on Banks, enabling among other things the exchange of information on clients by means of a loans register. The involvement of other financial services providers (leasing and hire-purchase companies) to the register is prevented by current legislation. In advanced economies loans registers are perceived as a source of reliable data for the loans market and therefore operate also as a stimulus for good payment discipline.

In the framework of the move towards e-Government a public information portal, facilitating contact with public administration authorities and institutions is accessible as a pilot project on the website www.obcan.sk and is operated by the Office of the Government of the Slovak Republic. The portal is prepared so that it will become an electronic gateway for an electronic office, a place via which citizens and entrepreneurs will be able to obtain information as well as arrange submissions and make applications.