

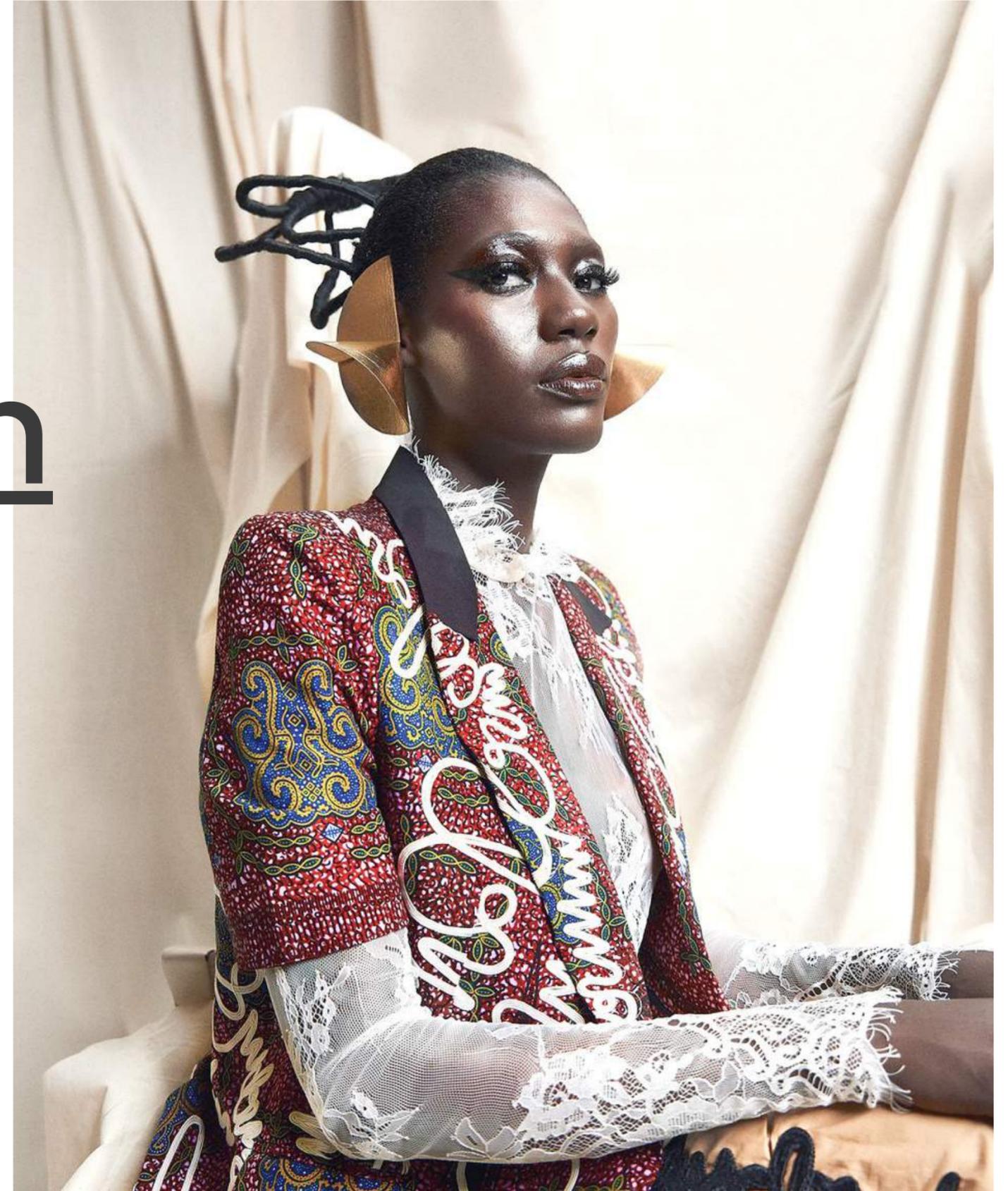
# Fashion Law

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# Discussion Points

1. Business Registration
2. Doing Business Online in Ghana
3. Intellectual Property
4. Employment
5. Data Protection

# Business Registration in Ghana



# What is Business Registration

“Business registration is the process by which a business entity is certified by the State in which the business entity resides and operates. It involves the filing of statutory forms which contain information about the business entity and the provision of prescribed documents to the Registrar General.”

## Business Registration

- Required by law; applies to all businesses even online businesses. (Exception: Sole Proprietorships)
- Allows the public and the state to know who is operating a company.
- Ensures that one else can operate the business under the same name.

## Types of Business Vehicles

- **Sole Proprietorship**
- **Company**
- **Partnerships**

# Sole Proprietorship

- Business owned by a single individual.
- No need to register business as law views the business owner and the business as the same person.
- Where the sole proprietor uses his/her name or initials as the business name, the identity of the business owner is known and there is no need to register the business name.
- Where the business name is not the sole proprietor's name or initials, the business name has to be registered.



## Procedure for Registration of Business Name

- **Download pick up a prescribed Form A from the RGD.**
- **Submit the completed form and supporting documents for verification and pay processing fee.**
- **Collect business name registration certificate.**

## Liability of a Sole Proprietor

No separate legal personality. If the sole proprietor owes money, his/her personal assets can be sold to satisfy the debt. (Unlimited Liability)

Failure to renew the business name may result in removal of that name from the register of business names.

# Partnership

**A partnership is an association of two or more individuals above 18 years carrying on business jointly for the purpose of making profit. The maximum number of partners is twenty (20) and the minimum number is two(2). A body corporate (such as a company or another partnership) cannot become a partner in a partnership.”**

- **Does not have separate legal personality.**
- **One partner alone, or all the partners together can be called upon to repay/honour debts/obligations of the partnership.**



# Creation of a Partnership

## Partnership Agreement

- Commencement date of the partnership.
- Name of the partnership.
- Financial contribution of each partner.
- How profit (or loss) will be shared among the partners.

**NB: Contract must be stamped if it is to be admissible in a legal proceeding.**

## TIN

A Tax Identification Number must be obtained for each partner.

## DSC

- Download and complete forms.
- Submit the forms with stamped partnership agreement and pay registration fee.
- Collect incorporation certificate.

# Company.

**A company is a legal entity formed by a group of individuals to engage in and operate a business enterprise or achieve a humanitarian goal. A company is treated as a distinct legal entity separate from its owners. Companies may be either limited by shares or by guarantee.**



# Limited by Shares

“A company is a legal entity formed by a group of individuals to engage in and operate a business enterprise or achieve a humanitarian goal. A company is treated as a distinct legal entity separate from its owners. Companies may be either limited by shares or by guarantee.”

## **Example**

- Eric Hyde is required to pay GHS1,000.00 for shares. He has only paid GHS 200.00.
- His liability to the company is limited to the amount he is yet to pay for his shares; GHS 800.00.
- Applies in specific instances:
- Where company is being wound up and it has to pay creditors.
- Where corporate veil is lifted through several means such as fraud, no real separation between the company and its owners etc.

# Limited by Guarantee

- A formal assurance (typically in writing) that certain conditions will be fulfilled.
- Cannot engage in the business for the purpose of profit or sharing profit.

## **Undertakings**

- Members of the company agree to pay a specific amount to the assets of the company where it is being dissolved to take care of its debts and liabilities.
- Income and property of the company will be applied solely towards the promotion of its objects of the company.
- No portion of the income or money of the company will be paid or transferred directly or indirectly to the members of the company.

# Limited by Guarantee and Profit

Prohibition of sharing of profit does not mean Limited by Guarantee Companies cannot make money, pay salaries, or even generate income.

It means at the end of the year, they cannot pay any profit they make to the shareholders/members as dividend.

# External Company.

- A foreign company which has a registered place of business like a branch, management, or registration office, or a factory in Ghana.
- Subject to Ghanaian tax laws (income, corporate, branch profit tax), but also regulated by the laws of the country in which it was originally incorporated in.
- Doesn't need to go through all registration processes discussed above for limited liability and limited by guarantee.
- dolce & gabbana is registered and incorporated in Italy. If it decides to open a branch in Ghana, that branch will be an external company.

## Why an External Company

- Saves cost and time.
- Relies on existing structures of parent company.
- Needed where company cannot meet all local requirements for incorporation.

# Company Registration Requirements

Application for the incorporation of a company must be made in the prescribed form and delivered to the Registrar of Companies accompanied with the proper fees.

## Directors

The company must have at least two (2) directors who must be competent in law to be directors.

Should have consented in writing to be directors before being appointed as directors.

## Shareholding

The company must also have at least one shareholder.

Where the company is a private company, it cannot have more than fifty (50) shareholders.

## Auditors and Secretaries

The company must also have an auditor and a secretary who must all be competent in law to hold those positions.

There must be a disclosure of all the beneficial owners in shares.

# Company Constitution

- A company constitution sets out a company's management rules and creates a contract between the company and its shareholders,
- Sets out the rights, roles and responsibilities of shareholders and directors.
- A company does not need to register a constitution to before it can be incorporated.
- Where a company does not submit a constitution at the time of registration, sample constitutions provided in the Companies Act will be deemed to apply.

# Objects of Formation

A company does not need to state its objects of formation.

Where a company in its registered constitution sets out the nature of its business, it cannot engage in any other line of business.

# Registering a Company.

## Name Search

Must not be taken by another company.

Must not be undesirable or misleading.

## TIN

A Tax Identification Number must be obtained for each director and shareholder.

## DSC

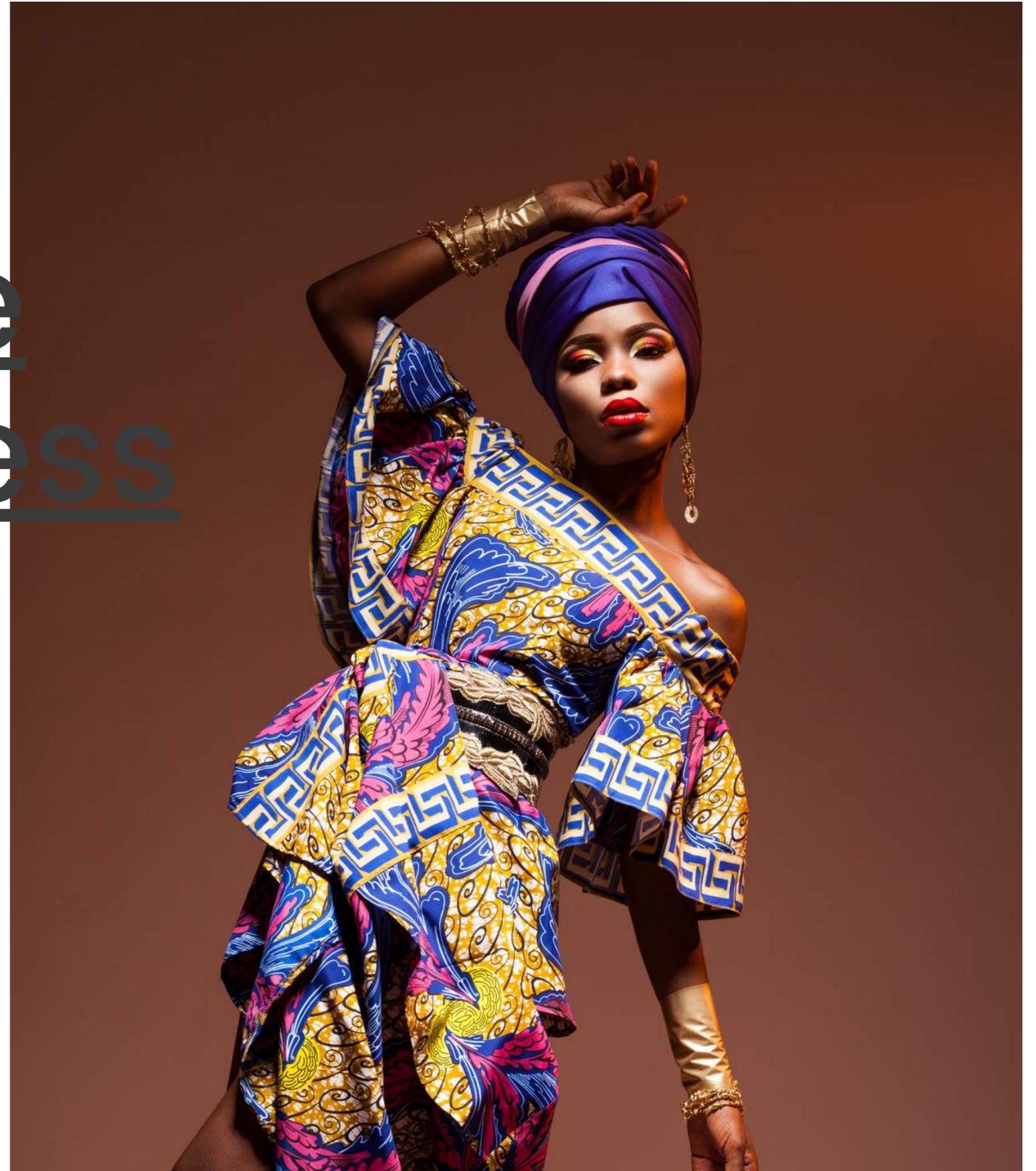
Download and complete forms. Submit the forms and pay registration fee.

Collect incorporation certificate.

# Questions

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E Commerce  
Doing Business  
Online



# What to include on your online store

- Name, physical address, e-mail address & phone number
- Membership in regulatory body, if any and contact details of that body
- Registration of your business
- A description of the goods offered, including full price
- The mode of payment
- When goods will be dispatched or delivered
- Return, exchange and refund policy

## Consequences if any of this information is missing

- Customer can cancel transaction in 14 days
- Refund payment to customer in 30 days

# Payment

- You can accept any type of payment
- Payment service provider must be authorized and duly licensed
- Payment system platform must be secure
- Do not demand or receive payments in foreign currency



## **BANK OF GHANA**

**NOTICE TO BANKS, SPECIALISED DEPOSIT-TAKING  
INSTITUTION, ELECTRONIC MONEY ISSUERS, PAYMENT  
SERVICE PROVIDERS AND THE GENERAL PUBLIC  
NOTICE NO. BG/GOV/SEC/2021/05**

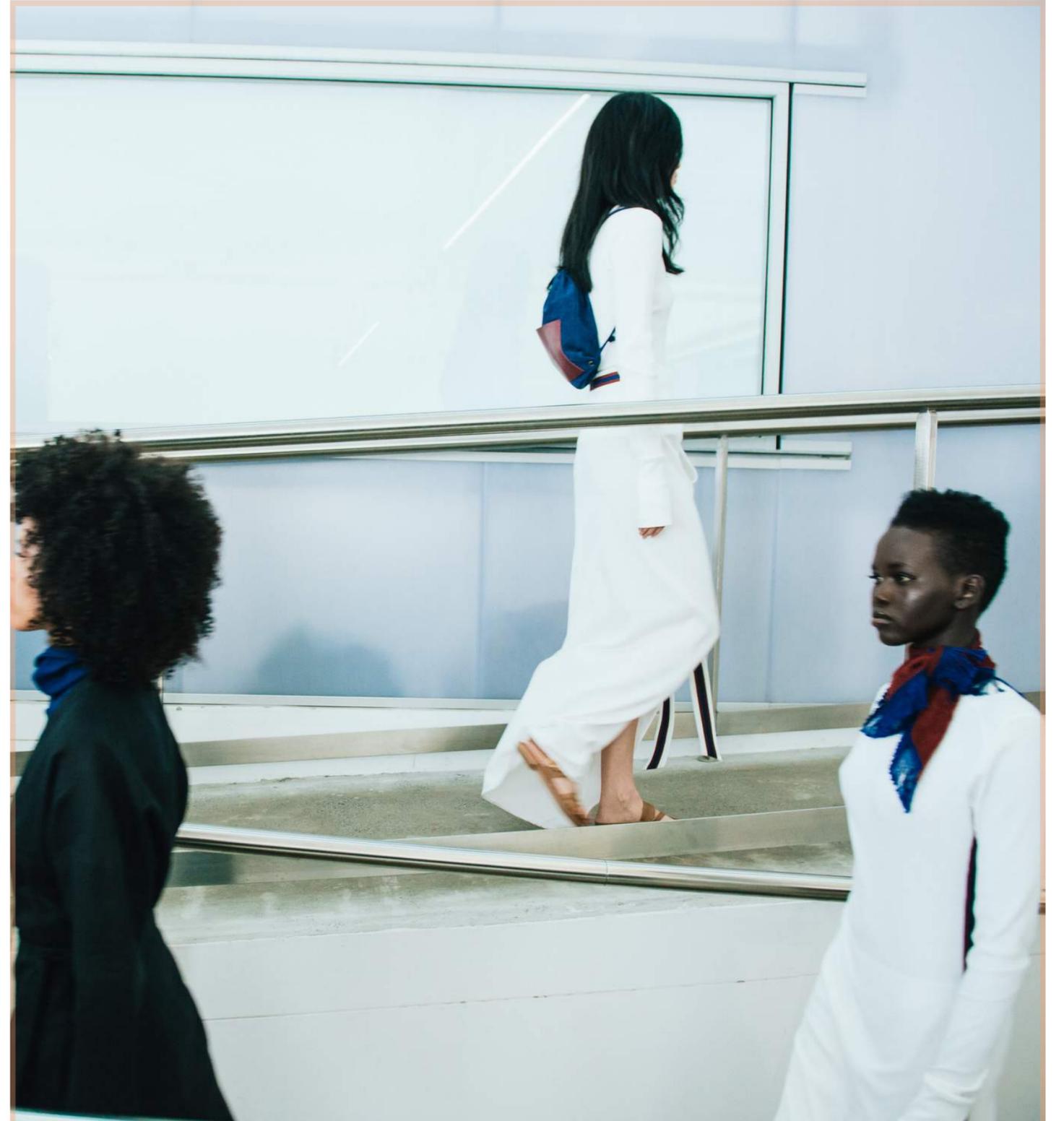
### **LIST OF APPROVED ELECTRONIC MONEY ISSUERS AND PAYMENT SERVICE PROVIDERS**

Following the passage of the Payment Systems and Services Act, 2019 (Act 987) and the publication of Notice number BG/GOV/SEC/2020/07 on Licensing Application Pack for Payment Service Providers, the Bank of Ghana announces for the information of the general public that the institutions listed below have received regulatory approval to operate as payment service providers:

<b>Institution</b>	<b>Licence Type</b>
Airtel Mobile Commerce (Ghana) Limited	Dedicated Electronic Money Issuer
GCB G-Money	Dedicated Electronic Money Issuer
Yup Ghana Limited	Dedicated Electronic Money Issuer
Vodafone Mobile Financial Services Limited	Dedicated Electronic Money Issuer
Zeepay Ghana Limited	Dedicated Electronic Money Issuer
AppsNmobile Solutions Limited	Payment Service Provider Enhanced
Bsystems Limited	Payment Service Provider Enhanced
Cellulant Ghana Limited	Payment Service Provider Enhanced
Dreamoval Limited	Payment Service Provider Enhanced
Emergent Payments Ghana Limited	Payment Service Provider Enhanced
Etranzact Limited	Payment Service Provider Enhanced
ExpressPay Ghana Limited	Payment Service Provider Enhanced
Fast Pace Transfer Limited	Payment Service Provider Enhanced
Global Accelerex Ghana Ltd	Payment Service Provider Enhanced
Halges Financial Technologies Limited	Payment Service Provider Enhanced
Hubtel Limited	Payment Service Provider Enhanced
IT Consortium Limited	Payment Service Provider Enhanced
MFS Ghana Limited	Payment Service Provider Enhanced
Moolre Limited	Payment Service Provider Enhanced
Nfortics Ghana Limited	Payment Service Provider Enhanced
Nsano Limited	Payment Service Provider Enhanced
PaySwitch Ghana Limited	Payment Service Provider Enhanced
Transsnet Payments Ghana Limited	Payment Service Provider Enhanced
Techfin Innovations Ltd	Payment Service Provider Medium

# Delivery.

- Deliver items within 14 days of receiving the order
- Otherwise, customer can cancel the transaction and refund the payment
- If item is unavailable, notify the customer and give a refund within 7 days



## Grace period & Cancellation of orders

- Customers can cancel their orders within 14 days without providing a reason
- Customers must pay cost of returning goods
- Customers can demand a refund after cancellation

## Grace period & Cancellation of orders exceptions

- There are some transactions that customers cannot cancel:
- Perishable goods, like food orders
- Sale of newspapers, magazines, books
- Goods that are made to the consumer's specification
- Any other items that cannot be returned

## DELIVERY POLICY

### Processing time

Please allow 1 - 2 business days for your order to be processed. Processing times are not included in the estimated delivery time at checkout. During sales and high volume periods processing time is 3-4 days.

### Shipping rates

Calculated at checkout and vary depending on your delivery location.

### Pre-Order Items

Items listed as 'PRE-ORDER' begin processing on the date indicated in the product description and vary between items.

### Dispatch notification

If you have not received a dispatch/delivery notification within the specified processing time or dispatch date, please notify us by sending an email to [delivery@andreaityamah.com](mailto:delivery@andreaityamah.com) including your order number.

### Item not delivered?

If you have not yet received your order within the estimated delivery time, please allow an extra 2-3 days before contacting us because packages may have been delayed by selected courier service. Once items are dispatched it is the responsibility of the postal service to ensure packages are delivered. Please note that refunds will not be issued for lost packages, however items will be resent if a package cannot be traced.

### Customs and Duties Charges

Almost all shipments crossing international borders (outside the US) are subject to the assessment of duties and taxes imposed by the importing country's government. Andrea Iyama has no control over these charges as they vary between countries. These charges are the customers responsibility.

## RETURN POLICY

- All SALE items are FINAL SALE which means there would be No Returns and Exchanges for all items on sale.
- We're happy to assist you for all original priced items that are unworn, unwashed, and unaltered in their original unused condition including original tags attached for a store credit or refund.
- All merchandise should be returned within 5 days after delivery for a refund.
- All merchandise should be returned within 10 days after delivery for a different size, style or store credit.
- Returned items must include tags and hygiene stickers. Items that do not meet these conditions will be refused and returned to the shipper's address on file.
- Returns require a minimum of 2-5 business days to arrive at our warehouse. Please allow an additional 1-2 business days to process your return upon arriving at our warehouse.
- All End of season, BLACKOUT, Black Friday and Clearance items are FINAL SALE and cannot be returned except the wrong size or style was received.
- All accessories are FINAL SALE. No exchanges. No returns.
- An order can only be cancelled before it has been dispatched.
- You are responsible for the delivery cost of your exchange.
- Price adjustments are available on items purchased at original price 24 hours before a sale.
- Due to the spread of COVID-19, as a safety measure returns would be kept in a temporary quarantine area for 72 hours before processing.
- Delivery charges are only refundable where goods are faulty. Please allow 3 business days for a refund to be processed on merchandise that were received damaged.



## SHIPPING INFO

Your package is being delivered by DHL and usually arrives within 3-7 working days. Of course we are trying to process every order as quickly as possible. Please note that shipping times to foreign countries can vary.

We ship to the following countries: Belgium, Bulgaria, Germany, Denmark, Estonia, Finland, France, Greece, Ireland, Italy, Canada, Croatia, Latvia, Lithuania, Luxembourg, Malta, Monaco, Netherlands, Norway, Austria, Poland, Portugal, Romania, Sweden, Switzerland, Serbia, Slovakia, Slovenia, Czech Republic, UK, Hungary, USA, Cyprus.

Please note that there may apply customs duties for deliveries outside of the Ghana.

The table below gives you an overview of how long your package will be on the way to you from the moment we hand it over to the DHL.



## RETURN POLICY

We want you to be completely happy with your purchases. If for any reason you aren't, we offer a 14-day returns guarantee. Just get in touch within 14 days and we will happily refund your items or issue a voucher code for the value.

Please fill in our online form and we'll get in touch. Alternatively you can send an email to [sales@alatagold.com](mailto:sales@alatagold.com) or you can call us on +233 56 054 6460 with your order number and reason for return and we'll be in touch.

We are unable to exchange items, unless faulty.

It's important that any unwanted item, unless faulty, is returned in a re-saleable condition. This means that you are able to return it with the original packaging and labels, and that it's undamaged and unused.

For items that have been used/opened please contact customer services on +233 56 054 6460, and if a refund is agreed, it will be in the form of vouchers.

We'll be happy to refund your postage if your item is faulty or not as described.

Credit & Debit Card - All Countries

Pay with your payment card via Stripe.

Use a new payment method

Card Number \*

Expiry Date \*

Card Code (CVC) \*

Save payment information to my account for future purchases.

Slydepay - Ghana Only



What is Slydepay?

I have read and agree to the website terms and conditions \*

PLACE ORDER



## ALATAGOLD ALOE, 500G. PACK OF 2

₱36.00

Premium pack for your rejuvenating and healing experience. Artisanal African Soap with carefully selected plant based natural ingredients – coconut oil, Sheabutter, Aloe Vera and moisturizing oils. Pk/2. 500g each

-	1	+
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PURCHASE

[Add to wishlist](#)

SKU: AGA500-02

CATEGORY: BODY WASH

# Questions

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# Intellectual Property.



# Intellectual Property.

- Intellectual property is a product of human intellect that is unique to its creator. To acknowledge the creator's intellect, through law, rights are established to grant protection over the creator's work.
- These rights provide legal protection from unauthorized use of intangible assets owned by an individual or company.
- Some of these intangible assets include business names, product names, designs, logos, slogans, illustrations, photos, architectural designs, literary works, music, movies, and computer software.
- Under Ghanaian law, intellectual property rights include copyrights, trademark protections, industrial design protections and patents.

# Trademarks

- A trademark is a recognizable or distinguishable mark, symbol or expression, which identifies and distinguishes products or services of one company or individual.
- This includes personal names, letters, numerals, logos, slogans, jingles and figurative elements.
- A trademark must be **registered to guarantee protection**. Registration of a trademark confers an exclusive right of use to the owner.
- It is important to conduct a search to ensure no identical trademark has been registered or is pending registration.



CHRISTIE BROWN

ATAFO



PISTIS

ANDREA IYAMAH



duaba serwa

Trademarks in the fashion industry.

# Copyrights

- A copyright gives the owner of the work the exclusive right to reproduce, change, showcase, distribute or rent out originals or copies of the work, or to authorize others to do these things.
- In Ghana, textbooks, novels, story books, film scripts, articles, paintings, drawings, logos, sculptures, architectural drawings, music and sound recordings, films, computer software and mobile apps are examples of work that can be protected by copyright.
- Under Ghanaian law, there is an automatic protection over copyrightable material. However, registration is advisable to make enforcement easier.
- To qualify for copyright protection, the work must be **original and capable of reproduction**.
- Copyright confers economic and moral rights.

# Industrial Designs

- An industrial design is a composition of lines, colors, or three-dimensional forms or any material or textile design which gives a special appearance to a product of industry and serves as a pattern for a product of industry.
- If the design of the product is solely to obtain a technical result and leaves no freedom to the products features of appearance, it will not qualify as an industrial design
- An industrial design may be registered. When registered, exploitation of the industrial design requires the consent of the owner.
- Registration guarantees protection for 5 years from the filing date of the application.
- An industrial design infringement may attract a fine of up to GHS 24,000 and a term of imprisonment of up to 2 years or both the fine and term of imprisonment.

# Patents

- A patent is a right granted to an inventor to prevent his invention from unauthorized use for a period.
- To qualify for a patent, the invented product or process must be new, innovative, and capable of use in an industry.
- Patents may be registered under the Patents Act. A registered patent gives certain rights to the owner including an exclusive right to the invention and the right to institute a civil suit against infringers.
- The prior consent of the inventor is required to exploit the patented invention. Exploitation of a patented invention involves the making, importing, offering for sale, selling and using the product or process, or stocking the product for the purposes of offering for sale, selling or using.
- In Ghana, eligible works for copyright are automatically protected making, copyright registration voluntary. Registration, however, is advisable to make enforcement easier.



**Patents in Fashion**

# Registration

## Trademarks

Conduct a search: pay the cedi equivalent of USD 110.

Apply to RGD and attach copies of the trademark: pay the cedi equivalent of USD 200.

Valid for 10 years and renewable for another 10 years after expiry.

Non-use of the trademark for 5 years after registration exposes the registration to cancellation.

## Patents

Apply to the RGD and attach description, claim, abstract or drawing.

Pay the application fee of GHS 100 for an individual and GHS 300 for a company.

A certificate of grant is valid for 20 years.

## Copyrights

Apply to the Copyright Office in Accra and attach copies of work.

Pay the general fees of GHS 10 for a search, GHS 10 for the registration form and GHS 20 for security interest.

Pay an additional fee for the specific type of work which each have unique fees.

# Creative Arts Industry.

- The law has established a Creative Arts Agency (“the Agency”) to prescribe standards for the regulation of the creative arts industry.
- The Creative arts industry includes the Fashion, Beauty and Modelling Industry.
- The Agency will collect contributions from Creative art practitioners and operators.
- The Agency will also charge a 1% levy on revenue realized from product sales.
- The levy and contribution will be added to the Agency’s Fund to cater for exhibitions, research, skill trainings, publications and policy planning.
- A person may be given a grant from the Fund subject to meeting the eligibility criteria.

# Registration- Creative Arts Industry.

The Creative Industry Act requires all persons who intend to operate a creative arts enterprise to register with the Agency after incorporation but before commencing operations.

Failure to register exposes liability to a fine of up to GHS 3,600 and a term of imprisonment of up to 2 years or both a fine and a term of imprisonment.

Persons who are already operating a creative arts enterprise before the passage of the Act in 2020 must register the enterprise within a year of the Act coming into force.

Failure to register exposes liability to a fine of up to GHS 3,000 and a term of imprisonment of up to 2 years or both a fine and a term of imprisonment.

Note that a creative arts enterprise is an enterprise set up to produce a creative arts product or creative arts service.

# Questions

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# Employment In The Ghanaian Fashion Industry.



## **Employer**

Any person who hires a worker under a contract of employment.

## **Employee**

A person employed under a contract of employment whether on a continuous, part-time, temporary or casual basis to perform a task in return for payment.

## **Types of Employment**

Permanent  
Casual  
Temporary

# Employment Contract

- Terms and obligations of the parties
- Employment for six (6) months or more require a written contract of employment

# Essential Terms In An Employment Contract

- Name of the employer and the employee
- Commencement date
- Job title and description
- Remuneration (Cedis)
- Work hours
- Conditions relating to leave, sickness or injury and the details of pay
- Termination

# Rights of an Employer

- Employ a worker
- Discipline
- Transfer
- Promote
- Terminate employment
- Set targets
- Modify or cease operations
- Determine the type and price of goods and services

# Rights of an Employee

- Satisfactory, safe and healthy conditions
- Equal pay
- Rest, leisure and reasonable limitation of working hours and period of holidays
- Training
- Form or join a trade union
- Receive information relevant to his or her work

# Duties of an Employer

- Provide work and appropriate raw materials, machinery, equipment and tools
- Pay agreed remuneration
- Ensure worker is free from risk of personal injury or damage during employment
- Develop human resources by training and retraining of fashion industry workers

# Duties of an Employee

- Report for work regularly and punctually
- Enhance productivity
- Exercise due care in the execution of assigned work
- Obey lawful instructions regarding the organisation and execution of his or her work
- Protect the interests of the employer
- Take care of the property of the employer

## Independent Contractor v Employee

- Application of Labour Act
- The nature of relationship
- Type of payment
- Agency

## Employee Entitlements

- Pensions Contribution
- Health Insurance
- Paid Leave
- Remuneration
- Rest Periods

## Work Hours

- Maximum of eight (8) hours a day
- Forty (40) hours a week
- Additional hours of work shall be regarded as overtime work
- Fixed rates of pay for overtime work

# Employment of Non-Citizens

**What must an employer do to employ a non-citizen legally in the fashion industry in Ghana?**

- Work permit.
- Work permit is valid for one (1) year.
- Work permit cannot be transferred to another employer.
- Employee must apply for a Residence Permit valid for one (1) year.

# Termination of Employment

**A contract of employment may be terminated upon notice by;**

- mutual agreement
- sexual harassment
- death of the worker
- the inability of the worker to carry out work
- if the worker is found on medical examination to be unfit for employment
- redundancy

# Questions

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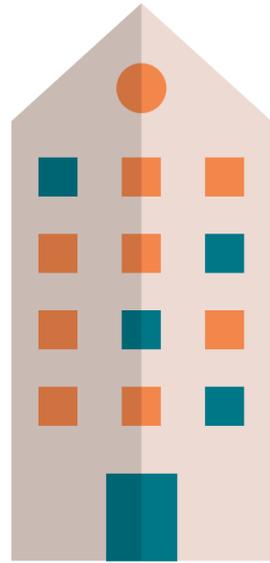
# Data Protection Laws in the Fashion Industry\_



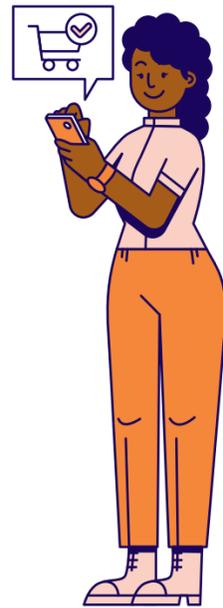
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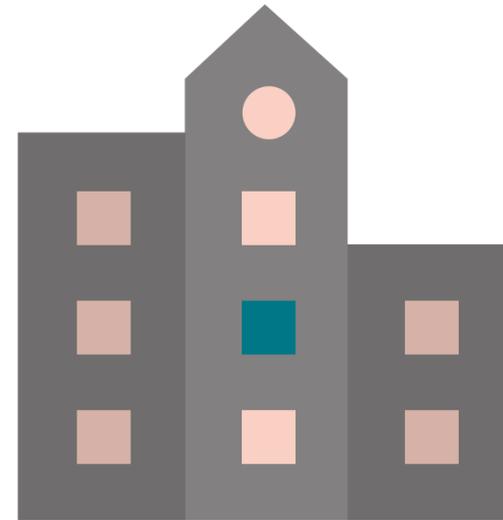
Data Protection  
Commission



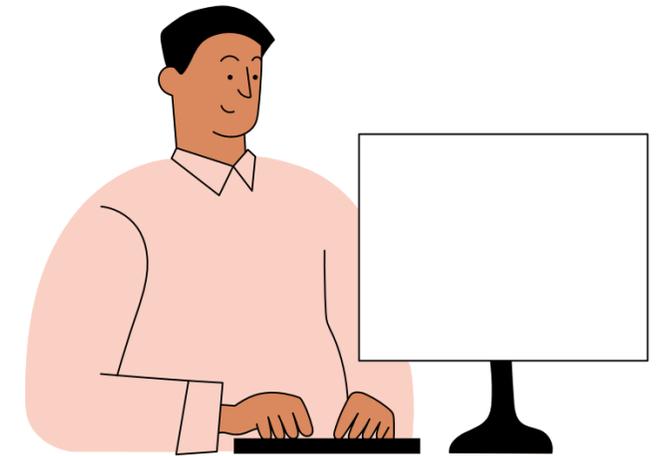
Data Subject  
“Aseye”



Data Controller  
“CIAFE”



Data Processor  
“Webcenter”



- What is Data Protection?
- Why is it important to the fashion industry?

# What is Data Protection

Protecting **personal data** from unauthorised use.

The law created the Data Protection Commission.

# Why is Data Protection important ?

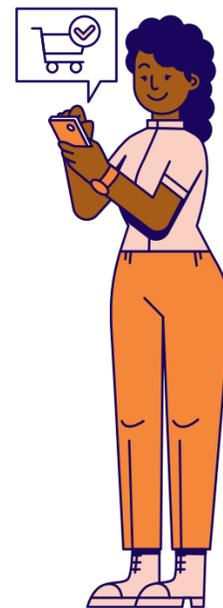
Avoidance of compensations through;

Protection of the right to privacy and integrity of individuals.

Compliance with mandatory rules and principles.

# What constitutes personal data

Information about an individual which can be used on its own, to identify that individual.  
E.g. driver's license



Information about an individual which can be used together with other available information, to identify that individual.

**Aseye**

# A hypothetical example

- CIAFE organizes an event
- Joyce Ababio fashion school is the only invited school
- They send only one representative – a student
- On registration sheet, she only states that she is a student in a fashion school
- There is a breakout session at the event
- Atto Tetteh uses this student for a demonstration but takes down her name “Aseye”
- There is a video recording of the event

Can Aseye be identified?

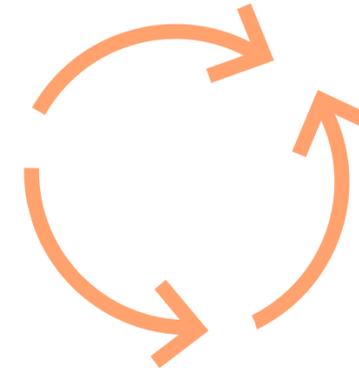
# Data Controllers

They determine why and how personal data should be collected and processed.



## Collecting

- Specific purpose
- Related to functions of Data Controller
- Notify Data Subject
- Collect directly from Data Subject



## Processing

- Necessary & relevant
- Consent of Data subject
- Privacy of Data Subject

## Data Controllers

Protection of personal data.

Ownership of personal data.

Possession of personal data (duration).

Registration with the Data Protection Commission.

## Registration for Data Controllers

Information for registration

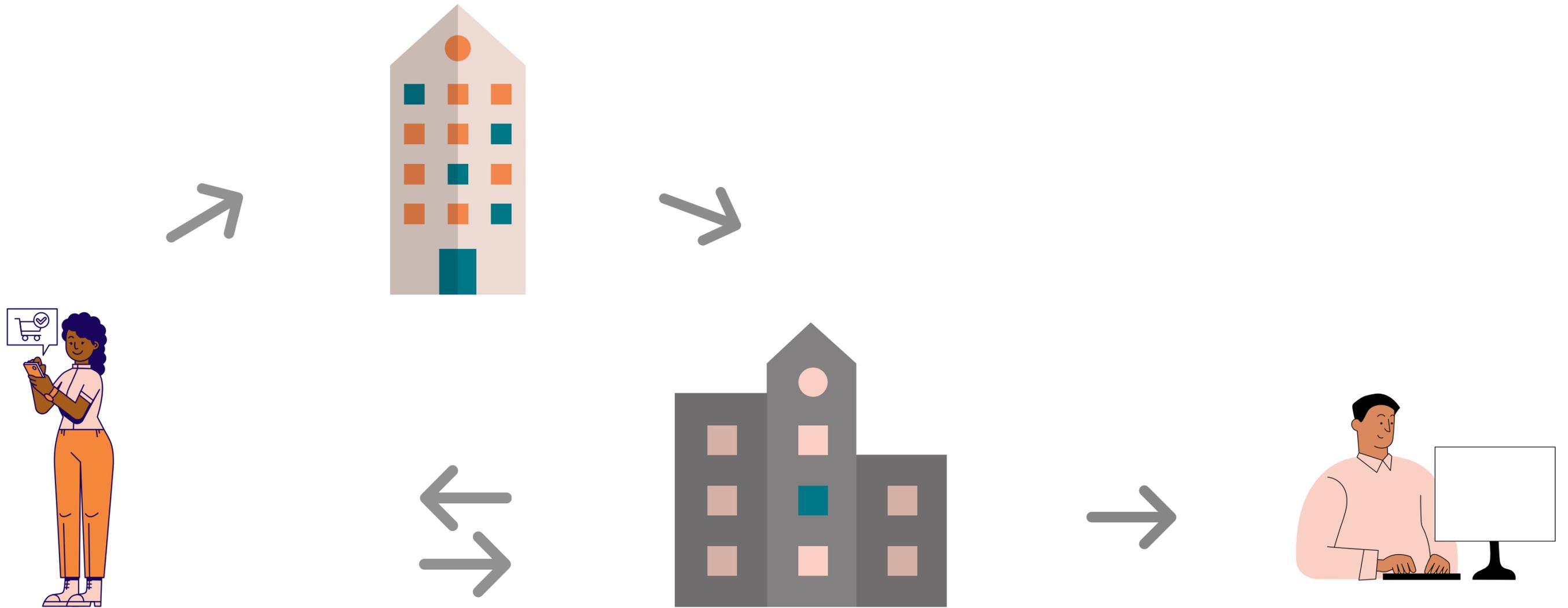
Registration fee

Valid for two (2) years

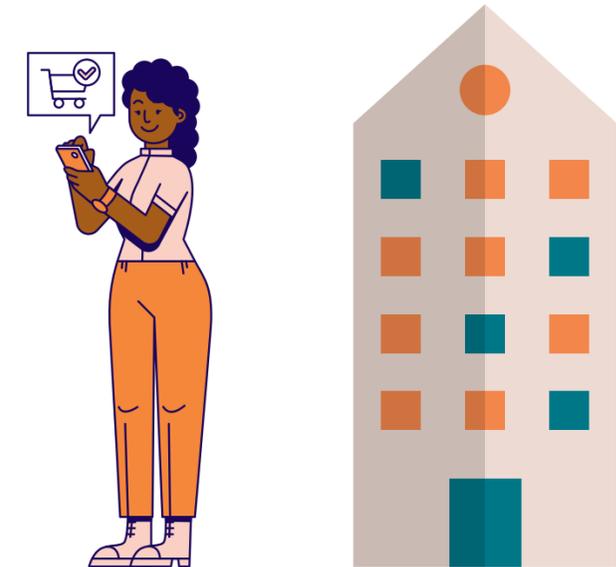
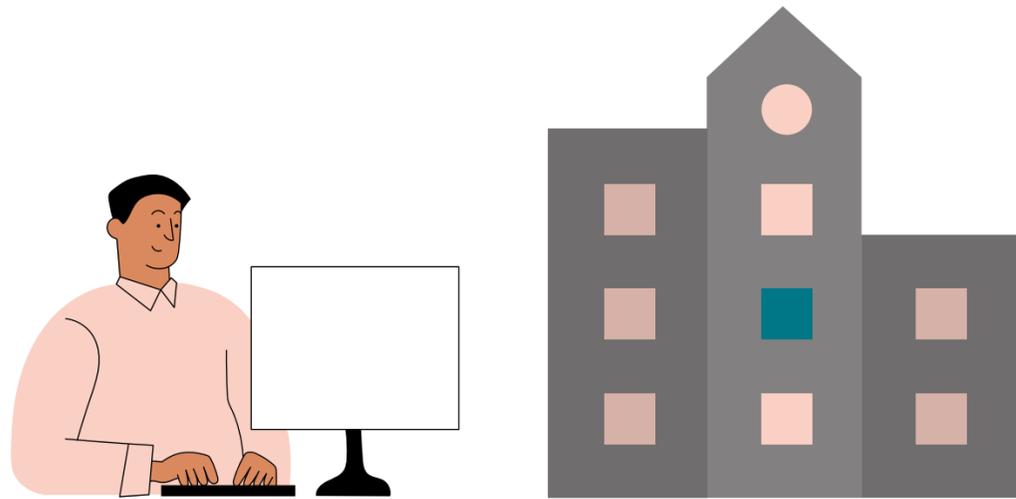
# Data Processors

- **Contract between Data Controller and Data Processor;**
- **Authorisation of Data Controller**
- **Confidentiality agreement**
- **Compliance with security measures and laws**

# Rights of Data Subjects



# Breach of Personal Data



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# Questions

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A close-up photograph of a man with dark skin, wearing a vibrant red button-down shirt. He is wearing round sunglasses and a large, circular, multi-colored beaded earring. A gold chain necklace is visible around his neck. The background is a soft, out-of-focus light blue and white. The text 'Thank You' is overlaid in a large, white, sans-serif font across the center of the image.

Thank You

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