

Prakas No. 036 (13 January 2020)
Recordal of Mark License Agreement and Franchise Agreement

Unofficial English Consolidation

Disclaimer: This is an unofficial English consolidation prepared for convenience. The official and controlling text is in Khmer as issued by the Ministry of Commerce (Department of Intellectual Property Rights). For transactions or filings, consult the Khmer original and local counsel.

1. Purpose and Scope

This Prakas aims to promote and strengthen intellectual property protection, technology transfer, investment, business operations, and fair competition under licensed marks and franchise systems in Cambodia. It sets out procedures and requirements for the recordal and renewal of mark licensing agreements (including sub-licenses) and franchising agreements (including sub-franchises) concerning trademarks/service marks that are registered or pending before the Department of Intellectual Property Rights (D/IPR) of the Ministry of Commerce (MoC).

2. Who May File

The licensor/franchisor and/or the licensee/franchisee may file the recordal application directly, or a Cambodian legal mark agent may file on their behalf.

3. Filing Deadline

The request for recordal must be filed within six (6) months from the effective date of the agreement.

4. Form and Supporting Documents

Applicants must use the MoC/DIPR template and submit the agreement and supporting documents required by the DIPR. In practice, the filing usually includes:

- The license/franchise agreement (or certified extract) containing essential terms (parties, mark details, type of contract, term, and quality control provisions), notarized or certified;
- Notarized Power of Attorney (if filed by an agent);
- Copies of trademark registration certificates or filing acknowledgments for pending applications; and
- For Cambodian legal entities, basic corporate registration documents as required by DIPR practice.

5. Publication and Effect vis-à-vis Third Parties

Upon successful recordal, the DIPR publishes an extract in its Official Gazette indicating (among other details) the parties, mark specimen and registration/application numbers, classes and specification of goods/services, type and term of the agreement, filing/record dates, and territorial scope. Agreements that are not recorded have no effect against third parties.

6. Validity and Renewal

A recordal is valid for up to five (5) years from the record date, or a shorter period aligned with the agreement term and the trademark's validity. Recordals are renewable; the renewal application should be filed within six (6) months before expiry of the recorded term.

7. Loss of Validity; Compliance Obligations

The validity of a recordal automatically lapses if the underlying agreement terminates or if ownership of the trademark changes. The recordal may also be deemed void if the MoC finds violations of mandatory conditions, including a failure to implement effective quality control over the licensed/franchised goods or services (see quality control provisions referenced in the Prakas).

8. Processing Timeline

Where documents are in order, the indicative legal timeframe to complete recordal is approximately sixty (60) days from filing. Actual processing may take longer depending on the DIPR's workload.

9. Enforcement Standing

After recordal, the licensee/franchisee (and/or the licensor/franchisor) may file complaints with the competent authorities or courts to protect rights arising from the recorded agreement, including seeking administrative warnings or pursuing civil actions in appropriate cases.

10. Transitional Provision

Agreements recorded and retained by the DIPR before this Prakas came into effect may be renewed in accordance with the procedures provided in this Prakas.

Appendix – Practical Filing Checklist (for reference)

1. Confirm the mark(s) are registered or filed in Cambodia (attach certificates or filing receipts).
2. Ensure the agreement includes essential terms and a quality control clause.
3. Notarize/certify the agreement (or extract) and execute a notarized Power of Attorney for the local agent.
4. Prepare corporate documents for any Cambodian entity party, if required.
5. File within 6 months from the agreement's effective date.
6. Track DIPR processing (~60 days, may vary) and publication.
7. Diary the recordal expiry (max. 5 years) and file renewal within the 6-month pre-expiry window.
8. Re-record or update upon termination, ownership change, or material amendments.

Notes on Sources

This consolidation reflects the main rules described in Prakas No. 036 (13 Jan 2020) and corroborated by reputable practitioner alerts and summaries (KPMG Cambodia, DFDL, Rouse, KENFOX IP & Law Office, among others). Always verify against the Khmer original.