



# **CMS Commercial Law Digest | Edition 3**

Evolving Commercial Laws in Bosnia and Herzegovina, Croatia, Türkiye,  
and Ukraine: Key Trends and Changes



# List of countries

- Bosnia and Herzegovina
- Croatia
- Türkiye
- Ukraine

# Bosnia and Herzegovina

## Development and date

On 31 October 2024, the Parliament of the Federation of Bosnia and Herzegovina (FBiH) adopted a new FBiH law on internal trade, thus replacing the old law on internal trade from 2010. The new law entered into force on 14 November 2024.

## Description of development

The law regulates trade in the Federation of Bosnia and Herzegovina, the conditions for performance of trade services, rights and obligations of traders, formation and highlighting of prices, trade records, consumer protection, working hours, measures against unfair trading, and inspection supervision and other important aspects of trade in the Federation of Bosnia and Herzegovina.

Unlike the previous one, the new law defines precisely the concept of a trader and trading activities, and introduces new entities (natural persons, associations of citizens, farmers) that can carry out trade under certain conditions.

In addition to abovementioned, the law defines the term of electronic sales, specifies the obligations of retailers in relation to discounts, sales incentives and calculation of prices, provides inspectors with greater powers during inspection controls and increases the fines for misdemeanors.

## Impact and risk

The biggest innovation introduced by the new law concerns the working hours of commercial facilities. According to the provisions of the new law, traders will be able to determine the working hours of their facilities from Monday to Saturday, with a total duration of up to 90 hours per week.

The law introduced a **non-working Sunday** for all retail facilities (with certain exceptions, such as flower shops, bakeries, souvenir shops, traditional craft facilities, and sales facilities within train and bus stations, airports, and others), which has caused a public debate on the benefits and risks that this brings. While supporters believe that it will significantly improve working conditions for retail employees, opponents argue that it will only worsen working conditions and create negative effects on the economy.

## Next steps and future actions

According to the provisions of the law, the Federal Minister of Trade shall adopt new by-laws within six months from the date of entry into force of this law, while the traders will be obliged to harmonise their work and operations with the new law within six months from the date of entry into force of the by-laws.

Until the adoption of new by-laws, the regulations adopted on the basis of the previous Law on Internal Trade ("Official Gazette of FBiH", no. 40/10 and 79/17) will be applied.

How the new law will affect the economy of the Federation of BiH remains to be seen.

# Croatia (1)

## Development and date

Although the Digital Services Act is applicable as of 17 February 2024, the adoption of the implementing act in Croatia is still pending.

## Description of development

On 11 October 2024, the Croatian Parliament accepted the draft of the Act on the Implementation of the Regulation (EU) 2022/2065 of the European Parliament and of the Council of 19 October 2022 on a Single Market for Digital Services and amending Directive 2000/31/EC (Digital Services Act).

The final version of the Act and the completion of the legislative procedure is still pending before the Croatian Parliament. According to the media, the legislative act might be adopted in the Q1 of 2025.

## Impact and risk

Regardless of the fact that Croatia did not yet adopt the implementing act in line with the EU Rules, the provisions of the Digital Services Act apply directly to companies in Croatia. The Digital Services Act governs the obligations of information society service providers to ensure they manage illegal content, protect user rights, and maintain transparency in content moderation and advertising. It aims to create a safer online environment across the EU.

The Croatian Regulatory Authority for Network Industries (HAKOM) has been appointed as Digital Services Coordinator.

## Next steps and future actions

Even though the adoption of the Digital Services Implementation Act may take some time (enforcement bodies also don't yet have the authority to act), companies should bear in mind that the Digital Services Act remains directly applicable. The next steps include internally checking the applicability of the Digital Services Act to business operations and following a determination of the obligations, implementing further steps to comply with the DSA requirements, such as setting-up take-down mechanisms for illegal content.

# Croatia (2)

## Development and date

Following the adoption of the Cybersecurity Act in early 2024, the Croatian Government adopted the Regulation on Cybersecurity on 21 November 2024.

## Impact and risk

This Regulation governs measures for managing cybersecurity risks and the methods of their implementation, categorisation of entities, the maintenance of a special register of entities and the keeping of a list of essential and important subjects, criteria for determining significant incidents, notification of significant incidents, other incidents, avoided incidents and cyber threats.

## Description of development

In February 2024, the Act on Cybersecurity came into force, transposing the Directive (EU) 2022/2555 (NIS 2 Directive) into Croatian legislation.

While the Act gives a general framework, the Regulation on Cybersecurity specifies and explains many provisions, including the measures of cybersecurity.

## Next steps and future actions

Since the obligations applicable to business vary depending on the categorisation of the legal entity under the cybersecurity rules (essential and important subjects), companies should assess which category they fit into and undertake measures to comply with the obligations for their category.

In terms of legislative actions, the next step is for the competent authority to adopt Guidelines on the use of National Platform for the collection, analysis and exchange of data on cyber threats and incidents.

# Croatia (3)

## Development and date

In early February, the Croatian Government adopted an updated list of products with limited prices in retail with the aim of preventing the negative effect of price increases on consumers.

## Description of development

The Decision on Direct Price Control Measures for certain products in retail adopted initially in September 2023 has, due to continuous price increases, been adjusted and revised in February 2025. The original list of 30 products has been expanded to 70 products in the food and personal hygiene categories with the aim of protecting the most vulnerable consumers.

## Impact and risk

Retail businesses will need to ensure that for each category of products, one product is sold under the price limited by the government's decision.

## Next steps and future actions

In addition to revising its product range and ensuring the availability of products with limited prices, retailers also need to make sure that these products are clearly highlighted and prices transparently displayed to consumers. When labelling products and displaying prices, the rules of both the Bylaw on the Display of Retail Prices and the Decision on Direct Price Control Measures need to be respected. The State Inspectorate are expected to perform inspections and impose fines on retailers who do not meet the rules.

# Türkiye (1)

## Development and date

On 19 December 2023, the Sustainability Reporting Standards of Türkiye (TSRS) were published in the Official Gazette No. 32414 and became effective as of 1 January 2024.

## Description of development

The TSRS introduced mandatory sustainability reporting requirements for specific categories of companies, aiming to improve transparency in their environmental, social, and economic performance. The affected entities include:

- Public companies,
- Companies with total assets exceeding TRY 500 million,
- Companies with annual net revenue exceeding TRY 1 billion,
- Companies employing more than 250 employees, and
- Banks regulated by the Banking Regulation and Supervision Agency (excluding those under the Savings Deposit Insurance Fund).

Entities surpassing these thresholds for two consecutive reporting periods are required to prepare sustainability reports in accordance with TSRS.

## Impact and risk

The implementation of TSRS requires that qualifying companies disclose their sustainability performance transparently, fostering increased accountability and trust among stakeholders, including investors, consumers, regulatory authorities, and business partners. Companies showcasing robust sustainability practices may benefit from easier access to green financing and enhanced competitiveness, particularly in dealings with European Union entities. However, non-compliance poses substantial risks, including legal sanctions, reputational damage, and diminished competitiveness in international markets, where sustainability is increasingly prioritised.

## Next steps and future actions

To ensure compliance, companies should assess current sustainability practices and identify any gaps, raise awareness among employees and management about TSRS requirements, and establish efficient reporting systems while engaging independent auditors to verify data. By adopting these measures, companies do not only meet their TSRS obligations but also strengthen their sustainability performance and market position.

# Türkiye (2)

## Development and date

The Regulation on Sustainability Audit was published in the Official Gazette No. 32785 on 17 January 2025 and entered into force on the same date.

## Description of development

The Regulation establishes the procedures and principles for conducting sustainability audits. This includes the authorisation of audit firms and auditors, the preparation of audit reports in accordance with Turkish Auditing Standards (TAS), and the oversight of audit activities by the Public Oversight, Accounting, and Auditing Standards Authority (the Authority).

## Impact and risk

The Regulation imposes strict compliance obligations on audit firms and auditors. Failure to comply may result in sanctions such as warnings, restrictions on activities, suspension, or revocation of authorisation, as decided by the Authority's Board. Audit firms and auditors are held individually liable for breaches of TAS and for any damages arising from inaccurate, incomplete, or misleading information in audit reports. While there is no administrative appeal process against Board decisions of the Authority, judicial remedies remain available.

## Next steps and future actions

To comply with regulations, audit firms should assess current sustainability auditing practices, identify any gaps, organise awareness and training programmes for employees and auditors, establish internal audit and control systems to ensure the accuracy of audit reports, and complete authorisation processes by registering with the official registry and keeping it updated. Additionally, firms should review their processes and implement necessary improvements to be prepared for inspections by the Authority. Transitional provisions allow for certain flexibility regarding authorisation and responsible auditing requirements, which must be addressed within the specified timeframes.

# Türkiye (3)

## Development and date

Monetary Limits for Applications to Consumer Courts Increased, amended by the Communiqué on the Increase of the Monetary Limits in Article 68 of the Law No. 6502 on the Protection of Consumers and Article 6 of the Regulation on Consumer Arbitration Committees, dated 20 December 2024, entered into force on 1 January 2025.

## Description of development

These limits have been redefined for 2025 with an increase of 43.93%. Disputes with a value of less than TRY 149,000 will be handled by consumer arbitration committees, while disputes above this value will be heard by consumer courts.

## Impact and risk

The monetary limits have been adjusted in line with inflation and market conditions to reduce the workload of the courts, thereby guaranteeing the right to a fair trial, and to allow consumers' small claims to be dealt within a time-efficient manner without the burden of litigation.

## Next steps and future actions

Although this increase in the price limit may appear to limit the scope of recourse to arbitrators due to current inflation, it is a reasonable increase and will allow both arbitrators and courts to work to the same extent and with similar resources.

# Türkiye (4)

## Development and date

Pursuant to the Constitutional Court's decision dated 13 September 2023, numbered E:2022/70 and K:2023/152 (Constitutional Court Decision), sentences 5 through 9 of paragraph 12 of Article 77 of the Consumer Protection Law were annulled. The decision took effect on 27 July 2024.

## Description of development

The annulled provisions granted the Advertisement Board the authority to impose access bans on content or broadcasts involving unfair commercial advertisements published online. In cases where it was not technically possible to block access to the specific content, the provisions allowed for a complete access ban on the entire website. The Constitutional Court deemed these provisions disproportionate, as they excessively restricted freedom of expression and the freedom to conduct business. The lack of alternative, less restrictive measures to achieve the same objective was cited as the primary reason for the annulment.

## Impact and risk

The entry into force of the annulment decision may create a regulatory gap. To address this, Article 18 of Law No. 7511 introduced new powers for the Advertisement Board. The new provisions establish a more detailed procedure for imposing access bans. Before issuing an access ban, the Advertisement Board must notify the content owner and request the removal of the infringing content. If the content is not removed within 24 hours, an access ban may be imposed. A full access ban on the entire website will only be permitted if blocking the specific content is technically unfeasible or insufficient to prevent the violation.

## Next steps and future actions

The Advertisement Board must implement the new procedures in accordance with the principle of proportionality, ensuring that access ban decisions are carefully justified and limited in scope. Businesses should ensure that their advertisements comply with the new regulations and monitor notification and removal processes closely to avoid penalties.

# Türkiye (5)

## Development and date

- Significant amendments have been introduced to the Law on Regulation of Retail Trade No. 6585, increasing administrative fines for excessive price increases and activities disrupting market balance.
- ❖ Amendments to the Product Safety and Technical Regulations Law No. 7223 have significantly increased administrative fines for non-compliance related to the safety and labelling of export products to non-EU countries.

## Impact and risk

- The heightened penalties are expected to deter unfair practices while prompting businesses to review their pricing strategies. However, ensuring the proportional and transparent application of these fines will be critical to avoiding undue burdens on businesses and preserving market balance.
- ❖ The increased penalties compel exporters to prioritise product safety and labelling compliance. Proper enforcement will be essential to maintaining transparency and avoiding reputational and financial damage.

## Description of development

- Administrative fines for those engaging in excessive price increases have been increased tenfold. Similarly, fines for activities that disrupt market balance, hinder free competition, or restrict consumers' access to goods have been increased twelvefold. These measures aim to safeguard consumer rights and maintain market stability.
- ❖ Fines for violations, such as unsafe products, adulteration, or misleading labelling, have been increased by ten times. These changes aim to strengthen consumer protection and ensure product safety in export markets.

## Next steps and future actions

- Businesses should ensure their pricing strategies comply with the new regulations and adapt to enhanced market monitoring mechanisms. Authorities must implement these measures in a manner that balances enforcement with market stability.
- ❖ Exporters should ensure compliance with national and international standards in product safety and labelling while implementing effective monitoring mechanisms to prevent penalties.

# Ukraine (1)

## Development and date

On 1 December 2024, new military reservation rules took effect. These changes have been introduced by the Cabinet of Ministers of Ukraine, *inter alia*, by means of amending the existing Resolution on "Certain Issues Regarding the Implementation of the Provisions of the Law of Ukraine "On Mobilisation Preparation and Mobilisation" Concerning the Reservation of Persons Liable for Military Service During Mobilisation and Martial Law".

## Description of development

According to the updated rules:

- reservation can now only be made electronically through a special government platform (already used for other state offered services) Diia Portal;
- new criteria for determining a business's criticality for reservation purposes have been established;
- simplified mechanism has been introduced for checking salaries of reserved employees of critical businesses;
- specialists in the field of prosthetic and orthopaedic production have been added to the list of positions that can be booked without volume restrictions, etc.

## Impact and risk

Although the new rules should streamline the reservation process, companies that fail to meet the new requirements may face workforce shortages, potentially affecting their operations.

## Next steps and future actions

Businesses that have not yet updated their criticality status according to new rules will be able to reserve employees. This reservation will be valid until 28 February 2025. After updating the criticality status according to the new mandatory criteria, companies will be able to book employees for a longer time – up to 12 months.

# Ukraine (2)

## Development and date

On 1 December 2024, amendments to the tax legislation of Ukraine came into force, which were introduced by the Law of Ukraine “On Amendments to the Tax Code of Ukraine and Other Laws of Ukraine to Ensure the Balance of Budget Revenues during the Period of Martial Law” (the Law). The amendments are driven by the need to replenish the revenue of the budget through tax payments to ensure the proper functioning of the economy and guarantee the implementation of measures for national security and defence during the war.

## Description of development

The key changes introduced by the Law include:

- increase of military tax (up to 5% and 10% depending on the person paying the tax);
- increase in corporate tax rate for financial companies to 25% and for banks to 50%;
- introduction of an advance corporate tax payment for gas stations;
- increase in the minimum tax obligation for agricultural land;
- increase in rent tax on sand, crushed stone, and kaolin, etc.

## Impact and risk

The Law is expected to create conditions during the martial law period to ensure the proper functioning of the economy and the proper creation of budget revenue through tax payments.

## Next steps and future actions

Businesses and individuals must adapt to higher military and corporate taxes, updated reporting requirements, and increased industry-specific levies, ensuring compliance with new regulations. The tax authorities might provide additional guidelines for clarification purposes.



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