DOI: https://dx.doi.org/10.51788/tsul.jurisprudence.3.1./CTEZ5457
UDC: 341.932.32(045)(575.1)

PROBLEMS OF DETERMINING THE APPLICABLE LAW TO A LEGAL ENTITY ACCORDING TO INCORPORATION THEORY

Abdukodirov Abdurauf Baxodir ugli,
Lawyer of the project with the participation of ADB,
International Strategic Centre for
Agro-food Development (I-SCAD)
under the Ministry of Agriculture of the Republic of Uzbekistan
ORCID: 0000-0002-6189-1287
e-mail: mustread707@gmail.com

Abstract. *The theory of incorporation's significance in deciding the law that applies to a legal entity in international private legal interactions, as well as its usage in doctrine and legislation, reflection in international agreements, and application in practice, were all studied in this article. Moreover, the legislation of foreign countries applying the incorporation criterion is classified into groups and it is confirmed that the theory of incorporation can be used together with other theories. It has also been demonstrated that the theory of incorporation is used to decide the nationality of a legal body as well as the personal law that governs it. At the same time, since the theory of incorporation has advantages as well as disadvantages, it is not appropriate to use itself as the sole theory. Methods such as historical, comparative, consistency were used during the writing of this article.*

Keywords: *personal law, nationality, incorporation, private international law, civil law, investment.*

YURIDIK SHAXSGA NISBATAN QO‘LLANADIGAN HUQUQNI INKORPORATSIYA MEZONI BO‘YICHA ANIQLASH MUAMMOLARI

Abduqodirov Abdurauf Bahodir o‘g‘li,
O‘zbekiston Respublikasi Qishloq xo‘jaligi vazirligi huzuridagi
Oziq-ovqat va qishloq xo‘jaligi sohasida strategik
xalqaro markazi
OTB ishtirokidagi loyiha huquqshunosi

Annotatsiya. *Mazkur maqolada xalqaro xususiy huquqiy munosabatlarda yuridik shaxsga nisbatan qo‘llanadigan qonunni aniqlash bo‘yicha inkorporatsiya nazariyasining ahamiyati, uning doktrina va qonunchilikda qo‘llanishi, xalqaro shartnomalarda aks etganligi hamda amaliyotda tutgan o‘rni tadqiq qilingan. Bundan tashqari, inkorporatsiya mezoni qo‘llanadigan xorijiy davlatlar qonunchiligi guruhlarga bo‘lib tasniflangan hamda inkorporatsiya mezonining boshqa mezonlar bilan birga qo‘llanishi mumkinligi o‘z tasdig‘ini topgan. Shuningdek, inkorporatsiya mezoni yuridik shaxs shaxsiy qonunini aniqlashga nisbatan ham, yuridik shaxs millatini aniqlashga nisbatan ham qo‘llanishi isbotlandi. Ayni paytda inkorporatsiya mezonining afzalliklari bilan bir qatorda kamchiliklari ham mavjudligi uchun faqat o‘zini yagona mezon sifatida qo‘llash maqsadga muvofiq emas. Maqolani yozish davomida tarixiylik, qiyosiylik, izchillik kabi metodlardan foydalanildi.*

Kalit so‘zlar: *shaxsiy qonun, millat, inkorporatsiya, xalqaro xususiy huquq, fuqarolik huquqi, investitsiya.*

ПРОБЛЕМЫ ОПРЕДЕЛЕНИЯ ПРИМЕНИМОГО ПРАВА К ЮРИДИЧЕСКОМУ ЛИЦУ В СООТВЕТСТВИИ С ТЕОРИЕЙ ИНКОРПОРАЦИИ

Абдукодиров Абдурауф Баходир угли,
юрист проекта с участием АБР
Международного центра стратегического развития
и исследований в сфере продовольствия и сельского хозяйства
при Министерстве сельского хозяйства Республики Узбекистан

Аннотация. *В статье исследовано значение теории инкорпорации в определении права, применимого к юридическому лицу в международных частноправовых отношениях, а также ее использование в доктрине и законодательстве, отражение в международных соглашениях и применение на практике. Кроме того, законодательство зарубежных стран, применяющее критерий инкорпорации, классифицировано по группам и подтверждено, что теория инкорпорации может быть использована совместно с другими теориями. Также было продемонстрировано, что теория инкорпорации используется для определения национальности юридического лица, а также личного закона, который его регулирует. В то же время, поскольку теория инкорпорации имеет как преимущества, так и недостатки, не следует использовать ее в качестве единственной теории. При написании данной статьи были использованы такие методы, как исторический, сравнительный, системный.*

Ключевые слова: *личный закон, гражданство, инкорпорация, международное частное право, гражданское право, инвестиции.*

Introduction

It is not surprising that companies are actively entering the global economic area today. In turn, the activities of legal entities are not limited to the territory of one state. As a result, two or more states may stake a claim to the application of their legal systems to a certain legal entity. Due to this, there could be inconsistencies in how the various governments' legal systems operate. Determining the legal entity's state of residence is therefore necessary. According to the doctrine, the ideas of nationality and personal law define what it means for a legal entity to be a resident of a specific state. In reality, it can be challenging to resolve this issue because a legal corporation may be founded in one state, have a governing body located in another, manufacture goods in a third, and have founders and stockholders who are citizens or legal entities of other jurisdictions. That is why a detailed discussion of the incorporation theory, which serves as a fundamental theory of nationality and personal law for a legal body, follows.

According to the definition in the Oxford Dictionary, incorporation means "the act of founding a legally recognized company" [1]. According to this idea, the legal entity's personal law is determined by the state in which it was formed and registered. The development of the incorporation theory is related to the 17th century in England. The basis of this theory is that the legal regulation of individuals and legal entities is the same and the right to regulate their legal relations is the right of "domicile". "Domicile" means the place of birth of an individual, ie "domicile of origine" and, in turn, the place of establishment of a legal entity.

However, there is a risk of circumvention of the law in the application of this theory, it has been strengthened as a theory for providing effective protection to British companies in foreign economic activity. Companies had to be set up in accordance with national law (incorporation) and have access to protection that provided the

incorporation theory in the actual place of business [2, p. 71].

Materials and methodology

The goal of this study is to investigate the theoretical and practical issues associated with identifying the law that will apply to a legal entity in cross-border private legal relationships based on incorporation theory, its application in doctrine and legislation, its reflection in global agreements, and its function in practice.

The author has used scientific research techniques like statistical analysis, chronological analysis, sociological analysis, synthesis, and comparative methodologies to accomplish these goals.

Research results

Legislative basis

The incorporation theory (lex incorporation) applies to countries with Anglo-Saxon and American legal systems: the United States (except Louisiana), the United Kingdom, Zimbabwe, India, Kenya, Cyprus, Nepal, Nigeria, Pakistan, Tanzania, Uganda, British Commonwealth nations including Canada (except Quebec), South Africa, New Zealand, and Australia, Singapore, Philippines, Samoa, Bahamas, Virginia, Normandy, etc [3, p. 224]. Incorporation theory also applies in the following countries: Brazil, Hungary, Venezuela, Vietnam, Denmark, Italy, China, Cuba, Liechtenstein, the Netherlands, Slovakia, the Czech Republic, Switzerland, Sweden, and Estonia [4, p. 79].

Among the countries listed above, special attention should be paid to the Swiss Confederation's Federal Act on Private International Law (hereinafter referred to as the "Federal Act"). Because the incorporation theory is a general rule, in some cases a different theory can be used. In particular, according to Article 54 of Federal Act, Companies are governed by the law of the state under which they are organized, provided they fulfill the publicity or registration requirements of this law or, where such requirements do not exist, if they are organized under the law of this state. A company that does not fulfill these requirements is governed by the law of the state in which it is managed [5]. Hence, it can be seen that the first part of this article applies the incorporation theory and the second part applies the real seat theory.

However, some articles of this Federal Act provide some exceptions on using incorporation theory in the regulation of the personal law of a legal entity. As defined in Article 156 of this Federal Law claims regarding public issues of equity or debt securities based on prospectuses, circulars or similar publications may be based on either the law applicable to the company or the law of the state where the instruments were issued [5]. That is, the law applicable to the company is the law of the issuing state.

Also, the protection of the name or business name of companies registered in the Swiss commercial register against infringements in Switzerland is governed by Swiss law. The protection of the name or business name of a company that is not registered in the Swiss commercial register is governed by the law applicable to unfair competition or the law applicable to infringements of personality rights (article 157) [5].

As defined in Article 159 of this Federal Law if the operations of a company established under foreign law are managed in or from Switzerland, the liability of the persons acting on behalf of that company is governed by Swiss law[5]. However, the phrase "a company established under foreign law" in this article needs to be interpreted. This is because Article 154 provides for both cases, namely the establishment of a company under both foreign law and national law. It is known that the liability of individuals on behalf of a legal entity is one

of the issues to be resolved by private law. Apparently, the Swiss legislature by using the phrase "a company established under foreign law" has decided to separate the issue from the scope of private law and bring it under Swiss law.

Classification

Of course, the Swiss Confederation is not the only law that establishes rules restricting the incorporation theory under the Federal Act on Private International Law. In general, the analysis of the legislation of foreign countries selected in the framework of this study shows that these countries can be divided into two groups depending on the attitude of the personal law of a legal entity. At the same time, it should be noted that this analysis was carried out in accordance with the legislation of these states governing conflict of laws.

In the first group, only the incorporation theory is applicable to the personal law of a legal entity, and those countries are Kazakhstan, Kyrgyzstan, Tajikistan, Mexico, Azerbaijan, Vietnam, Slovenia, Brazil, Venezuela, Peru, and Tunisia.

The second group includes Russia, Lithuania, Ukraine, Italy, Estonia, Bulgaria, Hungary, Louisiana (USA), Tunisia, and Quebec (Canada) and the legislation of these states applies seat or main place of business together with the incorporation theory as an alternative or as an additional one. That is, if a company's administrative body is based in another state from where it was incorporated or if it primarily conducts business in another state, the incorporation theory does not apply.

As mentioned above, the incorporation theory applies to the legislation of Azerbaijan, Armenia, Belarus, Kazakhstan, Kyrgyzstan, Russia, and Uzbekistan all of which are members of the Commonwealth of Independent States (CIS). Because all these countries have adopted their national legislation based on CIS Model Civil Code. In particular, Article 1175 of the Civil Code of the Republic of Uzbekistan states that "the law of a legal entity is the law of the country where this legal entity is established" [6].

In addition to the term "incorporation", doctrine and some foreign countries' legislation are also used other terms such as "place of establishment" (Article 16 of the Law of the Republic of Macedonia on Private International Law) [6], "place of an organization" (Article 154 of the Federal Law on Private International Law of the Swiss Confederation) [5] "place of registration" (Article 56 of the Code of Private International Law of the Republic of Bulgaria) [7] are also used to apply the law applicable to a legal entity.

Theoretical doctrine

Of course, these concepts differ in meaning. For example, "place of establishment" does not mean the place where a legal entity is registered, but the place where its founders formed a legal entity. But most importantly, V.V. Buryanova points out that the result is important in the application of the conflict rule rather than the registration fact in one or another state or the process[8]. Thus, in the context of the concepts of "incorporation", "place of establishment", "place of an organization", and "place of registration", it is crucial for a legal entity to obtain the status of a legal entity in accordance with the procedures established by the legislation of a particular state.

The incorporation theory differs from other theories in that a legal entity does not lose its legal personality when moving its activities from one state to another [9, p. 8]. Also, it gives the founders of a legal entity the opportunity to choose under which state legislation they have the right to establish. Unlike the remaining theories that define a legal entity's personal law, as A.M. Gorodissky points out, the incorporation theory is

not otherwise interpreted by the court or arbitration or by the contract parties [10, p. 180]. In addition, the incorporation theory is a clear and easy way to determine to which state the legal entity belongs.

At the same time, the incorporation theory does not take into account any important aspects of the legal entity's activities, such as location, area of activity, nationality of the founders, control and etc. The most practical tool for individuals who desire to do dishonest business is the biggest drawback of this approach. Because, in accordance with this theory, a legal entity's personal law is determined by the law of the state in which it is established, the state with the fewest restrictions on counterfeiters is chosen and permits circumvention of the law of the state where the administration is located or where the main activity takes place.

In order to comprehend the major drawback of incorporation, it is necessary to examine American history. As early as 1890, a struggle began between the U.S. states to attract a company to achieve economic development. The first leader was a New Jersey. But, Delaware has taken leadership on incorporated companies since the 1920s [11, p. 54]. Because Delaware has set liberal rules for setting up a company that is different from the rest of the states. However, the rules are not beneficial to shareholders and creditors.

In turn, U.S. litigation has gone the way of protecting the interests of shareholders and creditors. For example, a company that is incorporated in Delaware but operates in California decides to make changes to its Charter that would infringe on the rights of shareholders. Such a change is possible under Delaware state law, but in the case of California, it is required consent by authority. Therefore, the court ruled that California law which is acceptable to the interests of the shareholders should be applied. Later, in California and other states, there was a practice of enforcing the law of the state in which the interests of shareholders were exercised in a state other than the state in which the company was founded [11, p. 54]. However, many years ago M. Brun noted that the application of the incorporation theory was inappropriate "if a company has its headquarters in its territory and has all its expenses and main activities, then the state may not agree that such a legal entity is foreign only because its charter is registered abroad" [12, pp. 10, 19].

Currently, the incorporation theory is used in various areas of law to determine the "nationality" of a legal entity, including investment. However, E. Aziano points out the shortcomings of the following model incorporation theory in defining the "nationality" of a legal entity": A British investor wants to invest in Iran, but there is no such agreement between the two countries. To get out of the situation, the British investor chooses a country that has signed a bilateral investment agreement with Iran, such as Nigeria, and creates a company that acts as an intermediary in the territory of that country and through it invests in Iran [13, p. 7]. However, on the other hand, it is the incorporation theory that allows states to give their companies wider access to diplomatic protection.

R.T. Yusifova explains the situation as follows: "Such situations are now common, have emerged such concepts of treaty shopping, corporate nationality planning, which can be combined with the term "abuse of international agreements". These concepts are used in the creation of shell companies in order to obtain benefits and advantages from international agreements [14, p. 163]. According to B. Grossfeld, the excessive freedom of choice of founders in the establishment of companies is

the cause of these problems [11, pp. 12-13]. This does not, however, imply that the incorporation theory should not be applied to the current process of economic development. This means that other theories should apply the incorporation theory rather than using it exclusively in international agreements. A control theory can be used, for instance, to prevent different dishonest businesses from abusing international agreements.

International Legislation

The incorporation theory for determining the "nationality" of a legal entity is also enshrined in bilateral and multilateral international agreements. In particular, scholars have different opinions on the theory for determining the nationality of a legal entity in the Convention on the Settlement of Investment Disputes between States and Nationals of Other States (hereinafter referred to in the text as the Washington Convention). A. Broches believes the incorporation theory exists, even if the Washington Convention has no clear form [16, pp. 29-47]. On the other hand, Professor Schreuer believes that the incorporation theory or seat has been noted in the Washington Convention [17, p. 281]. Both views can be found to be valid. Because the phrase "any juridical person which had the nationality of a Contracting State" as defined in Article 25 of this Convention may imply both theories. In fact, the text of Article 25 strengthens the rule on the control theory in addition to incorporation or seat.

At the same time, bilateral investment treaties on mutual encouragement and protection of investments (BIT) of the Republic of Uzbekistan can be divided into three groups on the basis of the theory which determines the nationality of the legal entity. The first group includes Belarus, Korea, Tajikistan, Russia, Bahrain, UAE, Slovenia, Singapore, Hungary, Lithuania, Sweden, Austria, India, Bulgaria, Malaysia, Kazakhstan, Greece, Italy, Kyrgyzstan, Indonesia, Azerbaijan, Turkmenistan, Latvia, Vietnam, the Netherlands, Moldova, Georgia, Slovakia, Poland, the United States, Israel, Ukraine, Pakistan, and the incorporation theory apply to both parties of BITs.

The second group includes a small number of countries, such as Turkey, China, Iran, and the BITs with these countries use one of three theories to determine the nationality of a legal entity: incorporation, seat, and main place of activity.

The third group includes Saudi Arabia, Oman, Japan, Kuwait, Spain, Portugal, Bangladesh, Belgium-Luxembourg Economic Association, the Czech Republic, Romania, the United Kingdom, France, Switzerland, Germany, Egypt, and Finland and in addition to the incorporation, a theory is used mainly seat and in some cases, main place of activity or control theory in BITs signed with these states and applies to both parties or to one party.

Case Law

There are cases where the nationality of the legal entity is determined by the incorporation theory in international public law (on the provision of diplomatic protection). Case of Barcelona Traction, Light and Power Company Limited which was heard by the UN and the dispute that arose between Spain and Belgium. The hearing began in 1958. Initially, the Belgian government waived of claim in favor of some stakeholders. However, in 1962, the Belgian government again sued the Spanish government in the International Court of Justice.

The reason for the Belgian government's claim was that although the company was registered in Canada and operated in Spain, Belgian citizens who were among its shareholders also suffered as a result of the company being declared bankrupt by Spain. However, the court decide that

Belgium could not provide diplomatic protection to its citizens because the company was founded in Canada [18]. Thus, the UN International Court of Justice has concluded that the nationality of a legal entity is determined by the incorporation theory in international public law [19, p. 237]. However, in other similar cases, it can be seen that the court's opinion has changed.

Twenty years after the Barcelona Traction, Light and Power Company Limited case, the UN International Court of Justice changed its position on diplomatic protection in favor of the legal entity Elettronica Sicula SpA (ELSI) on the basis of the Treaty of Friendship, Commerce, and Navigation between the United States and Italy [20]. ELSI was founded in Italy, but its shareholders were the US company Raytheon and Machlett. The reason for ELSI's manufacturing problems was that the Italian government decided to close its main manufacturing facilities in Sicily and declared the company bankrupt.

Although, the Italian government nationalized the company's assets and did not compensate investors, namely Raytheon and Machlett. However, ELSI was a subsidiary of Raytheon and Machlett. As a result, the United States sued the Italian government for providing diplomatic protection to its shareholders. The significance of this case for this research is that despite the company could not prove arguments in court, the International Court of Justice considered that there was a genuine connection between the company's shareholders and the state [20]. On the other hand, this means that the court had changed its mind from the incorporation theory to the control one.

Opinions on the theories used by the International Court of Justice to determine the "nationality" of a legal entity are reflected in the draft International Law on Diplomatic Protection which was developed by the International Law Commission. In particular, according to Article 9 of the draft, for the purposes of the diplomatic protection of a corporation, the State of nationality means the State under whose law the corporation was incorporated. However, when the corporation is controlled by nationals of another State or States and has no substantial business activities in the State of incorporation, and the seat of management and the financial control of the corporation are both located in another State, that State shall be regarded as the State of nationality [21].

While the International Law Commission has established incorporation theory to determine the nationality of a legal entity in the provision of diplomatic protection, it has also laid the groundwork for the application of seat and control theory. If there is a conflict between the seat and control theory, then the incorporation one will be decisive.

Conclusions

It may be claimed that the incorporation theory is employed to determine the nationality of a legal entity in international public law interactions as well as the personal law of a legal entity in private international law relations.

Based on an investigation of how the incorporation theory is applied in foreign laws, it can be said that while in some laws the incorporation theory is the only theory available for forming the "personal law" of a legal entity, in others it is combined with other theories that are not as prominent.

The incorporation theory helps not to lose the legal entity when the legal entity moves its administrative center to another country and is the most convenient way to determine which country the legal entity belongs to. However, its main drawback is that it allows circumvention of the laws of the state in which it operates or the fraudulent business.

REFERENCES

1. Oxford Learner's Dictionaries. Available at: https://www.oxfordlearnersdictionaries.com/definition/english/incorporation?q=incorporation/.

2. Ebeiimth C.T. Konzernleistungs- und KonzembildungskontroUe - Ein Beitrag Kompetenzen von Vorstand und Hauptversammlung [Group Performance and ConCeption ControUe - A Contribution Competencies of the Board of Management and the Annual General Meeting]. Constance, 1987, p. 71.

3. Anufriyeva L.P., Bekyashev K.A., Dmitriyeva G.K. Mezhdunarodnoye chastnoye pravo [Private International Law]. Ed. G.K. Dmitriyeva. Moscow, 2003, 688 p.

4. Aukhatov A.Ya. Opredeleniye primenimogo k yuridicheskim litsam prava (Sravnitel'nyy analiz prava RF, FRG i ES) [Determination of the law applicable to legal entities (Comparative analysis of the law of the Russian Federation, Germany and the EU)]. PhD thesis. Kazan, 2005, 227 p.

5. Federal Act on Private International Law. Available at: https://www.fedlex.admin.ch/eli/cc/1988/1776_1776_1776/en#art_154/.6.

6. Law of the Republic of Macedonia on Private International Law. Available at: https://www.hse.ru/data/2015/10/22/1079348831/.

7. Bulgarian Private International Law Code. Available at: https://pravo.hse.ru/intprilaw/doc/041701/.

8. Bur'yanov V.V. Lichnyy zakon yuridicheskogo litsa v possiyskom zakonodatel'stve [Personal Law of a Legal Entity in Russian Law]. *Journal of Russian Law*, 2004, no. 5. Reference legal system Garant-Maximum with regional legislation. Version dated 2005, March 26.

9. Kruse V. Sitzverlegung von Kapitalgesellschaften innerhalb der EG: Vereinbarkeit der einschlagigen Regelungen des deutscheix Sacli- und Kollisionsrechts mit dem EG-Vertrag [Transfer of the registered office of corporations within the EC: Compatibility of the relevant provisions of the German conflict of laws with the EC Treaty]. Koln, Berlin, Bonn, Munich, 1997, 286 p.

10. Gorodetskiy L.M. Opredeleniye natsional'nosti yuridicheskikh lits v mezhdunarodnom chastnom prave [Determination of the Nationality of Legal Entities in Private International Law]. *Soviet Yearbook of International Law*, 1983. Moscow, Nauka, 1984.

11. Kadysheva O.V. Natsional'nost' yuridicheskikh lits v mezhdunarodnom chastnom prave [Nationality of legal entities in private international law]. PhD thesis. Moscow, 2002, 168 p.

12. Brun M.I. Yuridicheskiye litsa v mezhdunarodnom chastnom prave [Legal Entities in Private International Law]. Book 1: On the personal status of a legal entity. St. Petersburg, 1915, 615 p.

13. Azaino E.U. Nationality/Treaty Shopping: Can Host Countries Sift the Wheat from the Chaff? Cepmlp Annual Review (CAR), 2012, January 31.

14. Yusifova R.T. Nekotoryye problemnyye aspekty transgranichnoy deyatel'nosti yuridicheskikh lits [Some problematic aspects of cross-border activities of legal entities]. *Actual Problems of Russian Law*, 2016, no. 5 (66), pp. 162–168.

15. Staudinger J., Grobfeld B. International corporate law. 13th ed. 1993.

16. Aristova E.A. Institut otvetstvennosti transgranichnykh korporativnykh grupp v mezhdunarodnom chastnom prave [Institute of Responsibility of Cross-border Corporate Groups in Private International Law]. Abstract of PhD thesis. Moscow, 2013, 209 p.

17. Schreuer Ch.H. The ICSID Convention: A Commentary: A Commentary on the Convention on the Settlement of Investment Disputes Between States and nationals of Other States. Cambridge University Press, 2001, p. 281.

18. Barcelona Traction, Light and Power Co. Ltd. (Belgium v. Spain). 1970, I.C.J., Reports 3.

19. Lee L.J. Barcelona Traction in the 21st century: Revisiting its customary and policy underpinnings 35 years later. *Stanford Journal of International Law*, Westlaw, 2006, Summer, p. 237.

20. Elettronica Sicula SpA (ELSI), United States of America v. Italy. Available at: https://www.icj-cij.org/en/case/76/.

21. Resolution of the UN General Assembly A/RES/62/67 of 06.12.2007 with the annex of the Draft Articles "Diplomatic Protection". Available at: https://documents-dds ny.un.org/ doc/UNDOC/GEN/N07/467/81/PDF/N0746781.pdf?OpenElement/.

YURISPRUDENSIYA

HUQUQIY ILMIY-AMALIY JURNALI

2023-YIL 1-SON

VOLUME 3 / ISSUE 1 / 2023

DOI: 10.51788/tsul.jurisprudence.3.1.

Tahririyat manzili:
100047. Toshkent shahar, Sayilgoh ko‘chasi, 35.
Tel.: (0371) 233-66-36, 233-41-09.
Faks: (0371) 233-37-48.

Veb-sayt: www.tsul.uz
E-mail: lawjournal@tsul.uz
Obuna indeksi: 1387.

Jurnal 24.02.2023-yilda tipografiyaga topshirildi.
Qog‘oz bichimi: A4. Shartli 19,30 b.t. Adadi: 100.
Buyurtma raqami: 11.
TDYU tipografiyasida chop etildi.