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# **RAIDER SEIZURES THROUGH STATE MECHANISMS: A COMPARATIVE ANALYSIS (KAZAKHSTAN, RUSSIA, UKRAINE)**

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## **Purpose of the document:**

To explain systematically why raider seizure in the post-Soviet context is often carried out not through crude physical takeover, but through the sequential use of formally lawful state mechanisms: corporate registration, registration of title to real estate, enforcement proceedings, insolvency proceedings, criminal process, administrative control over registrars, and forum selection in court; and to demonstrate both the similarities and the differences between the legal architectures of Kazakhstan, Russia, and Ukraine, and why the key struggle in such cases concerns not only the asset itself, but also who captures the procedural infrastructure of the state first. The international analytical framework rests primarily on the guarantees of equality before courts and fair trial under Article 14 of the ICCPR, the anti-corruption logic of UNCAC, and broader standards concerning access to an effective remedy and responsible business conduct.

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## **1. EXECUTIVE SUMMARY**

Raider seizure through state mechanisms should be understood not as a purely criminal episode of “forcible business theft,” but as the use of formally lawful state institutions for the redistribution of corporate control, title to property, cash flows, or managerial authority. At the center of such a scenario usually stand public registries, interim measures, insolvency procedures, enforcement proceedings, complaints against registrars, criminal cases, and rapid judicial decisions which may each appear lawful in isolation, but which in combination produce the effect of forcing an owner or manager out of the business. For that reason, the problem belongs not only to the sphere of property rights, but also to fair trial, due process, anti-corruption, and access to remedy.

A comparison of Kazakhstan, Russia, and Ukraine shows that in each of these systems there are official state mechanisms which, in a normal model, are meant to provide ordered registration of rights, corporate transparency, enforcement of judgments, and insolvency resolution. In Kazakhstan, these include, among other things, laws on registration of legal entities, registration of title to immovable property, rehabilitation and bankruptcy, enforcement proceedings, and criminal procedure. In Russia, they include laws on state registration of legal entities, state registration of real estate, insolvency, enforcement proceedings, as well as the criminal procedure code and arbitrazh procedural code. In Ukraine, they include laws on registration of legal entities and rights to immovable property, together with special oversight powers of the Ministry of Justice in the field of registration and an explicit anti-raiding administrative practice. The problem begins where these instruments are used in a coordinated and asymmetric way against one side of a conflict.

The main conclusion of the comparative analysis is that state-mediated raider seizure is almost never built on a single mechanism. It works through a chain: first, a registry entry is created or captured; then interim measures are used; after that, enforcement pressure is launched; in parallel, a criminal or insolvency track is activated; and all of this is consolidated through forum selection and procedural timing. As a result, a dispute over an asset becomes a dispute over who has the power to manage legal reality itself. Humanity, being endlessly inventive in the worst possible direction, has developed a way to seize property not by breaking down the door, but by editing entries and papers quickly enough.

## **2. WHAT RAIDER SEIZURE THROUGH STATE MECHANISMS MEANS**

In legal terms, the issue arises where a corporate or property conflict is resolved not through an honest adversarial determination on the merits, but through exploitation of the fact that the state controls registries, enforcement procedures, access to insolvency, criminal prosecution, and the formal recognition of rights. None of those institutions is unlawful by nature. Registration of title to real estate, registration of legal entities, enforcement of judgments, and insolvency procedures are all necessary parts of a functioning legal order. But when they are used sequentially to redistribute an asset before full judicial control can take hold, state legal infrastructure turns from a guarantee of order into an instrument of displacement.

This is why it is not enough in such cases to ask whether there was a formal basis for one step or another. The more important question is the cumulative effect: who initiated the registry entry, who controlled the speed of its registration, whether interim measures were applied symmetrically, how quickly bailiffs or enforcement officers were mobilized, whether the insolvency track was triggered as a means of changing control, and whether a criminal case functioned as pressure against a manager or owner. From the perspective of Article 14 ICCPR and the broader logic of UNCAC, the problem here is not limited to property loss. It consists equally in the distortion of equality before courts, procedural good faith, and safeguards against abuse of public power.

## **3. THE COMMON POST-SOVIET MODEL: REGISTRIES, INSOLVENCY, ENFORCEMENT, AND CRIMINAL PROCESS**

The common model across all three jurisdictions rests on four main pillars.

The first is the state's registration power. In Kazakhstan, Russia, and Ukraine alike, the legal existence of a corporate entity and key transfers of rights are tied to public registries. In Kazakhstan, the law

on registration of legal entities expressly provides for state registration and record registration of branches and representative offices, while the law on registration of title to immovable property treats state registration as the official legal act of recognition. In Russia, the federal law on state registration of legal entities structures the public registry system, and the law on state registration of real estate connects rights with the official register. In Ukraine, the law on registration of legal entities makes registration in the Unified State Register mandatory, and the law on registration of rights to immovable property defines registration as the official recognition and confirmation of the emergence, transfer, or termination of a right.

The second pillar is insolvency or rehabilitation as a mechanism of control transfer. Kazakhstan's law on rehabilitation and bankruptcy governs relations arising from a debtor's inability fully to satisfy creditors' claims. Russia's insolvency law performs the same role in its own system. Formally, these are collective debt-resolution procedures, but in a conflict environment they can become channels for changing management, blocking disposal of assets, and stripping the previous controller of effective authority through procedural decisions. Not every insolvency proceeding is raiding, but almost every state-mediated displacement of an owner has a habit of glancing very closely at the insolvency toolbox.

The third pillar is enforcement proceedings. In Kazakhstan, the law on enforcement proceedings expressly defines them as measures aimed at compulsory execution of enforcement documents. In Russia, the law on enforcement proceedings serves the same function. The enforcement track is dangerous because a dispute over rights quickly turns into a dispute over factual control: attachments, debits, transfer of property, prohibitions on registration actions, and access to accounts. In such a phase, losing on timing may matter far more than eventual success on the merits.

The fourth pillar is criminal process. Kazakhstan's Criminal Procedure Code and Russia's Criminal Procedure Code regulate criminal proceedings as independent channels of state intervention. In a business conflict this is especially sensitive, because the criminal-law framework gives access to searches, seizures, asset arrests, interrogations, and pressure on management decisions. If a corporate dispute suddenly acquires a criminal form, procedural asymmetry increases dramatically. That does not mean the economic offense cannot be real. It means that in a raiding scenario the criminal track often serves less as a search for truth than as an accelerator for redistribution of leverage.

#### **4. KAZAKHSTAN: REGISTRATION AND ENFORCEMENT ARCHITECTURE, INVESTMENT GUARANTEES, AND VULNERABILITIES**

The Kazakh model is interesting because it contains both protective investment elements and a dense administrative-procedural infrastructure. Kazakhstan's Entrepreneurial Code sets out the general conditions and guarantees of entrepreneurship, and a separate governmental act regulates the activity of the Investment Ombudsman, whose function is to assist investors. This shows that the system is formally oriented toward investment protection and administrative support for business. At the same time, however, there remain laws on registration of legal entities, registration of title to immovable property, rehabilitation and bankruptcy, enforcement proceedings, and criminal procedure, which together create a strong state framework capable of influencing the fate of an asset.

From the standpoint of risk, this means the following. If one side to a conflict gains an advantage in the registration block, it may then use the enforcement or insolvency continuation to entrench a new status quo. The law on state registration of legal entities provides for review of submitted documents for compliance with the law, while the law on registration of title to immovable property makes state registration the official recognition of rights. In ordinary life, that is an infrastructure of legal

certainty. In conflict configuration, it becomes an infrastructure in which speed and access to procedure become more critical than abstract entitlement.

An additional vulnerability of Kazakhstan in this comparison lies not in any special “wrongness” of the statutes themselves, but in the concentration of significant functions within the administrative and law-enforcement system. The law on enforcement proceedings provides a strong coercive mechanism, and the law on the Prosecutor’s Office provides access to information, documents, files, and enforcement proceedings. Where a conflict enters the stage of coordinated use of registries, enforcement, and law-enforcement access, business requires not simply an argument about rights, but an urgent strategy of procedural containment. Business usually thinks the main battle will be in one large court case. It often loses long before that, at the level of the registry entry, the enforcement document, and the file room.

## **5. RUSSIA: THE COMBINATION OF REGISTRATION, ARBITRAZH PROCEDURE, INSOLVENCY, AND COMPULSORY ENFORCEMENT**

The Russian legal architecture is especially illustrative for analyzing state-mediated seizures because it relies on a dense combination of corporate registration, the real-estate register, arbitrazh procedure, insolvency, enforcement proceedings, and criminal process. The official legal portal contains the federal law on state registration of legal entities, the Arbitrazh Procedure Code, the law on insolvency, the law on enforcement proceedings, the law on state registration of real estate, and the Criminal Procedure Code. Each of these instruments is neutral in itself. But their combination creates a highly effective environment for redistribution of control through formally lawful channels.

Especially sensitive here is the connection between arbitrazh procedure, insolvency, and enforcement. The Arbitrazh Procedure Code defines the forum for economic disputes, while the law on insolvency creates an independent regime of intervention into the management of assets. Once enforcement proceedings are added, a dispute over corporate control or debt can quickly become a factual expropriation of management leverage. The law on state registration of real estate and the law on registration of legal entities provide the formal layer of legalization of the result. Put more simply, first the procedure is changed, then the registry entry is changed, and then the factual holder of the situation is changed.

The criminal-procedural layer intensifies this effect. The Russian Criminal Procedure Code is formally directed at protecting the rights and lawful interests of persons harmed by crimes and at protecting the individual against unlawful accusation, but in a corporate-conflict environment the very activation of criminal procedure radically changes the balance of forces: searches, seizure of property, removal of records, questioning, and pressure on management. When combined with registration, arbitrazh, insolvency, and enforcement blocks, this creates a typical model of state-mediated corporate displacement. Naturally, all of it looks far more respectable when it is packaged as orders, rulings, and registry entries.

## **6. UKRAINE: REGISTRATION MECHANISMS, ANTI-RAIDING ADMINISTRATIVE OVERLAY, AND PROPERTY GUARANTEES**

The Ukrainian model differs in that it more explicitly articulates the problem of raiding at the level of state policy itself. The law on state registration of legal entities provides a registration system in

which the Ministry of Justice of Ukraine plays a central role, and expressly grants the Ministry powers of oversight in the field of registration, monitoring of registration actions, temporary blocking or cancellation of access to the register, and review of complaints against decisions, actions, or inaction of registrars, with binding decisions resulting from that review. The law on registration of rights to immovable property, in turn, defines registration as the official recognition and confirmation of the emergence, transfer, or termination of rights, and likewise places the Ministry of Justice and its territorial organs in a central role. This means that Ukrainian law itself recognizes the extreme significance of the registration node and the need for separate state control over it.

Moreover, in 2019 the Cabinet of Ministers of Ukraine officially announced the opening of an Anti-Raiding Office, and in 2023 a law was adopted amending legislation to ensure the inviolability of property rights, affecting both the law on registration of rights to immovable property and the law on registration of legal entities. This is an important comparative point: the Ukrainian system not only contains registration and property mechanisms, but also publicly builds an anti-raiding administrative overlay on top of them. That does not mean the problem is solved. It means the state has institutionally acknowledged it as an independent one.

From the standpoint of vulnerability, this is double-edged. On one hand, the existence of a separate complaint mechanism and administrative control over registrars gives the defense an additional tool for emergency intervention. On the other hand, the very importance of the registration layer and of the supervisory powers of the Ministry of Justice confirms how critical it is in such disputes who first reaches the registration system, files the complaint, obtains the block, secures cancellation of an action, or captures correction of the entry. The Ukrainian model therefore makes especially clear the overall logic of the subject: raider seizure through state mechanisms almost always begins not with brute force, but with procedural capture of the access point to the legal recognition of rights.

## **7. COMPARATIVE CONCLUSIONS**

In all three countries the state plays a central role in creating the legal reality of business itself: it keeps the registries, recognizes and records rights, organizes insolvency, ensures compulsory enforcement, and regulates criminal process. For that reason, raider seizure through state mechanisms does not mean that state institutions are “outside the law.” On the contrary, it means that the struggle is over who can manage normal lawful institutions faster and more effectively than the opponent can challenge them. In Kazakhstan, an investment-protective administrative layer is more visible, but the density of the registration and enforcement framework remains high. In Russia, the linkage of arbitrazh procedure, insolvency, enforcement, and criminal process is especially pronounced. In Ukraine, the anti-raiding administrative overlay over the registration block is the most explicit.

The common weak point, however, is the same: speed. State mechanisms created to organize rights may be used to create a new status quo at accelerated speed, which later has to be broken apart in court at great cost. Hence the main comparative conclusion: in the post-Soviet space, raider risk through state mechanisms is always not only a property problem, but a deeply procedural one. Whoever controls registration, enforcement, interim relief, and access to the coercive or insolvency track temporarily controls the legal fate of the asset itself.

## **8. A PRACTICAL MODEL OF DEFENSE**

A serious defense in such cases must be built not around one complaint that “we are being raided,” but around parallel control of several state tracks at once.

The first track is registration. This requires immediate audit of entries concerning the legal entity, real estate, encumbrances, corporate changes, managerial authority, and powers of attorney.

The second track is procedural. This requires forum selection, urgent interim measures, suspension of registration or enforcement actions, complaints against registrars, and other emergency blocking instruments.

The third track is insolvency and enforcement. One must analyze whether debt, an enforcement document, or an insolvency procedure is being used as an accelerator for transfer of control.

The fourth track is criminal law. This means documenting signs of abuse of the criminal process and protecting managers and beneficial owners from procedural displacement.

The fifth track is international. The dispute must be translated into the language of fair trial, anti-corruption, business and human rights, access to remedy, and, where relevant, investment protection.

The main mistake of the defense is to react only to the last episode: the account arrest, the change of director, the new registry entry, the opening of the criminal case, the appointment of an insolvency manager. In reality, that is usually already the middle of the scenario. Effective defense requires seeing the entire chain as a single project of redistribution of control. While one side is arguing with one piece of paper, five other pieces of paper and two registries are already at work against it. Administrative violence, as ever, prefers a respectable suit.

## 9. CONCLUSION

Raider seizures through state mechanisms in Kazakhstan, Russia, and Ukraine cannot be described as a purely private conflict between business groups. They are always conflicts over access to the state-organized nodes of legal recognition and coercion: registries, enforcement channels, insolvency procedures, criminal process, and administrative oversight. That is why such cases must be analyzed simultaneously through the logic of property, fair trial, anti-corruption, and access to remedy. When state mechanisms are used not as neutral infrastructure but as an accelerator of redistribution of control, the issue is not only a corporate dispute. It is a deformation of the legal environment of business itself.

The practical conclusion is simple and unpleasant. In such cases, it is not enough to prove that the asset is “yours.” One must also prove it in the right place and at the right time, before the state machine has managed to convert your entitlement into someone else’s registry entry, someone else’s ruling, someone else’s enforcement action, and someone else’s new reality. Otherwise, property rights turn into a contest in speed of access to public infrastructure. That does not look much like legal order, however neatly it may be stitched together with seals and registration numbers.

## APPENDIX A. TERMINOLOGY

### **Raider seizure through state mechanisms**

The use of formally lawful public procedures, including registration, enforcement, insolvency, criminal process, and administrative control, for the accelerated redistribution of corporate or property control outside honest adversarial resolution of the dispute.

### **Registration capture**

A situation in which a decisive advantage is obtained through the creation, alteration, blocking, or confirmation of an entry in a public registry of legal entities or rights to property. In Kazakhstan, Russia, and Ukraine, statutes directly attach legal effect to public registration systems.

### **Insolvency-track capture**

Use of insolvency, rehabilitation, or bankruptcy management procedures as a means of changing

effective control, blocking disposal of an asset, or displacing the previous manager. Formally these are lawful procedures of debt resolution, but in a conflict environment they may produce an expropriatory effect.

**Enforcement**

**track**

Use of compulsory enforcement of judgments or other enforcement documents as a mechanism for rapidly changing factual control over an asset or financial flow. The laws of Kazakhstan and Russia expressly define enforcement proceedings as measures of compulsory execution.

**Anti-raiding**

**administrative**

**protection**

A set of administrative tools for supervision over registration actions and for review of complaints aimed at preventing unlawful changes to corporate or property status. In Ukraine, this layer is institutionally the most explicit through the powers of the Ministry of Justice, the Anti-Raiding Office, and the subsequent legislative amendments of 2023.

**APPENDIX B. MATRIX OF STATE MECHANISMS OF RISK**

<b>Mechanism</b>	<b>Kazakhstan</b>	<b>Russia</b>	<b>Ukraine</b>	<b>Risk in a raiding scenario</b>
Registration of legal entities	State registration and record registration of branches and representative offices	Public registries of legal entities	Unified State Register; oversight by the Ministry of Justice	Rapid change of status, director, or control structure
Registration of real estate	State registration of title to immovable property	Unified State Register of Real Estate / state registration	State registration of rights in rem	Consolidation of a new title or encumbrance
Insolvency / rehabilitation	Law on rehabilitation and bankruptcy	Law on insolvency (bankruptcy)	Used through corporate and property disputes	Change of control through insolvency management and procedural leverage
Enforcement proceedings	Law on enforcement proceedings and the status of bailiffs	Law on enforcement proceedings	Enforcement layer tied to title and court decisions	Rapid seizure, arrest, debit, or blocking
Criminal process	Criminal Procedure Code of Kazakhstan	Criminal Procedure Code of Russia	Can be used in connected property disputes	Pressure on management, seizure of documents, arrest of assets
Administrative oversight of registrars	Less explicit as a separate anti-raiding overlay	Limited and fragmented	Strong powers of the Ministry of Justice, complaints, monitoring, Anti-Raiding Office	Ability to reverse or entrench a registration result quickly

This matrix does not mean that one system is “evil” and another “good.” It shows where the state nodes may become points of capture of initiative in a corporate or property conflict.

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