DOCTORAL DISSERTATION
Terminology for Translators: A Termbase
in the Domain of Company Law

Maria do Céu Henriques de Bastos | 2018
Universidade de Vigo
Escola Internacional de Doutoramento

Maria do Céu Henriques de Bastos

DOCTORAL DISSERTATION
Terminology for Translators: A Termbase in the Domain of Company Law

Supervised by:
Maria do Carmo Henríquez Salido
Alberto Álvarez Lugris

2018
Universidade de Vigo
Escola Internacional de Doutoramento

Maria do Carmo Henríquez Salido
Alberto Álvarez Lugris

DECLARE that the present work, entitled "Terminology for Translators: A Termbase in the Domain of Company Law", submitted by Maria do Céu Henriques de Bastos to obtain the title of Doctor, was carried out under their supervision in the PhD programme "Tradución e Paratradución".

Vigo, 26th June 2018.
The Supervisors

Dr. Maria do Carmo Henríquez Salido
Dr. Alberto Álvarez Lugris
To my mother, Maria Amália Henriques.

She gave up her life for her children’s.
Abstract

In a world where people, goods, products, services, companies, and capital move globally, specialised communication and translation play a crucial role. Legal translation is acknowledged as a complex and time-consuming task, mainly because it implies a transfer from one language to another, as well as from one legal system to another legal system. As legal concepts are culture-bound and not easily transferable, finding suitable equivalents is a source of constant problems for translators. Since existing terminological resources do not provide translators with enough information to make decisions without extensive searches and concept comparison, the main objective of this project is to create a systematic and descriptive bilingual terminology database in British English and European Portuguese in the domain of company law (company incorporation). The purpose is to understand needs in legal translation and find out what kind of information legal translators require to make informed terminology decisions, as well as to understand and decide on the most suitable strategies for finding equivalents in legal translation. The methodology is corpus-driven, rather than concept-driven. We resort to comparable corpora, semi-automatic term extraction tools and concordance tools, as well as terminology management software. The result of this project is a complete termbase with 42 terms with all the information legal translators require: simple and clear definitions, contexts, phraseology, and usage notes, collected from reliable sources. As for the best strategy to translate legal terminology, we conclude that a pragmatic approach is needed, and legal terminology should be translated using the terminology of the target legal system. We conclude that terminology management is crucial for a specialised domain of knowledge like legal translation.

Keywords: terminology, terminology work, terminology management, legal translation, legal terminology, corpora and translation
Resumo

Nun mundo en que as persoas, os bens, os produtos, os servizos, as empresas e o capital se desprazan por todo o planeta, a comunicación e a tradución especializadas exercen unha función primordial que comporta, como é evidente, o emprego de terminoloxía, xa que resulta imposíble comunicarse con precisión e claridade sen dominar a terminoloxía dun campo dado.

A empresa constitúe a base da economía moderna e Portugal non é unha excepción. Nun mundo globalizado coma este, formalízanse toda sorte de asociacións con obxecto de comercializar os produtos nas distintas rexións do planeta e é o dereito de sociedades o que regula as ditas asociacións. No ano 2010, os cálculos apuntaban a que a cifra de empresas multinacionais superaba as 100 000, en tanto que as súas filiais estranxeiras roldaban as 890 000 (Jaworek e Kuzel, 2015), e neste mundo globalizado o inglés é o idioma usado nas transaccións empresariais, comerciais e xurídicas (Gubby, 2016); así, en efecto, case a metade das empresas listadas na Fortune Global 500¹ teñen a súa sede nun país de fala inglesa. Por outra banda, o mero incremento do comercio electrónico transfronterizo é xerador de millóns de demandas xudiciais, que The Economist (2 de abril de 2016) sitúa en 750 millóns ao ano.

Neste contexto de interacción mundial, o desafío radica en como afrontar tanta diversidade e como adaptala ás esixencias do país de que se trate. Neste sentido, e dado que existen normativas e documentos xurídicos que regulan todos estes intercambios, non resulta sorprendente que a tradución xurídica experimentase un aumento exponencial e se converte nunha área fundamental dos estudos de tradución.

O dereito é un acto moi complexo de comunicación especializada en tanto que disciplina das palabras (Smith, 2014); así, a linguaxe xurídica comprende

diversos tipos textuales e é empregada por un amplo concundo de individuos que van de expertos a leigos.

De maneira xeneralizada, recoñécese que a tradución xurídica constitúe unha tarefa impoñente na medida en que, a diferenza dos manexados nas ciencias exactas, os conceptos xurídicos non son universais, senón que venen dados pola cultura (Biel, 2008; Cao, 2007; De Groot, 2006; Kocbek, 2014; Pic, 2007; Sandrini, 1999; Šarčević, 1997), cousa que se observa, en especial, no caso da tradución que se fai entre dous importantes réximes xurídicos que cobraron unha relevancia crucial nun mundo global que emprega o inglés como lingua franca: o dereito consuetudinario e o civil (H. Mattila, 2006).

Nestas últimas décadas, os avances que se produciron nas tecnoloxías da información e na lingüística computacional mudaron a índole do labor do tradutor ata deixalo irreconhecible, coa chegada dos programas de memorias de traducións, bases terminolóxicas, a disposibilidade dos corpus e a tradución automática; no entanto, obsérvase unha fenda entre o grao de complexidade da tecnoloxía e os medios terminolóxicos dixitais de que se dispón.

Non é posible facer tradución xurídica sen contar cuns recursos axeitados que lle fornezan ao tradutor a información que precise para comparar conceptos procedentes de distintos sistemas xurídicos e determinar a idoneidade dos termos; xa que logo, correspóndelles aos tradutores investigar e atopar os equivalentes correctos, mais, sometidos á presión dos prazos de entrega, a miúdo non dispóñen de tempo para facer moitas procuras nin comparacións (conceptuais) terminolóxicas demoradas, que son as que lles permitirían tomar decisións fundamentadas (Matulewska, 2016; Šarčević, 1997). Mais aínda, nos documentos xurídicos os erros e inconsecuencias terminolóxicas poden saír caros e causarlle graves problemas ás empresas e ao tradutor.

Para alén do anterior, as diferenzas existentes entre os distintos sistemas xurídicos chegan a ser tan rechamantes que ata certo punto abundan os casos de
incongruencia conceptual. Resolver estes problemas e achar equivalentes adecuados son tarefas que levan tempo e que constitúen unha fonte de trastornos constantes para os tradutores (Biel, 2008), ata tal extremo que Bajčić (2017) considera que a equivalencia é «unha misión imposible» (p. 111) na tradución xurídica.

En vista do anterior, o obxectivo principal deste proxecto consiste en abordar a necesidade de contar cuns recursos terminolóxicos axeitados no eido do dereito societario (constitución de sociedades), para o cal pretendemos crear unha compilación terminolóxica bilingüe, sistemática e descritiva, en inglés británico e portugués europeo, en forma de base de datos terminolóxica, recorrendo a corpus comparables, sistemas de análise de corpus e soporte lóxico de bases de datos, cos seguintes fins:

1. comprender cales son as necesidades do tradutor na tradución xurídica e determinar que clase de información precisan os tradutores xurídicos para tomar decisións terminolóxicas con coñecemento de causa, e
2. comprender e decidir cales serían as estratexias máis acaídas para achar equivalentes nas traducións xurídicas.

No tocante á terminoloxía, seguimos os procedementos de traballo propios dos proxectos bilingües ou plurilingües, a teor das obras publicadas sobre a materia, así como as normas terminolóxicas (que se describen no capítulo 2).

No proceso de creación da terminoloxía dun eido especializado mediante a adopción dunha perspectiva baseada no emprego de corpus, abórdanse os problemas da análise das necesidades, a compilación do corpus, a extracción semiautomática de terminoloxía, a identificación de equivalentes a través de corpus comparables e o deseño dunha base de datos con vistas a un grupo concreto de destinatarios. Este proxecto fundaméntase en corpus e non en conceptos, co cal se quere dicir que se adoptou unha perspectiva semasiolóxico-onomasiolóxica.

A primeira etapa do proceso consiste en delimitar o eido (dereito societario, constitución de sociedades), seguido por un requisito importantísimo do traballo
terminológico: a análise das necesidades (descrita no apartado 3.1.2). A Organización Internacional de Normalización (International Organization for Standardization; ISO, 2012) aplica o concepto de «deseño centrado no usuario» (p. 12) ao labor terminológico, e indica con isto que un produto tería que concibirse para satisfacer as necesidades dos usuarios. Lévase a cabo, xa que logo, unha análise que permita determinar os tipos de usuario, os recursos existentes, as situacións de uso, as esixencias do grupo principal de usuarios e as características que haberán ter os recursos considerados axeitados.

Os grupos principais de usuarios que lles tirarían proveito a estes recursos son os tradutores xurídicos e os tradutores empresariais en xeral, os expertos e investigadores deste eido, os docentes de lingüas para fins específicos, xuristas, empresarios, as sociedades internacionais que invisten en Portugal, os xulgados e a Administración pública portuguesa.

Os recursos terminológicos xurídicos de que se dispón en papel (dicionarios monolingües, bilingües ou ambos) non lle ofrecen ao tradutor máis ca unha definición (no caso do dicionario monolingüe) e varios equivalentes (no caso do dicionario bilingüe), sen o eido, sen contexto e sen definicións, información toda esta que os tradutores necesitan para tomar decisións informadas. No que respecta ás bases terminológicas e aos dictionarios existentes en liña, a información que achegan é, no mellor dos casos, escasa e incompleta e, no peor, difunde terminoloxía incorrecta, como se amosa no exemplo que se dá no apartado 3.1.2. Así, cando se fai unha procura co termo private company en diversas bases terminolóxicas da Internet e outros sitios web, compróbase que só nunha base (IATE²) se indica o equivalente correcto —sociedade fechada—, mais a definición que se achega non coincide co concepto; nos demais sitios web ofrécese termos e conceptos errados, entre os que se contan falsos amigos e terminoloxía brasileira que non pode usarse en Portugal porque os dous sistemas xurídicos evolucionaron de xeito autónomo e son distintos.

Canto ás demandas dos usuarios, na tradución xurídica falamos tanto do grao de equivalencia lingüística entre o idioma de partida e o de chegada como do grao de equivalencia entre os sistemas xurídicos de partida e de chegada (Combüchen, 2006), o que comporta que, para xulgar que nivel de equivalencia existe entre uns termos dados, os tradutores deben comprender os conceptos en ambos os sistemas, cousa que implica a posta en marcha dun proceso pormenorizado de microcomparación para o cal o tradutor precisa moita información, como definicións e exemplos de contexto tanto na lingua de partida como na de chegada. De acordo con Sandrini (2014), os grupos principais de usuarios comparten unha serie de demandas: «teñen que entender por completo os conceptos xurídicos presentes no texto de partida, as súas implicacións en dereito e como inflúen os conceptos no significado do texto» (p. 145).

A seguinte etapa é a da selección e a preparación do corpus. Para este proxecto escolleuse un corpus de textos comparables, consistentes en textos lexislativos redactados en inglés británico (Companies Act 2006; The National Archives, s. d.) e portugués europeo (Código das Sociedades Comerciais; Procuradoria-Geral da República, s. d.). Os documentos deste corpus convertéronse de PDF a TXT co fin de que puidesen utilizarse para realizar en AntConc unha extracción semiautomática de termos e un estudo baseado en frecuencias (Anthony, 2014).

Nese estudo valémonos dun corpus de referencia, un conxunto de textos dun ámbito xeral que sirva de comparación co corpus principal; empréganse, así mesmo, listas de palabras baleiras en ambos os idiomas co obxecto de filtralas e excluílas da análise de frecuencia. A seguir lévase a cabo unha análise das palabras chaves, xérase unha lista destas coa medida da log-verosimilitude correspondente á significación estatística e, aplicando esta lista de candidatas, fanse procuras de concordancias con miras a atopar termos compostos.

Dado que nos métodos de extracción semiautomática de termos —e tamén nos que son completamente automáticos— fan falla comprobacións manuais, este
proceso pode xerar tanto ruido (palabras que non son termos) como silencio (que quedan termos fora da análise).

Unha vez que se dispón dunha lista definitiva de termos, é hora de crear os sistemas conceptuais. Como se mencionou anteriormente, estes sistemas producironse logo da extracción terminolóxica, con esa lista definitiva de termos, xa que a nosa metodoloxía se basea nun corpus. A creación dun sistema conceptual constitúe un proceso de gran complexidade —comparable só á terminoloxía contrastiva— que comporta organizar un campo e entender as relacións que se dan entre os conceptos, así como a posición que ocupan estes no sistema (véxase ao respecto o apartado 3.1.5); e para comprender o campo precisanse moita investigación e moitas lecturas.

No tocante ás estratexias necesarias para determinar o grao de equivalencia e achar equivalentes adecuados, trátase da fase máis complexa e prolongada do labor terminolóxico bilingüe e esixe dispoñer dun conxunto ben organizado de recursos fiables, facer moito traballo de lectura e investigación e contar coa colaboración de expertos do ámbito xurídico.

A equivalencia total non é habitual na tradución xurídica (así, neste proxecto, de 42 conceptos considerouse que só cinco contaban cunha equivalencia total no sistema xurídico portugués) e, cando non existe equivalencia —como ocorreu, neste campo, cos documentos de constitución e cos tipos de sociedade—, a mellor estratexia radica en recorrer a un enfoque pragmático e reproducir na terminoloxía xurídica de chegada as características principais do concepto de partida mediante procesos de tradución literal, explicación, tradución descritiva, paráfrase e expansión léxica, como recomендan De Groot (2006), Gémar (2015) e Šarčević (1997).

Outro factor que debería terse en consideración é o propósito do documento de chegada (segundo aproximacións funcionalistas orientadas ao receptor): deste xeito, cando o texto de chegada é un documento que non está revestido de validez legal, é posible decidirse por uns equivalentes funcionais que contribúan
a que os documentos sexan traducidos a unha linguaxe xurídica natural. Cando se pode empregar un equivalente funcional, no rexistro dos termos correspondentes a conceptos que non son equivalentes fican comprendidas suxestións de tales equivalentes funcionais, que se fan constar no campo «Notas», e esta é unha información que lle permite ao tradutor tomar unha decisión baseada no obxecto e na función do texto de chegada.

No tocante ao soporte lóxico da base de datos, utilizamos SDL Multiterm 2017 (SDL, 2017). Esta fase do traballo estivo guiada por unha identificación inicial das necesidades dos usuarios, xa que pretendiam construír unha base de datos na que figurasen campos e categorías de datos que concordasen coa información que precisaba o grupo principal de usuarios: os tradutores.

A achega máis importante deste proxecto vén representada por unha completa base de datos que comparte 42 termos do eido do dereito societario (formación e constitución de sociedades) aos que vai aparellada toda a información que necesitan os tradutores xurídicos: ampla información sobre os conceptos, definicións sinxelas e claras, contextos explicativos e fraseoloxía no idioma de partida e no de chegada, tirada de fontes fiables (principalmente manuais de dereito societario). No campo «Notas» chámase a atención do usuario sobre falsos amigos, sinónimos, mudanzas nos conceptos (como demostra o rexistro correspondente a memorandum of association que consta na base terminolóxica) e traducións que se recomenda deixar de usar; alén diso, no rexistro terminolóxico inclúese tamén un campo fraseolóxico (destinado a facer constar colocacións habituais), así como o grao de equivalencia (véxanse as entradas da base de datos que figuran no anexo 1 ou, no anexo 2, no formato do dicionario).

As bases de datos de terminoloxía xurídica que se crean con estes criterios conteñen unha información valiosa que permite que os tradutores adopten determinacións axeitadas sen teren que facer moito esforzo investigador, co cal se acelera o proceso de toma de decisións na tradución de documentación xurídica ao
tempo que aumenta a calidade do produto final e se evitan erros que poderían saír caros.

Este proxecto terminolóxico tamén podería ser de utilidade en países africanos de lingua portuguesa, os PALOP, dado que tras a súa independencia adoptaron o grosa da lexislación portuguesa e empregan o portugués europeo estándar como idioma oficial (Costa, 2005). Do Brasil, porén, non se pode dicir o mesmo, xa que tanto a lingua como o sistema xurídico chegaron a constituir variedades distintas.

Con este traballo tamén foi posible tomar contacto con diversos instrumentos, técnicas e métodos recentes que permiten a creación de recursos terminolóxicos dixitais, o que nos deu a oportunidade de reflexionar sobre unha serie de aspectos (os cales se descreben nos apartados que van do 3.1.2 ao 3.1.8.3.2, cunha descripción de todas as etapas do proxecto):

1. Dado que na actualidade o labor terminolóxico se fundamenta en corpus, parecía evidente a adopción dunha perspectiva exclusivamente semasiolóxica; no entanto, a medida que o proxecto avanzaba cara ás etapas de comprensión dos conceptos, quedou patente a necesidade de crear os sistemas conceptuais que facilitasen a estruturación do eido, o cal, polo tanto, nos permite conclusión que as metodoloxías semasiolóxica e onomasiolóxica non son mutuamente excluíntes e indica que os termos nos levan aos conceptos dun eido dado.

2. No tocante ás fontes, tiramos dúas conclusións importantes: a primeira, que a lexislación e os manuais de dereito societario son fontes máis fiables que os sitios web empresariais, os cales deberían ser escollidos con extremo coidado, xa que na Internet por veces se atopan conceptos e termos incorrectos. O outro aspecto radica en que os manuais de dereito societario —sobre todo os dirixidos a estudantes de dereito— son fontes mellores á hora de entender os conceptos e de atopar definicións e contextos sinxelos.
3. Para empregar o soporte lóxico da base de datos, Multiterm (SDL, 2017), fai falla un coñecemento experto, o que o converte nun software do que resulta unha curva de aprendizaxe longa, para alén de que, no noso contexto concreto, se revelou a existencia de varios erros e problemas; por citar un exemplo, a carácteristica (excelente, por outra parte) de exportación dos rexistros da base de datos a un formato de diccionario supón un labor moi complicado.

4. Durante a creación da lista de palabras chaves con AntConc (Anthony, 2014), xurdiron dúbidas verbo de que valor de corte habería que fixar e, ante a escaseza de obras publicadas sobre a materia (Baker, 2004; Pojanapunya e Todd, 2016; Rayson, 2013), decidímonos polas cen primeiras palabras. Cunha comprobación manual da lista de palabras chaves inglesas púxose de manifesto que despois dese valor de corte só ficaran excluídos cinco termos, polo cal parece que se trata dun valor apropiado para o tamaño do noso corpus.

5. Tratándose dunha compilación terminolóxica de pequenas dimensións, velaquí unha apreciación útil para aqueles tradutores que creen os seus propios recursos terminolóxicos: é posible que a extracción semiautomática de termos leve mesmo máis ca un proceso só manual, xa que esixe un paso final de validación manual ao que hai que lle dedicar moito tempo, como recoñeceron Vásquez e Oliver (2018) en datas recentes.

6. Cando se tomou a decisión de restrinxir o alcance do proxecto por motivos prácticos, preocupábamos a posibilidade de que se tratase dun eido pequeno de máis; no entanto, considerando o tempo que se destinou á investigación e ás lecturas, chegamos á conclusión de que este é o enfoque axitado, pois un proxecto de grandes dimensións tería que dividirse en áreas menores e organizarse por etapas, precisamente como apuntan Arntz, Picht e Schmitz (2014). Nós suxerimos de que diversas
maneiras podería seguir a levarse adiante este proxecto, non só no referido á metodoloxía que habería que adoptar nun proxecto semellante, senón tamén no que respecta ás dificultades concretas que se presentan no traballo terminolóxico xurídico.

O labor de terminoloxía é un labor que está en proceso de realización, xa que xestionala comporta facer un seguimento da evolución dos conceptos e os termos poden ficar obsoletos. Un bo exemplo disto achámolo en como mudou o concepto *memorandum of association* (véxase a entrada correspondente no apartado 3.1.8.3.1), que antes era un documento de constitución e que na nova *Companies Act 2006* (The National Archive, s. d.) designa tan só unha declaración conforme a cal os asinantes determinan formar unha sociedade.

Sobre esta compilación podería continuarse a traballar máis adiante co fin de abranguer a totalidade do eido, ou ampliarse para incluír as distintas variantes lingüísticas e sistemas xurídicos, como o inglés estadounidense e o sistema xurídico dos Estados Unidos, ou o portugués brasileiro e o sistema xurídico do Brasil (ou ambos), sistemas cuña evolución os transformou en réximes autónomos e de todo distintos, motivo polo que resultaría complicado incluílos neste proxecto.

No que concirne aos instrumentos terminolóxicos, malia os avances tecnolóxicos habidos seguen a presentar carencias para o traballo terminolóxico, o cal podería derivarse do feito de que os clientes finais, as axencias de tradución e os tradutores aínda non os empregan de maneira xeneralizada. Como tradutora, a miña experiencia é que para o 80 % do traballo non recibimos ningún tipo de base terminolóxica nin de glosario, para aproximadamente o 10 % dos proxectos talvez se nos remita unha base terminolóxica (que contén só o termo de partida e o de chegada, o que vén equivaler a un glosario, pois non contén máis información) e nalgúns casos aínda se nos mandan glosarios en arquivos de Excel.

Outras posibilidades para seguir avanzando no futuro radican na integración dos sistemas de coñecemento e os terminolóxicos, como pode ser unha plataforma
xurídica en liña que incorpore unha base terminolóxica, sistemas conceptuais e unha base de coñecemento que conteña textos deste eido, así como exemplos e modelos de documentos. Podería tratarse dun sistema de xestión do coñecemento, coma o que describen Do Carmo, Trigo e Maia (2016), e no que constarían referencias a sitios web, entidades nomeadas, terminoloxías e ontoloxías vinculadas á aplicación de tradución/edición. Como fai Gornostay (2014), unha «soña con melhores instrumentos terminolóxicos» (p. 44).

Por último, gustaríamos de destacar a función que desempeña a terminoloxía no mundo da ciencia, a tecnoloxía e o coñecemento en xeral, e en particular na tradución xurídica. En eidos que desde fóra poden semellar caóticos, os tradutores deben esforzarse por comprender, comparar, organizar e sistematizar os distintos sistemas xurídicos e así ser quen de tenderen pontes para a comunicación e o intercambio a distintos niveis. En facéndoo, o tradutor contribuirá a que se difundan coñecamentos e se compartan ideas, e as distintas visións do mundo e os varios modos de organizalo que definen a humanidade. Sen a xestión da terminoloxía, a comunicación especializada sería un caos carente de método que permitise descifrala.

No sector da tradución, e tamén noutros ámbitos, existe unha falta xeral de recoñecemento do valor da xestión terminolóxica, tanto entre os clientes finais como nas axencias de tradución, pasando polos profesionais da lingua, os redactores técnicos e mesmo os tradutores, polo cal se fan necesarios un maior realce do valor da dita xestión e unha maior concienciación sobre a importancia da terminoloxía en sentido amplo.

Talvez o mercado e o sector precisen más datos que demostren que, no plano empresarial, a xestión terminolóxica está xustificada. Neste sentido cabe dicir que unha terminoloxía exacta contribúe á calidade tanto do texto de partida como do de chegada, acurta o tempo de tradución e a cantidade de consultas terminolóxicas que fai o tradutor durante o proceso de tradución, aforra tempo nas procuras de termos, se
usa en todos os departamentos da empresa e resulta esencial para a xestión da marca e do produto. Alén do anterior, cunha base terminolóxica mellóranse as buscas na web e os sistemas de palabras chaves, o cal axuda a incrementar as oportunidades de venda no comercio electrónico e nos catálogos dos produtos (véxase unha lista de estatísticas no capítulo «Conclusións»).

Este proxecto constituiu unha grande oportunidade para afrontar os retos que presenta esta tarefa e para estudar como elaborar mellores bases de datos terminolóxicas que sirvan de apoio eficaz á tradución en tales eidos. Esperamos que as reflexións e as aproximacións aquí descritas lles resulten de utilidade aos investigadores deste ámbito, así como doutras áreas da ciencia e da tecnoloxía, mais, sobre todo, confiamos en que os terminólogos e os tradutores lle tiren proveito.
Acknowledgments

The joy is in the journey, and in the destination.

We should always be grateful to the people who are willing to accompany us on our journey. I apologize, as this way of recording the names of the people who played an important role in this ‘solitary’ journey forces me to write them in a sequence, whereas in my mind their names are together under one large generosity and gratitude label.

I would like to express my gratitude to my supervisors, Professor Maria do Carmo Henriquez Salido and Professor Alberto Álvarez Lugrís for their continuous support, guidance, and for their kind heart. I could not have hoped for better supervisors. I am extremely grateful to both.

I would like to thank Professor Belinda Maia, for showing me the way to terminology when I started my master in Translation Studies in 1998. She has been a visionary and has done so much for terminology in Portugal. She has been a source of inspiration.

I wish to thank ISCAP for the research period I did there and for all the resources they made available and particularly Manuel Moreira da Silva, who often challenged me to look at different approaches. I am very grateful for his generosity and support.

The quality of this project would not have been the same without the legal expertise of Pedro Soares da Costa and Paulo Alves de Sousa de Vasconcelos. I am very grateful for their generosity and willingness to share their knowledge and their time.

I would equally like to thank all my Clients, for bearing with me during periods of unavailability, and other times when I was not able to meet their demands. I am very grateful for their patience and understanding, and for giving me the opportunity
to develop my skills.

I am also particularly grateful to Félix do Carmo for his invaluable feedback, to Tereza Afonso, who has been a great research companion. Teresa Pataco and Susana de Noronha N. Cunha Costa, my companions on the trips to Vigo, and António Alves for his help. I thank Joana Fernandes for her help and for writing a PhD dissertation which is a source of inspiration.

Special thanks also to my friend Donzília Miranda, for her kind heart, for listening to me and helping me when I needed it the most.

I wish to thank my friends Alexandra Santos, Nídia Lamas, José Carlos Martins, Paulo Marcelo, Cláudia Videira, Marco Rodrigues, Rita Alves, António Nicolau, Carla Familiar, Bruno Lima, and Teresa Basto for their friendship, support, and for the good moments we spend together.

Most importantly, I also dedicate this project to my sons, James and William Milner. They are my joy and pride, and they have always stood by me. To my sisters Anabela and Isabel Bastos, and my brother Júlio Bastos, who have always been there for me. I know they are all very proud.
Contents

Abstract VII
Resumo IX
Acknowledgments XXI
List of Tables XXV
List of Figures XXVII

1 Introduction 1
   1.1 Dissertation Structure 8

2 Literature Review 11
   2.1 Terminology. An Autonomous Science 13
      2.1.1 The Terminology of Terminology 14
      2.1.2 Overview of the Development of Terminology as a Science 17
   2.2 Terminology. An Interdisciplinary Field 22
      2.2.1 Terminology and Corpus Linguistics 22
      2.2.2 Terminology and Lexicology and their Applied Fields 25
      2.2.3 Terminology and Translation 28
   2.3 Terminology Work 34
      2.3.1 Terminology Projects 37
         2.3.1.1 Delimitation of the Domain 37
         2.3.1.2 User Groups and Needs Analysis 38
         2.3.1.4 Term Extraction and Selection 41
         2.3.1.5 Concept systems 43
         2.3.1.6 Creating the Termbase Structure 44
         2.3.1.7 The Role of the Terminologist 46
   2.4 Legal Language and Legal Translation 48
      2.4.1 Legal Language 50
      2.4.2 Legal Translation 53
         2.4.2.1 Legal Translation from a Common Law System into a Civil Law System 56
      2.4.2.2 Legal Terminology 58
3 Methodology and Results 67

3.1 Terminology Projects 71

3.1.1 Delimitation of the Domain 72
3.1.2 User Groups and Needs Analysis 73
3.1.3 Corpus Selection and Preparation 80
3.1.4 Term Extraction and Selection 82
   3.1.4.1 English 83
   3.1.4.2 Portuguese 88
3.1.5 Concept Systems 91
3.1.6 Creating the Termbase Structure 92
3.1.7 Collecting Information 96
   3.1.7.1 Secondary Sources of Information – English 97
   3.1.7.2 Sources of information – Portuguese 99
3.1.8 Contrastive Terminology 99
   3.1.8.1 Full Equivalence 103
   3.1.8.2 Functional Equivalence 105
   3.1.8.3 Non-Equivalence 127
3.1.9 Revision and Quality Assurance 137

4 Conclusions 139

4.1 Contributions 145
4.2 The Future 150

5 Bibliography 155

Annexes 181

ANNEX 1 Dictionary (Multiterm, SDL 2017) 183
ANNEX 2 Concept Systems 225
ANNEX 3 Incorporation Document Templates English and Portuguese (on CD) 247
ANNEX 4 Comparable Corpora English and Portuguese (on CD) 249
ANNEX 5 Reference Corpora English and Portuguese (on CD) 251
ANNEX 6 Stop Word Lists English and Portuguese (on CD) 253
ANNEX 7 Keyword Lists English and Portuguese (on CD) 255
ANNEX 8 Concordance Lists English and Portuguese (on CD) 257
List of Tables

Table 1 - Comparison of translations results with the term private company 75
Table 2 - Comparable Corpora Statistics 80
Table 3 - Initial List of Terms – English 85
Table 4 - List of Terms after Concordances – English 85
Table 5 - Final List of Terms – English 87
Table 6 - Initial List of Terms – Portuguese 89
Table 7 - List of Terms and Concordances – Portuguese 89
Table 8 - Final List of Terms – Portuguese 90
Table 9 - Degree of Equivalence (concepts, no. of concepts and percentages) 102
Table 10 - Microcomparison class of shares and categoria de acções 103
Table 11 - Microcomparison nominal value and valor nominal 103
Table 12 - Microcomparison registered office and sede social 104
Table 13 – Microcomparison secretary and secretário da sociedade 104
Table 14 - Microcomparison subsidiary and filial 105
Table 15 - Microcomparison unlimited company and sociedade de responsabilidade ilimitada 105
Table 16 - Microcomparison articles of association and contrato de sociedade 106
Table 17 - Microcomparison called-up share capital and capital subscrito 108
Table 18 - Versions in English, Portuguese, Spanish, French, and German for subscribed capital, called but not paid from the European Directive 2013/34/EU (2013) 112
Table 19 - Microcomparison certificate of incorporation and certidão de registo comercial 113
Table 20 - Microcomparison Companies Act and Código das Sociedades Comerciais 114
Table 21 - Microcomparison company and sociedade 114
Table 22 - Microcomparison company’s constitution and constituição da sociedade 115
Table 23 - Concordances with company constitution 116
Table 24 - Microcomparison company formation and constituição de sociedades 116
Table 25 - Microcomparison company law and direito das sociedades 117
Table 26 - Microcomparison company name and firma da sociedade 118
Table 27 - Microcomparison director and administrador 118
Table 28 - Microcomparison holding company and sociedade holding 119
Table 29 - Microcomparison incorporation and constituição da sociedade 119
<table>
<thead>
<tr>
<th>Table 30</th>
<th>Microcomparison <em>issued share capital and capital social emitido</em></th>
<th>120</th>
</tr>
</thead>
<tbody>
<tr>
<td>Table 31</td>
<td>Microcomparison <em>limited company and sociedade de responsabilidade limitada</em></td>
<td>120</td>
</tr>
<tr>
<td>Table 32</td>
<td>Microcomparison <em>member and sócio</em></td>
<td>121</td>
</tr>
<tr>
<td>Table 33</td>
<td>Microcomparison <em>official seal and selo branco</em></td>
<td>122</td>
</tr>
<tr>
<td>Table 34</td>
<td>Microcomparison <em>private company and sociedade fechada</em></td>
<td>122</td>
</tr>
<tr>
<td>Table 35</td>
<td>Microcomparison <em>public company and sociedade aberta</em></td>
<td>122</td>
</tr>
<tr>
<td>Table 36</td>
<td>Microcomparison <em>registered number and número de matricula no registo comercial</em></td>
<td>124</td>
</tr>
<tr>
<td>Table 37</td>
<td>Microcomparison <em>Registrar of Companies and Conservatória do Registo Comercial</em></td>
<td>124</td>
</tr>
<tr>
<td>Table 38</td>
<td>Microcomparison <em>share and acção</em></td>
<td>125</td>
</tr>
<tr>
<td>Table 39</td>
<td>Microcomparison <em>share capital and capital social</em></td>
<td>126</td>
</tr>
<tr>
<td>Table 40</td>
<td>Microcomparison <em>shareholder and accionista</em></td>
<td>126</td>
</tr>
<tr>
<td>Table 41</td>
<td>Microcomparison <em>subscriber and subscriber</em></td>
<td>127</td>
</tr>
<tr>
<td>Table 42</td>
<td>List of concepts with no equivalence</td>
<td>128</td>
</tr>
<tr>
<td>Table 43</td>
<td>Application for registration (translation and backtranslation)</td>
<td>129</td>
</tr>
<tr>
<td>Table 44</td>
<td>Memorandum of association (translation and backtranslation)</td>
<td>129</td>
</tr>
<tr>
<td>Table 45</td>
<td>Statement of capital and initial shareholdings (translation and backtranslation)</td>
<td>130</td>
</tr>
<tr>
<td>Table 46</td>
<td>Statement of compliance (translation and backtranslation)</td>
<td>131</td>
</tr>
<tr>
<td>Table 47</td>
<td>Statement of guarantee (translation and backtranslation)</td>
<td>131</td>
</tr>
<tr>
<td>Table 48</td>
<td>Statement of proposed officers (translation and backtranslation)</td>
<td>131</td>
</tr>
<tr>
<td>Table 49</td>
<td>Community interest company (translation and backtranslation)</td>
<td>134</td>
</tr>
<tr>
<td>Table 50</td>
<td>Private company limited by guarantee (translation and backtranslation)</td>
<td>134</td>
</tr>
<tr>
<td>Table 51</td>
<td>Private company limited by shares (translation and backtranslation)</td>
<td>135</td>
</tr>
<tr>
<td>Table 52</td>
<td>Private limited company (translation and backtranslation)</td>
<td>135</td>
</tr>
<tr>
<td>Table 53</td>
<td>Public company limited by shares (translation and backtranslation)</td>
<td>136</td>
</tr>
<tr>
<td>Table 54</td>
<td>Unlimited private company (translation and backtranslation)</td>
<td>136</td>
</tr>
<tr>
<td>Table 55</td>
<td>An example of a translation solution resorting to legal Portuguese language, following company characterisation suggested by Abreu (2016)</td>
<td>145</td>
</tr>
</tbody>
</table>
List of Figures

**Figure 1** - Collecting, managing and checking terminology  (Ferrari et al., 2014, p. M4-1) 36

**Figure 2** - Main Stages of a Terminology Project 72

**Figure 3** - No. of word tokens English corpus – AntConc v. 3.4.4 (Anthony, 2014) 80

**Figure 4** - No. of words Portuguese corpus – AntConc v. 3.4.4 (Anthony, 2014) 81

**Figure 5** - Keyword List – AntConc v. 3.4.4 (Anthony, 2014) 84

**Figure 6** - Termbase Structure - (SDL Multiterm, 2017) 93

**Figure 7** - Termbase entry public company (SDL Multiterm, 2017) 96

**Figure 8** - Termbase entry *articles of association* – (SDL Multiterm, 2017) 107

**Figure 9** - Termbase entry *called-up share capital* – (SDL Multiterm, 2017) 113

**Figure 10** - Concept system – Portuguese Legal System 117
Chapter 1
Introduction
In a world where people, goods, products, services, companies, and capital move globally, specialised communication and translation play a crucial role. This obviously implies the use of terminology, as it is impossible to communicate with precision and clarity without mastering the terminology of a field.

The number of multinational companies was estimated as being over 100,000 in 2010 and their foreign affiliates at 890,000 (Jaworek & Kuzel, 2015). English is the language used in business, trade and legal transactions (Gubby, 2016) in our globalised world and nearly half of the companies listed in the Fortune Global 500 are headquartered in an English-speaking country. On the other hand, the increase in cross-border e-commerce alone generates millions of disputes, estimated by *The Economist* (2016, April 02) at 750 million a year.

In this context of global interaction, the challenge is how to deal with such diversity and how to adapt it to local demands. As legal rules and documents regulate all these exchanges, it is not surprising that legal translation has increased exponentially and has become a key area of research in Translation Studies.

Law is a very complex act of specialised communication as it is a discipline of words (Smith, 2014). Legal language involves different types of texts and it is used by a wide group of individuals, ranging from experts to laymen.

Translating legal texts is widely acknowledged as a daunting task, as legal concepts, unlike those of the exact sciences are not universal but culture-bound (Biel, 2008; Cao, 2007; De Groot, 2006; Kocbek, 2014; Pic, 2007; Sandrini, 1999; Šarčević, 1997). This is particularly true in the case of the translation between the two major legal systems that gained a vital importance in a global world that uses English as a *lingua franca*: common law and civil law (H. Mattila, 2006).

The developments in Information Technology and Computational Linguistics have changed the nature of translators’ work beyond recognition in the last decades, with translation memory tools, termbases, availability of corpora and machine

---

translation. However, there is a gap between the level of sophistication of technology and the availability of digital terminology tools.

Existing legal terminology resources on paper (monolingual and/or bilingual dictionaries) only provide the translator with a definition (monolingual dictionary) and several equivalents (bilingual dictionary) with no domain, context or definitions, information that translators need to make informed decisions. As for termbases and online dictionaries the information provided is at its best scarce and incomplete and at its worst it spreads incorrect terminology, as the example in Section 3.1.2 shows.

It is not possible to do legal translation without suitable resources that provide the translator with the necessary information to compare concepts from different legal systems and determine term adequacy. Consequently, it is up to translators to do the research and find correct equivalents. However, under the pressure of deadlines they often do not have the time to carry out extensive research and time-consuming terminological (conceptual) comparisons to make reliable decisions (Matulewska, 2016; Šarčević, 1997). Moreover, terminology mistakes and inconsistencies in legal documents can be costly and cause companies and the translator serious problems.

Besides, differences between legal systems can be so striking that cases of concept incongruity are quite common. Solving these problems and finding suitable equivalents are time-consuming tasks and a source of constant problems for translators (Biel, 2008), so much so that Bajčić (2017) thinks that equivalence is “a mission impossible” (p. 111) in legal translation.

The main objective of this project is to address the need for suitable terminology resources in the domain of company law (company incorporation). We aim to create a systematic and descriptive bilingual terminology collection in British English and European Portuguese in the form of a terminology database, resorting to comparable corpora, using corpus analysis tools, and terminology management software. The purpose is to:

1. Understand translators’ needs in legal translation and find out what kind
of information legal translators require to make informed terminology decisions; and

2. Understand and decide on the most suitable strategies for finding equivalents in legal translations.

We consider that such a project may give a valuable contribution to current research in Translation Studies, because terminological resources are essential to the quality of the final translated product, a requirement that is particularly important in areas, such as legal translation, in which it is fundamental to communicate accurately and efficiently. Besides, an organised bilingual terminology collection may also contribute to the quality of the texts written in the source language. Our project addresses the lack of good quality terminological resources and discusses the reasons for this. One of the main factors is the cost of producing these resources, and the fact that terminology projects are time-consuming. Besides, there is no consensus as to who should be responsible for producing them: final clients, translation agencies or translators.

The process of creation of a specialized domain terminology with a corpus-driven approach will address the issues of user needs, corpus compilation, semi-automatic terminology extraction, the process of finding equivalents with comparable corpora and the terminology database design for a specific target group.

This project will focus on providing the main user group – legal translators – with reliable and relevant information that will allow them to make suitable terminology decisions, bearing in mind the purpose and effect of the target text.

As far as methodology is concerned, this project is a corpus-driven rather than concept-driven project, which means that a semasiological-onomasiological approach was followed. First, terms are extracted from corpora and then the concept system is created.

After delimiting the domain (company law, company incorporation), a corpus of comparable texts in legislative texts in British English (Companies Act 2006
A Termbase in the Domain of Company Law

(The National Archives (n.d.)) and European Portuguese (Código das Sociedades Comerciais. Procuradoria-Geral da República (n.d.)) was selected. The documents in this corpus were converted from pdf to txt files, so that they could be used for frequency-based research with AntConc (Anthony, 2014).

For the frequency-based research, we used a reference corpus, a set of texts from a general domain as a comparison with the main corpus. Stop word lists were also used in both languages, to filter them from the frequency analysis. Then a keyword analysis was carried out, and a keyword list was generated, using the log-likelihood measure for statistical significance. With this list, concordance searches were made, with a view to finding compound terms.

Semi-automatic term extraction methods require manual checks, as this process may generate both noise (words that are not terms) and silence (it leaves out terms from the analysis). For automatic term extraction we used AntConc (Anthony, 2014). With a final list of terms, it is then time to create the concept systems, to structure the domain and understand the position of the concepts in the domain.

The next steps are the most complex: finding the degree of equivalence and suitable equivalents. Contrastive legal terminology analysis is a difficult and time-consuming process, that requires carefully selected sources (like company textbooks and reliable sources on the Internet), and extensive reading, besides asking questions and discussing conceptual incongruences with legal experts.

When this process was finished, it was time to create the termbase structure, using SDL Multiterm 2017 (SDL, 2017). This stage of the work was guided by the initial identification of user needs, since we intended to build a database that included fields and data categories that matched the information required by the main user group – translators. This meant that extensive conceptual information was included in the database: encyclopaedic definitions, explanatory contexts, a Notes which included information such as synonyms, false friends, and usage information. Besides, the term record also included a phraseology field (to register
common collocations), as well as the degree of equivalence.

Some of the views we present in our project are reinforced by the literature review, presented in Chapter 2. For example, Poon (2010) agrees that there is a need for tailored tools that provide translators with the information they need. This project allowed us to experiment recent tools and techniques available to collect information on legal concepts from different systems, and to test if they were tailored to the task of providing the translators with the information they need.

A legal terminology database created with these parameters contains valuable information that will allow translators to make correct decisions without the need for extensive research, thus speeding the decision process in the translation of legal documents, while improving the quality of the final product, and avoiding costly mistakes.

As far as strategies for determining the degree of equivalence and finding suitable equivalents are concerned, it is indispensable to define source and target concepts clearly, as well as their position in the concept system. The purpose of the target document should also be considered (following receiver functionalist approaches): when there is no legal effect, it is possible to decide for functional equivalents that will contribute to documents translated into natural legal language.

Finally, a legal terminology collection with complete information on concepts contributes to solving a practical problem: it allows translators to produce high quality documents in the domain of company law (company incorporation). This collection could later be developed to cover the whole of this domain, or it could be extended to cover different language variants and legal systems, such as American English and the American legal system, and/or Brazilian Portuguese and the Brazilian legal system. These systems have developed into autonomous and completely different systems and it would therefore be complex to include them in this project.
1.1 Dissertation Structure

The last part of this introduction is dedicated to a summarised description of the structure of this dissertation.

This introductory chapter aims at describing the context of this research, stating its aim and scope, purposes, methodology and results. It then proceeds to describing the structure of this dissertation.

Chapter 2 (Terminology: An Autonomous Science and Interdisciplinary Field), the literature review chapter, was divided into four main sections, that represent the different steps in the research journey undertaken to cover the wide area of bilingual legal terminology work.

The first part is dedicated to the terminology of terminology and to the development of terminology as a science. Given the polysemy of the term ‘terminology’ and the different designations used in the literature, such as terminography, terminology work, and terminology management, it was necessary to define these concepts, to be accurate and consistent throughout this research project. We then proceed to describing some of the milestones in the background and the development of terminology as a science.

Terminology is an interdisciplinary science (Cabré, 1999; Arntz, Picht, & Schmitz, 2014; Termmerman & Van Campenhoudt, 2014), sharing its fundamentals, methodologies and a set of practices with several subjects. The second part of this chapter concentrates on the relations between terminology and other sciences, namely the ones we consider the most relevant to this project: Corpus Linguistics, Lexicology, Lexicography, and Translation.

The third part of the chapter is dedicated to the literature on terminology work and terminology projects. Characterising terminology work, its purpose and stages are essential to finding out how to develop a terminology project. We therefore analysed the literature which describes the different stages of terminology
work: delimiting the domain, identifying user groups and analysing needs, corpus compilation and preparation, extracting the terms, creating concept systems, defining the termbase structure. In this section, we also debate the role of the terminologist in this process.

The fourth and last part concentrates on legal language, legal translation, and legal terminology, as these constitute theoretical foundations of the work developed in this project. This part deals with the issues of the main characteristics of legal language and particularly legal translation as an interdisciplinary field of research, which resorts to comparative law methodologies to analyse concepts across legal systems. This part also deals with the concept of equivalence and reaches out to the *skopos* theory (Nord, 1997), to include a reflection on text type and function.

Chapter 3 (*A Bilingual Terminology Project in the Domain of Company Law*) delves into the methodology and results of the bilingual terminology project we carried out. Terminology projects should be managed like other projects, with clearly defined goals, resources and measurable results (Arndt et al., 2014). Therefore, this chapter describes the work process that we pursued in this project, following the stages that characterise the typical workflow of a bilingual terminology project: delimitation of the domain, defining user groups and needs analysis, selecting and preparing the comparable corpus, as well as reference corpus in both languages, term extraction, manual revision and deciding on final term list, creating concept systems, collecting definitions and contexts, finding equivalents, establishing the degree of equivalence, creating the termbase structure, populating the termbase and a final stage of revision and quality assurance of the whole termbase.

The milestones of this chapter are the user needs analysis and the identification of sources of information which are important for legal translators, besides the reference to the strategies to arrive at the degree of equivalence and to determine the suitable equivalents for the terms included in a terminology list. These are the main stages in the process of work in our project, which led us from a solid project
design to the desired outcomes.

The final chapter, Chapter 4 (*Conclusions*) presents a summary of the outcomes of the project, as well as the main contributions of this project and possibilities for future development.

Several annexes and documents complete this dissertation: the ‘dictionary’ exported from the termbase, the concept systems, as well as comparable corpora documents, keyword lists, concordance lists, and templates of incorporation documents in both languages. These are the main and most palpable products of our project, the ones which may be used not only as support for the work of legal translators, but also for researchers, as they reflect our work process and the materials that we used.

Some of these can used for further research: the concordance lists can be used to analyse contexts and usage examples. The concept systems contribute to a better understanding the English and Portuguese legal systems in the domain of company law, namely the procedures for incorporation and company types. The templates of incorporation documents can be useful to legal translators of this type of legal document and to confirm terminology.

We expect that the theoretical background and the methodology used for the creation of a termbase in the domain of company law (company incorporation), as well as the outcomes of this project may contribute to helping researchers, terminologists and translators in this and other areas of specialised knowledge.
Chapter 2

Literature Review
2.1 Terminology. An Autonomous Science

“We name in order to differentiate, to recognize and finally to know.”

Alan Rey

The 21st century is marked by interdisciplinarity. Worn-out misconceptions about linear approaches and clear-cut scientific domains have been cleared away, making room for cross-disciplinary approaches drawing on two or more different domains. The resulting interdisciplinarity and multidisciplinarity enable a particular phenomenon to be untangled from different perspectives, which in turn leads to a deeper appreciation of the phenomenon and streamlines the scientific process more effectively. (Bajčić, 2017, p. 1)

Terminology as a science born out of a practical activity to contribute to clarity, and accuracy in the field of specialised communication has a history of diversity and indeterminacy. As it is a discipline that emerged from so many exchanges of principles and methodologies from language sciences, philosophy to computer sciences, just to name a few, at the beginning of its history this might have been regarded as a sign of weakness. We know today that this is not so. Terminology has managed to distinguish itself and create its own place and establish its foundations, contributing to create products that are fundamental to translation quality, precision of communication and more recently to attempts at organising and describing the world through conceptualisation in ontologies. It also plays a critical role in the world of standardisation.

This is widely recognised in the scientific community, but it is surprising how little recognition it receives from the general public. Terminology as a science and the profession of a terminologist are still generally unknown and a lot remains to be
done to raise awareness of this young discipline and the role it plays in the world of information and knowledge.

The aim of this chapter is to provide a theoretical framework as a rationale for the work developed in this project. After describing the different concepts of terminology and defining the terms used in this project, we proceed to describe some of the milestones in its background and development.

It is widely acknowledged that terminology is an interdisciplinary science (Cabré, 1999; Arntz, Picht, & Schmitz, 2014; Termmerman & Van Campenhoudt, 2014), sharing its fundamentals, methodologies and a set of practices with several subjects such as philosophy and epistemology, documentation, cognitive linguistics, corpus linguistics, lexicography, information science, knowledge engineering and other subjects, besides being a fundamental component of translation. Therefore, this chapter has concentrated on the relations with the disciplines that contribute to terminology and which are more relevant to this project: terminology and corpus linguistics, terminology and lexicology and lexicography and terminology and translation.

We then proceed to terminology work. Characterising a terminology project, its purpose, user groups and stages of development are essential to developing a termbase.

The last part of this chapter is dedicated to delving into legal language, legal translation and legal terminology.

**2.1.1 The Terminology of Terminology**

It is ironic that the term terminology is polysemic (Milner, 2000) since it designates three different concepts: the discipline, the practice and the product generated by that practice (Cabré, 2005; Felber, 1984; Sager, 1990). The term terminography has also been used (Felber, 1984; Rey, 1995) to designate the
practical activity, with Rey (1995) suggesting the neologisms “terminography”, “terminographer”, and “terminographic” be used to distinguish it from the theory as opposed to lexicography.

Given the different concepts that ‘terminology’ designates, it is necessary to define its use in this document. Terminology will refer to the interdisciplinary science that studies terms, as well as the vocabulary of a specialized field, whereas terminology work will designate the activity, as defined by the Deutsches Institut für Normung (2011), which encompasses the structuring, development, processing or treatment, presentation or dissemination of terminology and includes terminology extraction from texts and the incorporation of terminology into texts. Terminology work is the term already used by Wüster in the 1930s (‘Terminologiearbeit’).

If we look at the term as the collection of the vocabulary of a certain field, other terms immediately come to mind, such as nomenclature, taxonomies, thesauri, dictionaries, glossaries, and controlled vocabularies, as they are all closely related. What they have in common is that they constitute attempts at understanding, organizing and describing knowledge and the world. They have been linked through the history of names and naming, scientific development and classification. There is confusion about the meaning of nomenclature, terminology, and taxonomy. If we look up the term “nomenclature”, it shows just how these terms are related as it gives the following definitions, among others: “1 name, designation … 2 the act or process or an instance of naming; 3 a system or set of terms or symbols especially in a particular science, discipline, or art (…)”.

According to Rey (1995), from 1801 onwards the term nomenclature was slowly replaced by terminology, along with the transition from name to term. However, the term nomenclature is still used when referring to the set of terms for particular sciences (biology, chemistry) and both the International Organization for Standardization (ISO, 2000) and the Deutsches Institut für Normung (DIN, 2011) standards consider that nomenclature is a synonym for terminology, adding
notes to refer that nomenclatures have been created in fields like biology, medicine, physics and chemistry (ISO, 2000) and that a special characteristic of nomenclature is its intended limitation, clarity and completeness (DIN, 2011). This note might be misleading as to the difference between terminology and nomenclature.

As far as taxonomy is concerned, it is probably the most ancient classification system in science history (Otman, 1996) and most of us associate the term with its original meaning related to naming plants and animals. Hedden (2010) defines it as “1) A hierarchically structured system of organizing names of concepts. 2) Any knowledge organization system, whether hierarchical or not, involving controlled names of concepts” (Appendix B: Glossary). Today the term is used in knowledge engineering as a more flexible concept, to “classify, describe and map knowledge domains” (Lambe, 2007, p. 11) and the principles and methods used in taxonomies can be of great interest to terminology and terminology work and vice-versa, as they cover common ground. It is therefore not surprising that it also generates confusion.

It is somewhat disconcerting that the terminology of terminology has not been agreed upon yet, mainly as far as the terms “terminography”, “terminology work” and “terminology management” are concerned. This is mainly the result of different schools and points of view from researchers in different parts of the world.

The DIN (2011) uses Terminologiearbeit (terminology work) and defines it as “…aufbauende Planung, Erarbeitung, Bearbeitung oder Verarbeitung, Darstellung oder Verbreitung von Terminologie” (pp. 14-15). In a note, this same standard indicates that terminology work includes term extraction from texts, that it can be applied to one or several languages and that it can include terminology standardisation. On the other hand, it defines terminology management as being part of terminology work (this implies that terminology work is a wider concept), involved in the collection, processing, maintenance and providing terminologies.

Other researchers have more recently established terminology management as a synonym for terminology work, particularly in commercial environments.
(Drewer & Schmitz, 2017). This is the result of a “trendy” approach to terminology work, which has also been adopted by the translation industry.

As far as terminography is concerned, the DIN (2011) states that ‘specialised lexicography’, ‘terminography’ and ‘terminological lexicography’ are synonyms and defines them as “geordnetes Darstellen von Terminologie (...) auf der Grundlage der in der Lexikologie (...) und der Terminologielehre (...) gewonnenen Erkenntnisse.” (p. 15). This definition is narrower than the definition of ‘terminology work’. In a recent publication Bajčić (2017) still uses the term terminography as “the applied sister discipline of terminology” (p. 142).

Even terminology has its own issues of synonymy, polysemy and standardisation. It also testifies to the difficulty of terminology standardisation in any area, bearing in mind the number of institutions, organisations and people involved in research, the academic world, industry and all the specialised knowledge areas.

2.1.2 Overview of the Development of Terminology as a Science

Collecting terminology has been happening since we started using language. For the Western world, the first basic text on terminology seems to be Plato’s *Cratylus* (Rey, 1995). From the 15th century, with Dürer, Versalius, Lavoisier, Bertholett and Linné (18th century), there was a group of physicists, botanists, mathematicians, chemists, and naturalists who created nomenclatures, some of which are still used nowadays. However, terminology as a systematic activity with scientific status is a phenomenon that started in the 1930s.

The first efforts into terminology were mainly concerned with the practical activity of creating dictionaries and guidelines for terminology work and thus Wüster, Drezen and the Russian Lotte can be considered the parents of modern
terminology (Picht, 2009). Eugen Wüster (1898-1977) was an electrical and mechanical engineer who was also a linguist, professor, translator, lexicographer and terminologist. His doctoral dissertation *Internationale Sprachnormung in der Technik: besonders in der Elektrotechnik* was published in 1931 and he collaborated with the International Electrotechnical Commission (IEC) for the publication of their first dictionary. He was invited to the Technical Committee ISA/TC37. In 1968 he published the *Machine Tool – Dictionary and A Classified Vocabulary with Definitions and Illustrations*. His most important work is the posthumous publication of *Einführung in die Algemeine Terminologielehre und Terminologische Lexikographie* in 1979.

The cornerstone of terminology is the relationship between concepts, terms, and objects. The concept is defined in DIN (2011) as a unit of thought built through abstraction, based on common properties to an object, whereas a designation is a representation of a concept by linguistic or other means. This standard defines term as a linguistic designation of a concept from a specialised area and object as any part of the concrete or abstract world.

For Wüster (1991) the concept system is the starting point of terminology work. All the concepts of a specialized domain should be organised into a hierarchical concept system. He also describes the characteristics of concepts as well as the logical and ontological relations between them and claims that the aim of terminology work is to standardize and prescribe concepts and terms. These ideas (the onomasiological process, the normative/prescriptive character of terminology, as well as monosemy of concepts and univocity of the term) constitute the foundations of classical terminology and the Vienna School, which was later called the General Theory of Terminology or GTT by his followers.

The development of terminology as a science (designation used by the Vienna School) took some time, as it was born out of a practical activity and the need to facilitate specialised communication, the transfer of knowledge and translation
(Cabré, 2000; Faber & Rodríguez, 2012). Besides, both the theory and the practical activity were developed originally thanks to the interest of scientists and technicians (Cabré, 1999).

The second half of the 20th century witnessed great technological and scientific progress, with the computer beginning to revolutionise all areas. Towards the end of the century and because the computer allowed for other research methods into language, terminology adopted different methodologies, namely from corpus linguistics, which shifted from the traditional onomasiological to the semasiological approach and to the study of terms in real usage examples, considering that they have identical behaviour as lexical units and share some basic features.

In the same period, we witness reactions to the General Terminology Theory (GTT): in France and Canada, the textual perspective from socioterminology, as the study of terms in real usage situations.

Terminology should study real language use and therefore a descriptive approached is favoured, replacing the traditional prescriptive approach (Temmerman, 2000), as well as acknowledging the existence of polysemy and synonymy. The Communicative Terminology Theory (Cabré, 1999, 2000, 2003) stresses that the rigid separation between general language and specialised language is artificial and therefore it cannot be expected that specialised languages are governed by a different set of rules and behave differently. Terminological units are better described in discourse, from a social, linguistic and cognitive approach.

Sager (1990) considers that three dimensions are relevant to terminology: cognitive, linguistic and communicative. Terms are the elements of terminology and are units of knowledge, units of language and units of communication. In fact, Cabré’s contribution (1999, 2000, 2003) to terminology theory is of great importance, as she establishes new foundations for this young science. According to her, “terminology is an interdisciplinary subject constituted of fundamentals from linguistics, cognitive science and social sciences” (Cabré, 2000, p. 36).
The relations between terminology and ontologies generated new approaches such as termontography (Temmerman, 2000). Terminology and ontologies share the roots of classical logic and conceptual hierarchies, as well as the goal of organising and sharing knowledge in different domains to promote efficient communication (Silva, 2012).

In the search for theoretical foundations that would adequately account for knowledge representation, category organisation and description, and the semantic and syntactic behaviour of terminological units (Faber Benítez, 2009), terminology has been sharing principles with cognitive science. Within the scope of cognitive linguistics approaches, Faber (2012, 2015), (Faber Benítez, 2009), propose Frame-Based Terminology, which shares many of the premises of the Communicative Theory of Terminology and Sociocognitive Terminology (Faber, 2015; Faber & Rodríguez, 2012), such as the study of specialised knowledge units in texts, as meaning depends on context.

Sociocognitive terminology claims that ontologies are an easier way to implement conceptual relations (Faber Benítez, 2009). Bajčić (2017) states that “(…) ontologies are helpful in the representation of knowledge, whereas terminologists use ontological resources to establish the conceptual framework for term databases and dictionaries” (p. 18).

Throughout its history, the status of terminology as an independent discipline has been questioned. Sager (1990) denies “the independent status of terminology as a discipline” (p. 1), placing it in the context of linguistics or computational linguistics. Years later, (Rey, 1995) declares that terminology had finally been acknowledge as a discipline. For Cabrè (2003) “terminology is a discipline and as such it is an organised set of basic essentials about an object of knowledge” (p. 183). Talking about the value of terminology, Costa (2013) says:
Terminology is undoubtedly at the core of knowledge construction and organization, and acts of communication. It is instrumental for designing, building and feeding linguistic, terminological and semantic resources – whether computational or not – that ensue from the activities performed by the several scientific and professional communities. (p. 29)
2.2 Terminology. An Interdisciplinary Field

2.2.1 Terminology and Corpus Linguistics

The most consensual definition of corpus linguistics for the purposes of this research is the one given by Laviosa (2013): “Corpus linguistics is an approach to descriptive and applied language studies, which is based on the analysis of corpora (...)” (p. 228), as there is doubt as to whether it is considered a tool, a discipline, a methodology, or a theory. Some scholars (Gries, 2010; Tognini-Bonelli, 2010) argue that it is a theory while others (McEnery & Hardie, 2012) argue that it is a methodology.

There is also some controversy surrounding two concepts related to corpus approaches to language studies, namely the concepts of corpus-based vs. corpus-driven research. This distinction is first presented by (Tognini-Bonelli, 2001), on the grounds that the corpus-based analysis resorts to corpora to test an existing theory and the corpus-driven approach is committed to data integrity as a whole. This definition is related to the issue of corpus linguistics being a method or a theory (McEnery & Hardie, 2012). These two authors and others (C. F. Meyer, 2015; Xiao, 2009) advocate that the two approaches are difficult to distinguish. (C. F. Meyer, 2015) thinks that the two approaches have a lot in common and even proposes a more encompassing term such as “corpus approach”.

For purposes of this research project, this ideological debate is not very relevant and in fact the two approaches do not seem to be that different when it comes to using a corpus to extract terms. However, we will use the term corpus-driven terminology work to define the methodology used in this research, as the corpus-driven approach is rooted in the study of lexis (C. F. Meyer, 2015).

Studying language through *corpora* predates the term *corpus linguistics*, which appeared in the early 1980s (McEnery, Xiao, & Tono, 2006), as empirical
language research started much earlier, already in the thirteenth century, and has become widely used after the developments in computer hardware and software and the World Wide Web.

The advances in technology allowed for the existence of very powerful computers with enormous storage capacity, as well as the development of a myriad of tools to study language from many different perspectives, with McEnery & Hardie (2012) considering the concordancer the most important tool in corpus linguistics analysis. From corpus linguistics, language studies have inherited the concepts of corpus, corpus design, size, composition, representativeness, as well as corpus typology, which are standard and fundamental methodologies for both general language and language for special purposes. Baker, Hardie, & McEnery (2006) define corpus as a collection of texts stored in an electronic database, and they consider that it is different from an archive, in the sense that a corpus should be "representative of a particular language variety or genre" (p. 48).

Another important notion is that of collocation, or the fact that certain words occur in combination with other words in certain contexts (P. Baker et al., 2006). Several tools (e.g. Wordsmith Tools (Scott, 2017), AntConc (Anthony, 2014)) have been developed for collocation analysis which allow us to create concordance lists, “an index of all the contexts in which a word appears in a given text or corpus” (Zanettin, 2015, p. 437). With a concordancer it is possible to generate collocation lists and phraseology, which have also become standard research practices in lexicography, translation, and terminology.

Translation and terminology work resort to the use of corpora as a research method in their processes. Corpora for translation constitute large collections of original texts in several languages (comparable corpora) and of original texts and their translations (parallel corpora). They have been widely used in translation studies for several purposes, from a monolingual or contrastive perspective (Laviosa, 2011) to reveal specific features of translated texts, translation training
and practice, the study of register and text types and functions, genre, cultural phenomena, translation quality and specialized language. As far as terminology work is concerned, Biel (Terminology Coordination Unit, 2017, September 18) claims that corpora have improved and accelerated practically-oriented applied research (...) and have promoted semasiology (working from a term to a concept through corpus data analysis (Biel, 2017). This view is also shared by Bowker (Terminology Coordination Unit, 2017, July 17): “In terminology, the driving force behind the move towards semasiology has been corpora”.

Reynolds (2015) describes machine translation and translation memory systems as fields which also rely on corpora, particularly statistical machine translation, which uses statistical translation models generated from monolingual and bilingual corpora, whereas example-based machine translation uses matching bilingual corpora. Parallel corpora also feed translation memory systems, which are an essential part of translators’ workstations and can also be used for bilingual terminology extraction. Consequently, corpus management and analysis skills have become part of translators’ competence (Zanettin, 2013) and terminologists as well.

From the early days of Wüster and the Vienna School, with the traditional onomasiological approach, the developments in methods and tools from corpus linguistics have also driven terminology to the semasiological approach to the study of terms. This is an important theoretical and methodological change, which analyses terms in context and considers a descriptive framework rather than a prescriptive one.

As far as terminology work is concerned, bilingual or multilingual parallel or comparable corpora constitute the methodological basis for term research and extraction and the creation of term bases, which are fed into machine translation systems and are used by translators in the course of their activity.
2.2.2 Terminology and Lexicology and their Applied Fields

Ever since terminology started to develop as an independent discipline, from the middle of the 20th century, there has been a parallel between terminology and lexicology and lexicography and terminography (terminology work), to designate the theories and their corresponding applied fields, based on the distinction between general language and specialised languages, and on the contrast between words and terms (Kageura, 2015). Curiously enough, Wüster (1991) uses the term “terminologische Lexicographie” in the title of his book, thus establishing terminology work as a specialized type of lexicography.

According to Bergenholz & Tarp (1995) the term ‘terminography’ was introduced in 1975 with the ISO 1087. Specialised lexicography also developed as “the branch of lexicography dealing with the theory and practice of dictionaries, encyclopaedias, and other information tools covering areas outside general cultural knowledge and Languages for General Purposes…” (Tarp, 2012, p. 118). These authors consider that terminography and specialised lexicography differ in terms of approach, but they are not autonomous and non-interrelated disciplines and have a great deal in common.

Kudashev (2007) considers that terminography is based on the principles established in ISO standards, whereas specialised lexicography is based on lexicographical traditions. In fact, the ISO (2000) establishes that terminography is part of terminology work and recently the DIN (2011) states that specialised lexicography is a synonym of terminography and terminological lexicography and they mean the organised presentation of terminology according to the principles of lexicology and terminology theory.

These terminological hurdles are indicative of the fact that there is not much that divides terminology work and specialised lexicography. They have a great
deal in common. Bowker (2018) considers that the idea of lexicography versus terminology is an outdated binary view. This dichotomy is based on the distinction between specialised languages (or special communication, a more general term used by Cabré (2000) and general language. Kocourek (1991) stresses that specialised language is a subset of general language with its own resources, used by a limited group of people who share the same interests. These resources are the same as general language resources, but are selected, adapted and enriched according to needs and purposes, with a view to preserving the content to transmit. Specialised language is no longer confined to a formal interaction between experts, but it is used by people with different levels of specialisation and formality.

The concept of specialised language should be understood as relating to communication in a specialised area and in connection with the definition of general language (Arntz et al., 2014). The authors also emphasize the fact that trying to establish borders between specialised languages and general language poses difficulties. Specialised texts have different levels of complexity and are no longer limited to communication among experts.

The way knowledge is shared today means that non-experts also deal with specialised communication, so it is increasingly difficult to establish borders. Besides it is not possible to make a clear distinction between encyclopaedic information and semantic information, as “understanding does not usually happen via essential characteristics and relationships, but via ‘nodes of knowledge’, which can have varying levels of complexity, depending on how detailed the understanding is or needs to be in a specific situation.” (Temmerman, 2000, p. 36)

Towards the end of the 20th century the use of electronic corpora and computer applications to study language, revolutionised dictionary making, as well as terminology work beyond recognition. The semasiological approach and the fact that terms were analysed in context demonstrated that there is synonymy and polysemy, and this exposed the idealistic notion and the reductionist nature (Cabré,
2000) of traditional terminology.

Socioterminology and the contributions of Temmerman (2000) state that terminological units are lexical units with a special statute, and as thus are units of understanding. Terms are also lexical units and as such behave like words and have a linguistic, cognitive and social nature (Cabrè, 2000; R. Costa, 2013; Sager, 1990). Traditional terminologists emphasised the differences between terminology and lexicology to the point of stating that terms are not words (Faber & Rodríguez, 2012).

Corpus linguistics and the developments in information technology revolutionised all these areas, with the implication that terminology work also started to be corpus driven and thus studying terms in their context. This provided valuable insights on terms and concepts and shifted the exclusivity of the onomasiological method in terminology work. Therefore the dividing line between terminology work and lexicography has become blurrier (Warburton, 2015). Studying language through corpora and quantitative data, as well electronic media have certainly narrowed the gap between specialized lexicography and terminology work. This definition of lexicography by Fuertes-Olivera (2018) is indicative of this:

> Lexicography is the science concerned with theory and practice of dictionaries, that is, dictionaries, encyclopaedias, lexica, glossaries vocabularies, terminological knowledge bases, and other information tools covering areas of knowledge and its corresponding language. (p. 1)

Costa (2013) considers that distinguishing between terminology and specialised lexicography is necessary because both domains share the same object – the term. However, terminology has a linguistic and conceptual dimension, and this is what distinguishes it from specialised lexicography.
2.2.3 Terminology and Translation

Terminology, terminology work and translation are linked by specialized languages, which are important for a wide group of users, from technical translators and interpreters, terminologists, terminology, lexicography and translation students, normalization specialists, linguists, teachers and students of specialized languages, language industry specialists, researchers, scientists, technical authors, editors from technical publications, journalists, librarians (Kocourek, 1991).

The relations between terminology and translation studies, as well as between translation as a practical activity and terminology work have not always been debated. Initially, terminology was not concerned with translation and translation did not show much interest in the role terminology played in translation (Fischer, 2010). This is evident in translation courses curricula, where terminology only started to be included at the end of the last century. This is curious, when we consider that translators have always used specialized dictionaries and glossaries and have always carried out ad hoc (at least) terminology research to translate.

As far as terminology and translation are concerned, both are recently established interdisciplinary disciplines originating from a long tradition of practical activities (translation and terminology work) to promote communication in specialised areas (Cabré, 2010). Translation and terminology work have also evolved greatly in the last decades, due to the development of information technology, and disciplines such as corpus linguistics, text linguistics, communication sciences and others. Besides, their development has also been influenced by globalization, the movement of people, goods and capital around the world. Since globalization involves translation (Cronin, 2013), exchanging knowledge, goods and services implies localization and specialized translation, and therefore it involves terminology as well.

The relation between terminology and translation is asymmetric (Cabré, 2010), as terminology plays a much more important role in translation than the
other way round. Translation plays a role in terminology, as there is bilingual terminology extraction from parallel corpora (Cabré, 2010) and it is important that terminologists dealing with the creation of bilingual or multilingual terminology have experience in translation and excellent knowledge of the languages involved. Besides, good knowledge of the issues of equivalence in translation is also relevant for multilingual terminology work, particularly in legal terminology.

As for the role terminology plays in translation, the case is very different. As terminology “is the study of how specialized knowledge concepts are structured, described and designated in one or various languages within a specialized domain” (Faber & León-Araúz, 2016, p. 3), it is easy to understand how important it is for translation. Considering that terms account for a high percentage of words in a text, it becomes even more obvious that translators of specialized texts cannot do without terminology research and terminological products like specialized dictionaries, glossaries, term bases and term banks. Besides, translators of specialised texts cannot do without knowledge of the domain, its concepts, their relations in the text and the conceptual relations between the concepts within the domain (Faber, 2012).

Translation as an activity is the transfer of a source message in one language into a target message in another language, according to a number of requirements. It must comply with the client’s aims and objectives, users’ needs or requirements, specifications, as well as applicable usage, standards and conventions (Gouadec, 2007). Specialised translation can be defined as the translation of materials belonging to a highly specialised field or domain, and/or are of a particular type, targeted to a particular audience, and/or are embedded in a particular medium (e.g. film, video) (Gouadec, 2007). The first group covers technical, commercial, financial, legal, medical, scientific, IT, marketing or advertising translation.

Bearing in mind that specialised communication makes up for about four fifths of all information (COTSOES, 2003), and that the market for specialised translation exceeds by far the demand for ‘general’ and literary translation (Gotti
& Šarčević, 2006), no more needs to be said about its importance. Moreover, the “increasing complexity of technical content and of specialised knowledge as a whole, as well as the interlinking and overlapping of specialist subject fields, make even greater demands on the accuracy of specialist communication.” (COTSOES, 2003, p. 1)

This type of translation is either carried out by translators who specialise in the different domains (main group) or by experts, who develop linguistic and translation competence. Both translators and experts must deal with terminology to be able to provide an accurate translation.

This is where terminology plays its part. On the one hand, terminology can be a means for translators to acquire specialised knowledge (Cabré, 2010), getting acquainted with the respective concepts and terms. This would be done by collecting comparable corpora to learn the field’s terminology in context (Delpech, 2014). The ISO (2015) mentions that translators must have “(...) the ability to efficiently acquire the additional linguistic and specialized knowledge necessary to understand the source language content and to produce the target language content.” (p. 6).

Lugrís (2005) also considers that this is a skill that translators should have: “sub competencia de investigación ou temática: que permite especializarse en campos do saber nos que non se recibiu formación específica” (p. 144).

Acquiring specialised knowledge is simply not possible without the concepts/terminology, and this is also acknowledged in the same standard “Domain competence: the ability to understand content produced in the source language and to reproduce it in the target language using the appropriate style and terminology” (p. 6).

On the other hand, using, managing and creating terminological products such as glossaries, term banks or term bases to solve terminology problems is a key skill in specialised translation, and translators must be acquainted with tools and methodologies, even though they may not still be fully aware of the advantages of
managing their own terminological resources.

Another factor is that only recently have translators started to receive training in corpora collection and analysis tools, not to mention terminology database software, despite the fact that researchers and translation professors have been calling the attention to corpora and terminology management in translator training for quite some time (Maia, 2008, 2010). There is a gap between the level of sophistication of the technology and their ability to deal with it, with companies still using spreadsheets for their terminology (LISA, 2005) and translators too. My experience as a translator is indicative of this: for over 80% of my work I do not receive any terminological resources. For about 10% of the projects we may receive a termbase (only with source and target term, which is the equivalent of a glossary as it has no other information) and in some cases we still receive glossaries in Excel files.

Drewer & Schmitz (2017) refer to the importance of terminology work in translation at the three stages of a translation project: before the translation process, as the first step of the translation process, during the translation process, as a last step of the translation process and after the translation process. The ISO (2015) mentions terminology in the following stages: pre-production (preparing or setting up terminological databases and reference materials (terminology), it also mentions terminology management as part of value added services, compliance with client terminology and terminological consistency as translation process requirements, and domain accuracy as part of the review stage.

Due to several reasons (lack of time, lack of resources, urgent deadlines, limited availability of domain experts, lack of awareness of the importance of terminology management and of the potential losses if there is no terminology management strategy (Bowker, 2015; Chiocchetti, Heinisch-Obermoser, et al., 2013) and its contribution to specialised translation), terminology creation and management is mostly left to translators, who are obliged to do their own terminology research and
create their own resources. Often translators carry out *ad hoc* terminology research, with the aim of solving specific translation problems and delivering correct translations (Thelen, 2012). This work, as well as any systematic terminology work are included in the translation process and not considered separately, which means that terminology work is often “hidden” (Bowker, 2015).

Translators working directly on projects for companies benefit from creating glossaries or termbases and play the role of terminology managers, which very often goes unnoticed by clients, as they receive the end product (the translated text) and are not aware of the process developed to arrive there. In this case, often a translator needs to clarify concepts with clients and/or suggest alternative terms, depending on context and use. There is more freedom in these projects but also more responsibility from the part of the translator, the cost of which is not charged separately.

When translators work with translation agencies, they usually receive translation memories, which might or might not include a stable terminology already used by the final client. Termbases and to a lesser extent termbanks are supplied and translation agencies are still reluctant to invest resources in terminology development and management as they might not be aware of the ROI and think this represents a cost rather than an investment. Moreover, the number of companies that supply a termbase to translators is surprisingly low.

The TTC survey ‘Calling Professionals: Help us to Understand your Needs!’ (Blancafort & Gornostay, 2010) made amongst freelance translators, in-house translators, translation project managers and terminologist indicated that only 27.6% use client resources. Most customers are not prepared to pay for terminology work (Calvert, 2016), but they expect it to be right. There is also controversy regarding copyright/intellectual property of terminological resources in the process of translation, with translation agencies requiring translators to sign contracts stating that all the materials developed by translators belong to the agency/final client.
Translators’ workstations have changed dramatically in the last decade. CAT tools include translation memories, termbases, terminology extraction tools and an array of applications to automate procedures and allow translators to create their own resources, also online. However, there seems to be a huge gap between what the technology can do, and the use translators and companies are making of it, for the reasons mentioned above.

The contribution of terminology to specialised translation is invaluable: it speeds up the translation process, as it reduces terminology research (translators can spend up to one-third of their time on terminology research or in some cases even longer (Champagne, 2004; Gornostay, 2014), reduces the number of mistakes (30-70% of mistakes in technical documentation are due to the use of wrong terminology (Bauer, 2017)), thus increasing productivity. It contributes to terminological consistency, reduces the number of queries during the translation process, it allows for the automation of some steps in quality control, reduces the time spent on the revision process, it optimizes product and website localization (Childress et al., 2014; LISA, 2005).
2.3 Terminology Work

In a world where people, goods, products, services, companies and capital move globally and where there is constant scientific and technological development, specialised communication and translation play a crucial role. This obviously implies the use of terminology. It is impossible to communicate with precision and clarity without mastering the terminology of a field. Besides, terminology is also part of corporate language and corporate and brand identity (Drewer & Schmitz, 2017), it contributes to internal communication processes and strengthens the position of a company in the market. According to Faber (2012), “the need for rapid knowledge acquisition is one of the reasons that specialized domains and their structures are an important area of focus in Terminology (…).” (p. 3). Terminology resources are created to contribute to multilingual specialised communication.

There are different types of terminology work: the first distinction is related to scope: *ad hoc* terminology work vs. text related terminology work vs. thematic terminology work (Bauer et al., 2014; Drewer & Schmitz, 2017). On the other hand, (Arntz et al., 2014) only refer to systematic vs. *ad hoc* terminology work. This slightly simpler distinction is enough to designate two different types of work, one which is carried out by translators in their day-to-day research to find a specific equivalent for a term as opposed to systematic work which involves collecting the terminology for a section or the whole of a field of expertise.

The second distinction is related to the purpose of terminology work: descriptive vs prescriptive or normative terminology work (Arntz et al., 2014; Bauer et al., 2014; Drewer & Schmitz, 2017). Descriptive terminology work, as the term states involves describing the terms of a specialised field without evaluating or limiting their use (Drewer & Schmitz, 2017).

On the other hand, prescriptive terminology work collects terms with a view to regulating and standardising their use. Besides standards and language
planning activities, prescriptive work is also carried out in institutions and groups of companies with a view to consistent terminology to improve communication and reduce translation costs (Drewer & Schmitz, 2017), as well as for content creation and marketing activities.

Another important distinction to make is the approach: onomasiological or semasiological approaches. These two different methods have been linked to terminology work and lexicography as two separate methodologies.

According to the classical onomasiological approach, terminology work starts with concepts (Wüster, 1991) and the creation of a concept system is as a fundamental step in terminology work. The developments in corpus linguistics and storage and processing capabilities of computers have determined that terminology work is corpus-driven, and thus resorts to a semasiological methodology in the sense that it creates a list of terms from corpora. Kageura (2015) proposes a compromise between the traditional onomasiological approach and the purely semasiological approach. In his view, the process of identifying terms involves recognizing concepts and a terminology system is somewhere between linguistic existence and concept systems. Costa (2013) states that the concept could be the point of arrival instead of the starting point in terminology work and so these two methodologies can be complementary.

Finally, the last distinction is related to the number of languages terminology is carried out. A project can be monolingual, bilingual or multilingual.

The result of terminology work is the terminology of a specialised area, which can be presented under different forms: glossaries, specialised dictionaries or terminology databases and databanks. In the past, managing terminology data implied keeping thousands of records in card boxes or resorting to simple glossary lists. Glossaries created with word processors or spreadsheet software (where you can create a table with several columns) are widely used by translators and companies for specific projects but are not adequate for many data categories and retrieving
information and therefore are not a good solution for systematic terminology work.

The development of powerful computers and storage systems has changed the landscape for all areas of science and technology. Terminology is no exception to this and so today there is an array of tools for carrying out terminology work: concordancers, semi-automatic and automatic extraction systems, databases and data banks. The image below gives a complete overview of these systems:

**Figure 1 - Collecting, managing and checking terminology** (Ferrari et al., 2014, p. M4-1)

A terminology database or termbase is a “collection of terminology in electronic form” (Warburton, 2015, p. 653). Terminology management systems are software products for the creation, processing and retrieval of terminology and can be divided into the following categories: independent systems, systems which are parallel to a translation memory system or terminology control system. They can be used as stand-alone applications, client-server or multi-user environments.

There are extensive databases publicly available online maintained by big organisations in different specialised areas, like the United Nations UNTERM\(^2\), the European Union IATE\(^3\), TERMIUM Plus®\(^4\) from the Government of Canada, and Microsoft Language Portal\(^5\) from Microsoft, just to name a few. Not all of them provide complete entries with information such as definitions and context, IATE probably being the most complete.


\(^3\) EU’s inter-institutional terminology database – Inter-Active Terminology for Europe http://iate.europa.eu/

\(^4\) The Government of Canada’s terminology data base TERMIUM http://www.btb.terminiumplus.gc.ca/

Systematic terminology work is often carried out in the form of a project and according to terminological principles, the aim of which is to cover the terminology of a specialised field in one or more languages. Terminology projects have similar characteristics to other projects developed in business contexts (Bauer, 2015), and as such they can be divided into stages and carefully controlled, according to general best practices. The main steps of a terminology project are as follows: needs analysis, delimitation of the domain, corpus selection and preparation, term extraction and selection, creating the termbase structure, compilation of definitions, context, notes, terminological research, populating the termbase, revision and quality assurance (Arndt et al., 2014; Chiocchetti et al., 2013; DIN, 2011; Drewer, 2016b; Drewer & Schmitz, 2017; Herwartz, 2016; Lukasik, 2017). In a business context other stages would be added to this, such as planning, a schedule, tasks and workflow, project cost, the team involved and their roles, among others. We are going to analyse some of these stages in detail.

2.3.1 Terminology Projects

2.3.1.1 Delimitation of the Domain

One of the first characteristics of specialised languages is the fact that they belong to a certain domain (Kocourek, 1991). Terminology work can only be considered systematic when the terminologist determines a domain and processes its terminology in association (Arntz et al., 2014). With vast domains, it might be easy to subdivide them into smaller areas. This stage of a terminology project would ideally have the collaboration of experts or should at least be validated by them. Several resources will be useful for this activity: thesauri, handbooks, classification systems.
2.3.1.2 User Groups and Needs Analysis

Terminology work should be designed to meet the needs of a clearly identified user group (Dobrina, 2015). The target group of people who would benefit from terminology work are all the people who are involved in specialised communication and scientific knowledge transfer (Arntz et al., 2014): technical writers, language service providers, translators (both for translation and to get acquainted with a certain specialised area), software developers, product management departments, purchasing departments, research and development departments, marketing departments (product descriptions, marketing and advertising activities, SEO), client service departments, legal departments, staff training, clients and suppliers, students (to get acquainted with the concepts of a certain area), journalists who write about science and technology, experts (Bauer, 2015; Drewer, 2016b; Drewer & Schmitz, 2017, ISO, 2012).

The ISO (2012) standard also indicates other relevant applications for termbases, such as controlled authoring tools, machine translation systems, spelling and grammar checkers, search engines, text analysers, among others.

According to Fathi (2014) it is not possible to talk about terminological resources without specifying types of user and use situations. This author divides users of these products into three groups: non-experts, semi-experts and experts, and states that generic divisions into types of users are not as relevant as user profile, claiming that the main decision for the creation of dictionaries should be based on its functions and then on the basic needs of potential users.

It is crucial that needs analysis be carried out in a detailed and precise manner, as user profile will determine needs, which in its turn will determine the type of corpora and source documents, as well as information needs and these will be determine the presentation of specific types of linguistic and other data (Lukasik, 2017).
2.3.1.3 Corpus Selection and Preparation

Since the end of the last century developments in technology have contributed to a massive development in the use of corpora as language data for analysis and today corpus methodologies are standard procedures in translation studies and terminology work. A corpus can be defined as “a collection of texts stored and processed on computer, for the purposes of linguistic research” (Zanettin, 2014, p. 7). However, corpora studies have also developed in the sense that so much more can be extracted from corpora and the results are increasingly interesting insights into the world of language. In fact, what is important is the information one collects from the data.

There are different types of corpora for translation and terminology research, depending on the objectives. Corpora can be synchronic or diachronic, depending on whether the objective is to use texts produced at one particular time or to study terminology development over a long period of time (Laviosa, 2010). When it comes to the languages involved, corpora can be divided into monolingual, bilingual and multilingual. Then, corpora can be divided into parallel corpora and comparable corpora, depending on whether they are composed of original texts in two or more languages or original texts and their translations into one or more languages. Comparable corpora are corpora composed of source texts with “the same proportions of the texts, of the same genres in the same domains in a range of different languages in the same sampling period (McEnery & Xiao, 2008, p. 20).

Parallel corpora are composed of source texts and their translations, and can be bilingual or multilingual, and can also be unidirectional, bidirectional or multidirectional. Both comparable and parallel corpora have been and can be used for terminology extraction but comparable corpora avoid the danger of translationese (Delpech, 2014; McEnery & Xiao, 2008) and in the case of specialised corpora even incorrect terminology, as the analysis depends on translators’ options, which might
not always be the most adequate. Besides, comparable corpora and more widely available, as many more texts have been produced monolingually than produced by professional translators (Sharoff, Serge, Rapp, Reinhard, Zweigenbaum, Pierre and Fung, 2013).

According to Cabré (2007) there are several variables to bear in mind for the creation of a specialized corpus: subject, degree of specialization, sources, text genre, text type, languages. When it comes to subject, for a terminology extraction project, after delimiting the domain, texts from that domain should be selected. However, establishing boundaries might not always be a straight forward process, given the multidisciplinary nature of most subject fields (Zanettin, 2012). The degree of specialization of a corpus is related to “subject matter competence of discourse participants” (Krüger, 2016, p. 96) (communication between experts, between experts and semi-experts and communication between experts and laypeople), and text types (informative, technical manuals, academic texts, legislation, etc.). Two important criteria are referred by I. Meyer & Mackintosh (1996): linguistic and conceptual richness, meaning a corpus that shows “evidence about the full range of terms generated by the discourse community” (p. 267) in the first case and “a corpus that will clearly explain the conceptual relations and attributes for the concepts” (p. 267) in the latter case.

Some authors also talk about representativeness as a criterium, which means to ensure an appropriate number of text categories, as well as corpus size (Laviosa, 2011; Zanettin, 2012). General corpora need to be much larger than specialized corpora, the scope of which can be limited to a specific aspect or a variety of one or more languages and can be restricted to a text type (Zanettin, 2012).

According to Zanettin (2012) the size of a corpus is related to its specificity and he adds that the more specialized a corpus, the more likely it will be that a typical term of phrase from the domain in question will reoccur. This author claims that size indications for a specialized corpus vary between 1,000 to 100,000 words.
A Termbase in the Domain of Company Law

Arntz et al. (2014); Drewer & Schmitz (2017) talk about sources for terminology extraction and establish four main criteria: reliability (sources which are known and recognised in the special area, like standards and guidelines), up-to-dateness, mother tongue principle (produced by native speakers; translations should not be used) and author competence (manuals and specialised books).

2.3.1.4 Term Extraction and Selection

The DIN (2011) defines terminology extraction as “Teil der Terminologiearbeit (…), der darin besteht, Termini aus einem Korpus herauszufiltern.” (p. 16). The aim of term extraction is the creation of a list of candidate terms. This can be done manually (time-consuming and only possible for small corpora), semi-automatically or automatically. In certain cases, extraction can also occur through translation memory system, which is doable with corpora of a maximum of 20,000 words and useful for bilingual databases (Zerfass, 2016). However, using parallel texts can be risky, as translated terminology might not be correct.

Drewer (2017) describes procedures to speed up a manual extraction process, which in fact gives similar results as semi-automatic systems using concordance software. Such is the case, for example, of WordSmith Tools (Scott, 2017) and AntConc (Anthony, 2014). This is frequency-based corpus research, where it is necessary to use a reference corpus, which is a set of texts from general domains, that serve as a basis of comparison with the main corpus (P. Baker et al., 2006).

It is also necessary to use lists of stop words for both languages (determiners, prepositions, pronouns, conjunctions), since these are the most common words and need to be filtered from the frequency analysis, otherwise they would appear in the frequency statistics for detecting terms, for keyword analysis. In linguistic quantitative analysis, a keyword is a word which appears very frequently (positive keywords) or infrequently (negative keywords) in comparison with a reference
corpus (Baker et al., 2006). There are two main types of statistical significance tests for collocation or keyword analysis: log-likelihood and chi-square, and they are used to compare the differences between the frequencies extracted from corpora and the expected values. The log-likelihood test seems to be preferred for this type of analysis, as the chi-square is unreliable when it is used with very low frequencies (P. Baker et al., 2006).

The keyword list needs to be manually checked because if only high frequency or low frequency keywords were selected, some terms would be left out. Besides, not all extracted keywords will be terms.

The concordance function of corpus analysis software allows us to examine how keywords occur in context and in which grammatical categories they appear (P. Baker, 2004a), to find compound nouns, fixed term expressions, and phraseology, as well as definitions and contexts.

As for automatic extraction systems, they can use either a statistic or linguistic method (Arntz et al., 2014; Drewer & Schmitz, 2017). Both systems generate lists of candidate terms but will require human intervention, particularly the statistical approach, as it generates either noise (invalid term candidates) or silence (not all terms are identified) (Drewer & Schmitz, 2017; Muegge, 2012). Zerfass (2016) proposes a procedure to calculate the approximate number of candidate terms, the percentage of which should be between 3% and 7% of the total number of words of the corpus. This is merely indicative but serves as a guide.

Extraction tools are sometimes integrated into translation memory systems (memoQ) or as an add-on (Multiterm Extract for SDL Multiterm (SDL, 2017)), as these are considered as part of translators’ workstation and tools that they use regularly.

In a business context, what constitutes a term and what does not may include product names, specific terms for products, new terms, abbreviations and even words that are normally translated incorrectly or require a more precise description,
and terms that are not translated (Zerfass, 2016).

2.3.1.5 Concept systems

The DIN (2011) defines a concept system as “Menge von Begriffen eines Begriffsfeldes, die entsprechend den Begriffsbeziehungen geordnet sind” (p. 7). According to Wüster (1991) “Jede Terminologiearbeit geht von den Begriffen aus.” (p. 1) and this idea is at the core of traditional terminology.

Drewer & Schmitz (2017) determine that the creation of a concept system happens quite early in terminology work, after defining goals and planning terminology work. Besides, the concept system should be created together with domain experts or should at least be checked by a domain expert (Arntz et al., 2014).

As corpus linguistics revolutionised all areas of language research as well as terminology and terminology work, with the use of corpora and tools for term extraction, the starting point is of terminology work is does not have to be the creation of a concept system. Instead, the starting point is the corpus and term extraction. Nevertheless, “texts contain designations but do not contain concepts” (Santos & Costa, 2015, p. 154) and therefore these authors argue that the concept can be the point of arrival, instead of the starting point. From the terms one goes to the concepts and the creation of concept systems.

Concept analysis is “the process of discovering and representing the conceptual structures underlying the terms of a domain” (Meyer & Mackintosh, 1996, p. 261). The relations between concepts and the position the concept occupies in the system are not always easy to establish. There are different ways of structuring and representing concept fields (Arntz et al., 2014; Drewer, 2016b), ranging from numerical systems to complex diagrams created with concept map software. The underlying idea is to create structures describing relationships (logic, meronymic,
sequential, among others).

The ISO (2009) states that the characteristics of a concept can be used to model concept systems. This standard recommends that one identifies properties of objects that can be grouped into categories such as part, function, composition, colour, shape, etc. These can be found in reference works such as textbooks and encyclopaedias and can be analysed with domain experts. However, just like (Fernandes, 2015) states, the process of knowledge construction can take place in discourse, from the lexical to the conceptual level, as linguistic markers and semantic relations point to conceptualisation. Therefore, corpora can also be used to “discover” these relations.

2.3.1.6 Creating the Termbase Structure

The data categories for a terminology database are related to which terminological and administrative information will be stored in the terminology management system. This will also depend on the goals of the terminology project and the target group of users set (Drewer & Schmitz, 2017). According to Arntz et al. (2014); Drewer & Schmitz (2017) it is important to match the needs to standardised data categories, which is equally relevant for future data exchange. There are several ISO (International Organization for Standardization) standards that deal with data categories, as follows:

- ISO 12620:2009 Terminology and other language and content resources
  – Specification of data categories and management of a Data Category Registry for language resources (no longer describes data categories)
- ISO 26162: 2012 Systems to manage terminology, knowledge and content
  – Design, implementation and maintenance of terminology management systems.
- ISO 16642:2003 Computer applications in terminology – Terminological
markup framework (set of reference data categories for terminology representation).

As the new version of the ISO (2009) no longer describes data categories, these are to be found in the Data Category Repository\(^6\). It includes a set of data categories to be used in concept-oriented terminology databases for monolingual subject-field glossaries and concise translation-oriented terminology management.

Data categories are important because they match the fields on the term record of a termbase. There are criteria to bear in mind when establishing data categories (Arntz et al., 2014; Bauer et al., 2014; Drewer & Schmitz, 2017):

- **Granularity**: this means data categories should be defined with as much detail as possible. A good example of this would be a generic grammar category, where information like gender, number and part-of-speech would be included. Instead, there should be separate data categories for gender, number and part-of-speech. The advantage is that it will be easier to retrieve the information.

- **Elementarity**: this means that data categories should only be completed with the exact data elements they designate. This means quite simply that the field “term” should not have the information for source, for example.

It is also important to understand the concepts of open data categories (content is not fixed), closed data categories (content is defined by a set of possible values), and simple data categories (the content of which is yes or no, values of closed data categories). ISO (2012) further divides data categories into compulsory, optional and automatic (completed with values by the system).

It is equally relevant to know which categories should be included at each level: at entry level, at term level, at language level. These are related to the way the database is structured and the number of languages.

Another important concept is data modelling variance, which means that the

\(^6\) Data Category Repository http://www.datcatinfo.net/
same data category can be modelled in different ways. The best example is the fact that the values may be ‘m, f, n’ or ‘masculine, feminine, neutral’.

2.3.1.7 The Role of the Terminologist

Terminology work is interdisciplinary and as such it involves a team of people composed of terminologists, linguists, content creators, technical writers, and experts. This depends on project aims and contexts.

The profession of terminologist is still not widely known (particularly in the business sector) and even less so in Portugal, where it is probably known only in the academic world linked to translation and terminology. A search on Google (www.google.pt) did not return any job offers for this role, which is indicative. It is true that it is has been developed only in the last two decades and the role has probably been carried out unofficially by translators in many companies and organisations. This state of affairs is also due to lack of awareness of the importance of terminology management in companies and even more so of the possible costs of not implementing a terminology management system. Abroad, big organisations like the EU and UN, as well as big companies have been employing terminologists.

With the developments in the world of computer science it is likely that this profession will become indispensable. The amount of information collected digitally is increasing all the time, and there are areas where terminology has a very relevant contribution to make, such as ontologies, artificial intelligence, marketing (SEO, creating digital content), the staggering development of science and technology. It is not possible to carry out these activities without proper terminology management.

In a professional profile Drewer et al. (2014) define the main skills and characteristics that the group of terminologists involved in a terminology project should have: knowledge of terminology, knowledge of terminology work methods and procedures, knowledge of terminology management projects terminology
research (R & D skills), hardware and software skills, particularly knowledge of
the complex functions of terminology tools and language analysis tool, excellent
knowledge of the mother tongue and other foreign languages, high level of linguistic
knowledge in all languages, project management skills, problem solving skills, open
to technology developments, communication skills, ability to work with precision,
information mining skills.
2.4 Legal Language and Legal Translation

Law is that element which binds the members of the community together in their adherence to recognised values and standards. It is both permissive in allowing individuals to establish their own legal relations with rights and duties, as in the creation of contracts, and coercive, as it punishes those who infringe its regulations. Law consists of a series of rules regulating behaviour, and reflecting, to some extent, the ideas and preoccupations of the society within which it functions. (Shaw, 2008, p. 1)

Law is “a regulatory framework for social interaction” (Sandrini, 2009, p. 35) and therefore it regulates the global exchanges and the flow of people, companies, capital, products and services that characterise the world today. As the world is divided into nations, States and different cultures, it follows that different legal systems have evolved in different countries, not to mention that some countries have more than one legal system (Cordeiro, 2010). Apart from the legal system of each country/state, there are also the concepts of community (EU) law, international law and transnational law.

EU law is supranational law. It is a system of rules governing Member States of the European Union in areas such as contracts, company law, labour law, consumer law, immigration law, among others.

As for international law, the principal objects are nation-states, not individual citizens (Shaw, 2008). International law is divided into public international law, which governs the relations between states and regulates the operations of many international institutions and private international law or conflict of laws, which addresses the issues of jurisdiction.

An interesting concept is the one of transnational law, which was introduced by Philip Jessum in 1956 (Galdia, 2017). This is an interdisciplinary area of law in the context of globalisation, with companies and individuals seeking attractive
legal regulations and deciding for the most favourable jurisdiction, so much so that there is nowadays a market for legal rules (Eidenmüller, 2011). This author gives a good example of the extent of globalisation: an Italian businessman residing in Bremen, who could set up an English limited company for the business, finance it with bonds and loans under New York laws, opt for arbitration in Switzerland, and if the business does not go well, file for bankruptcy in France. Another relevant factor is the widespread use of English in legal activities in international contexts, with English terms entering local legal terminologies and the age old debate about the differences between the concept structure of the common-law system and that of the civil law system (Mattila, 2014).

In this context of global legal interaction, the challenge is how to deal with such diversity and how to adapt it locally, so translation in general and legal translation in particular have been playing an increasingly important role (Cao, 2007). The functions and strategies of (legal) translation at international organisations have also been widely researched (Millet, 2015; F. Pietro Ramos, 2015; Šarčević & Robertson, 2015; Tomić & Beltrán Montoliu, 2015; Zhao & Cao, 2015).

Law is a very complex act of specialised communication, as it “is a discipline not of formulae or images but of words.” (Smith, 2014, p. xix). In the same line of thought, (Rodrigues, 2007, p. 6) adds that the legal universe is a universe of words, texts, and discourses and few professionals will use the potential of language in such a circumspect and thoughtful way as legal professionals. Legal language involves different types of texts, different degrees of complexity and it is used by a wide group of individuals, ranging from experts to laymen.

Translating legal texts is widely acknowledged as a daunting and time-consuming task as legal concepts, unlike those of exact sciences are not universal but culture bound (Biel, 2008; De Groot, 2006; Kocbek, 2014; Pic, 2007; Sandrini, 1999; Šarčević, 1997). This means that the legal translator needs a special set of skills and tools to deal with the transfer of a text from one system to another. It
means being proficient in the source and target languages, being acquainted with
the source and target legal systems, being able to deal with the characteristics of
legal language, legal terminology, comparative law, text linguistics, pragmatics,
corpus linguistics, translation strategies.

Pietro Ramos (2011) states that the legal translator must have strategic or
methodical competence, communicative and textual competence, thematic and
cultural competence, instrumental competence and interpersonal and professional
management competence, as well as information mining competence.

It is true that today there is wider awareness of the difficulties and so much
more has been researched and published in the areas of forensic or legal linguistics,
legal language, legal translation and comparative law. This has partly been
stimulated by the European Union law and the fact that it needs to be translated to
be implemented in Member States, even though officially bilingual or multilingual
countries like Canada and Switzerland have been familiar with the issue for quite
some time (Galdia, 2017). However, as far as training is concerned, most universities
have only recently started to provide specific training programmes with a view to
preparing legal translators.

### 2.4.1 Legal Language

Legal language is a special type of language for special purposes (it describes
a metaphysical phenomenon (Mattila, 2006), used by a wide group of users, with
differences at word, syntax and pragmatic level in comparison to general language.
It is not a homogenous entity, as it can be subdivided into a wide range of discourse
types or subtypes connected to the different areas of Law, as well as to the different
contexts in which it is used (Rodrigues, 2005).

At word level, legal language is characterised by a high percentage of technical
vocabulary (terminology), semi-technical vocabulary (words from general language
that acquired a new meaning in this specialised area) and everyday vocabulary (Tiersma, 2008; Varó, 2008). Because of expressions from ordinary language, Mattila (2006) alerts to the problem of “illusory comprehension of legal terms” (p. 100) and to the fact that “a correct understanding is impossible without substantive knowledge of the subject involved” (p. 101).

Cao (2007) says that the complex and unique vocabulary that characterises legal language is a universal feature of legal language, but different legal languages have their own unique legal vocabulary. This is a source of difficulties in translation, as terms are part of a specific system and therefore it is not common to find direct equivalents. Legal language also frequently resorts to Latin words and phrases (Kocbek, 2014; Varó, 2008) and it is archaic, which adds to its obscurity.

In English legal language, the use of redundancy (doublets and triplets like ‘fair and equitable’, ‘full and complete’, ‘terms, covenants and conditions’ with the same or nearly the same meaning) (Cao, 2007; Varó, 2008) is very common. The purpose is to make the sense of the utterance as clear as possible and its interpretation unequivocal (Chromá, 2011). These may also cause issues in translation. According to (Gotti, 2012) in legal English, the need for precision leads to the frequent use of ‘textual-mapping’ adverbs such as hereto, hereof, thereto and others, referring to a document or part of it, to specify its exact location.

At sentence level, legal language is well-known for its extremely long and complex sentences (due to the high number of items required to minimize ambiguity), frequency of subordinate clauses, complex prepositional phrases, as well as a formal and impersonal written style (Cao, 2007; Gotti, 2012; Tiersma, 2008; Varó, 2008). These characteristics are also common to most legal languages. In English, “Inflectional simplicity, the lack of cases as well as only a natural but no grammatical gender, often cause syntactic ambiguity” (Triebel, 2009, p. 158).

At pragmatic level, it is important to take into consideration that legal signs constitute more specific units such as statutes, commentaries or contracts that
can be analysed as text types which reflect speech acts (narration, exposition, description, argumentation, instruction, etc.) (Galdia, 2017). Since law regulates all areas of human activity, it has different functions in different settings, it has a wide diversity of functions and texts; “there is not one language of law but many of them, depending on who is using it: legislators, judges, law professors, legal scholars, lawyers, (public) authorities, governments, NGOs, national and international organisations and so on” (Gémar, 2014, p. 70).

According to Bajčić (2017) “among the main characteristics of legal language are dynamic and often vague legal concepts and a dynamic legal context in which legal concepts are used, implemented and interpreted” (p. 38). The author also claims that this dynamic context is fundamental to re-contextualize legal terms in the different fields of law, which is important to deal with polysemy in legal language.

Cao (2007) claims that because of polysemy, legal discourse has many definitions: real and terminological definitions, as well as intensional and extensional definitions, which can be quite detailed in common law countries. Negative definitions are also typical of legal language. Apart from definitions, enumerative lists can also be found, as a way or organising content and different items.

In law language must be technical, accurate, simple and correct (Cordeiro, 2010). The obscurity and complexity of legal language, which above all derive from its terminology and complex syntax have been a source of discontent among citizens in their dealings with the law.

There is a gap between the encyclopaedias of experts and laymen, as well a lack of clarity in legal messages, which justify the existence of legal professionals who ‘interpret and translate’ to the layman the subtleties of this ‘other’ language (Rodrigues, 2005). So much so that Ramos (2012) claims that the word and the phrase, which are essential elements to the understanding and perception of justice, have frequently–and inexplicably– been more of an obstacle than an instrument of
law.

The *Plain Language Movement* originated in English speaking countries around the 1970s, as well as Sweden and Finland, encouraged by the belief that citizens should be able to understand their rights and obligations and spread to other nations and has since spread to other nations (Adler, 2012). According to this author, communication is in plain language if the intended receivers can find what they need, understand what they find and act appropriately on that understanding.

### 2.4.2 Legal Translation

Having detailed the main characteristics of legal language, it is now time to look at legal translation in general and the approaches to deal with legal texts and documents, to produce an adequate target text. Legal translation is intersemiotic translation “…as it represents a process where one dual semiotic system should be replaced by the other, preserving the purpose and characteristics of the source text to the extent expected and required by the recipient of the translation (…)” (Chromá, 2014, p. 151). For Galdia (2017) “legal translation is one of the central linguistic operations in law, especially in all its international contexts (…)” (p. 271).

There are different international contexts in which legal texts are translated and they constitute specific areas of legal translation, namely international law, the case of Canada, with two languages and two legal systems, Switzerland with three official languages (German being the predominant one), EU law and transnational law, just to name the most paradigmatic cases. These pose different challenges for the legal translator and in the case of Canada, Switzerland and EU law legal translation is also linked to co-drafting, a process which has been researched in Canada and considered a method of translation by Gémar (2015).

Legal translation in the EU has deserved a lot of attention in the last few years as a field of its own, so much so that Šarčević (2015) thought the topic deserved
an entire edited book. She refers to “(...) the linguistic and cultural diversity of EU law, on the one hand and the desire and need to build unity in diversity, on the other” (p. 2). This sums up the challenge of legal translation in the context of the EU. Given that European law is to be applied in each individual state, the issue of conceptual gaps causes enormous difficulties for courts and other institutions to apply EU law at national level.

Galdia (2017) claims that the expansion of transnational and international law, in the areas of trade and human rights and new legal institutions such as the International Court of Justice are indicative of an emerging global legal order as part of the general process of globalisation, an opinion which is shared by (Engberg, 2012; Gotti, 2009), who give the areas of business and international commercial arbitration as examples of this trend.

Legal translation as an interdisciplinary field is linked to semantics, pragmatics, text linguistics, translation studies and comparative law. Comparative Law can be considered a study and research methodology, the comparison of the different legal systems of the world and its importance today is due to the development of the world (Soriano-Barabino, 2016). According to Engberg (2015), the main difference between the objectives of comparative law and legal translation is that comparative law is interested in comparisons to find the legal systematics underlying rules and institutions from different legal systems, whereas legal translators are interested in comparison to solve their formulation problems.

Different researchers have proposed classifications of legal translation, as a way of devising translation strategies. In her book New Approach to Legal Translation Šarčević (1997) classifies legal translation according to the functions of legal texts in the source language. She divides them into (1) primarily prescriptive, such as laws, regulations, codes, contracts, treaties and conventions; (2) primarily descriptive and also prescriptive such as “judicial decisions and instruments used to carry on judicial and administrative proceedings such as actions, pleadings, briefs,
appeals, requests, petitions, etc.” (Šarčević, 1997, p. 11); (3) purely descriptive, academic work written by legal scholars such as law textbooks, articles, etc.

Cao (2007) considers that this classification is useful, although it only takes into account the functions of the source language text and not of the target language text and it excludes documents used in court proceedings, as well as communication between lawyers and clients (laypeople). This researcher distinguishes four major variants of legal texts in the written form: legislative texts, judicial texts, legal scholarly texts, private legal texts, which have their own characteristics, which should be considered.

The concept of equivalence is almost as old as translation, with a vast typology having been developed since Jakobson (Leal, 2012). In the context of legal translation, this is also a much debated notion (De Groot, 1999, 2006; Gémar, 2015; Sandrini, 1999; Šarčević, 1997).

Modern theories of translation regard equivalence as a relationship between a source text and a target text, even though it is also possible to establish equivalence between parts of the source text and of the target text (M. Baker & Saldanha, 2009). We will deal with the concept of terminological equivalence in the next chapter dedicated to legal terminology. The concept of equivalence at textual and discourse level is one worth analysing in this context, particularly based on communicative and functional criteria, linked to the skopos theory. This German term means purpose, applying the notion of purpose to translation (Nord, 1997). According to (Šarčević, 2012), the legal translator should take into account text type and its function, as well as the communicative purpose (skopos) of the translation, legal systems involved and other legal factors of the particular communicative situation.

Galdia (2017) advocates the use of pragmatic instruments to analyse legal language, since, according to him, law is a set of prescriptive texts created and implemented under specific social circumstances. As such he claims that “legal translation is a systemic transformation or qualification of speech acts between
conceptual networks perceived as different” (p. 179).

In the case of legally binding documents, “the translator’s main task is to produce a text that will lead to the same legal effects in practice” (Šarčević, 1997, p. 71). This author distinguishes between the macro intent of a text (its communicative function) and micro intent (its specific purpose) and adds that today translators of legally binding instruments are allowed to reconstruct the target text in the spirit of the target language, as long as the substance remains (Šarčević, 2012).

2.4.2.1 Legal Translation from a Common Law System into a Civil Law System

Translating from British English into European Portuguese means translating between two different legal families (common law and civil law) and languages. Varó (2008) refers to isomorphism and anisomorphism at linguistic and cultural level, to describe the fact that there is no correspondence between two languages and for example two different legal systems in legal translation.

Mattila (2006) says that comparative lawyers distinguish two major legal systems of global importance that correspond to the regulatory needs of modern society: common law and civil law. It is certainly true that these two systems have been dominant in this global legal order where English has played the role of lingua franca.

Common law refers to all the legal systems which have adopted the historic English legal system, the most prominent one being the United States, but also several Commonwealth and former Commonwealth countries. Civil law, on the other hand, designates a European continental system of law derived essentially from ancient Roman law, but owing much to the Germanic tradition (Slapper & Kelly, 2003).

According to these authors, common law systems are case-centred and
A Termbase in the Domain of Company Law

judge-centred, allowing scope for a discretionary, ad hoc, pragmatic approach to the particular problems that appear before the courts. On the other hand, the civil law systems tend to resort to a codified body of general abstract principles which control the exercise of judicial discretion.

Common law and civil law have converged in the last decades, due to internationalisation and globalization (Funken, 2003), and also certainly due to the fact that the United Kingdom and Ireland have been members of the European Union. However, with Brexit under way and the UK leaving, it will be interesting to witness the developments in this area as well.

According to Gilmartin (2017), apart from a stampede of legal and financial service companies from London, “the status of common law as an influence on the future direction of European law is now in jeopardy” (p. 38), threatening the current ascendancy of the English common law approach to contracts. Besides, it will also question the dominance of the English language in the context of the EU.

Legal translation from a common law system and language to a civil law system and language raises issues at terminology level. Cao (2007:60-63) states that the dichotomy between the two major families of the contemporary world, continental law and common Law affects mainly three terminological areas: legal professions, various court structures and terminology referring to particular areas of law and institutions.

The danger is when a term represents a different concept in the other system. Triebel (2009) warns that often legal terms of one system have an equivalent in another but the borders of their meaning are hardly ever the same. An example of this in company law in the United Kingdom and Portugal is the translation of public company. The same term represents two completely different concepts. In the UK the term means a company whose shares are traded to the public and listed on a stock exchange, whereas under the Portuguese legal system it is a State company.
2.4.2.2 Legal Terminology

Legal systems have different sources of law and legal terminology, as well as differing conceptual, social and cultural bases. All of these elements lead to a lack of equivalent terminology across legal languages, and these systemic differences are the major source of difficulty for translators. (Jopek-Bosiacka, 2013, p. 112).

Legal terminology is defined by Salido (2002) as “el conjunto de los vocablos técnicos de la ciencia del derecho y los del domino especializado o actividad ejercida por los operadores jurídicos” (p. 38).

Researchers are unanimous when it comes to the difficulties that the nature of legal terminology poses for translators (Biel, 2008; Galdia, 2017). Legal terminology constitutes a special case within the realm of specialised language terminology. Unlike other sciences, where concepts are often international making it easy to find an equivalent, legal terminology is hardly universal, as it is system bound (De Groot, 2006; Mattila, 2006; Sandrini, 1999; Šarčević, 1997). Because of this, it is a key component of quality control and competence assessment in legal translation (Pietro Ramos, 2014).

Bearing in mind this specificity of legal terminology, and the fact that legal translation is fundamental in today’s globalised world, as legal documents, rules and institutions regulate all the exchanges, the question is which strategies are best suited to deal with the complexity of culturally-bound terms to mediate legal communication. Finding suitable equivalents is a time-consuming task and a source of constant problems for translators (Biel, 2008). The complexity is higher in the case of very different legal families such as common law and civil law, given the difficulty of finding a term with the same value or function in the target language/system (Gémar, 2015).

Terminological equivalence is a very important notion, and something extremely difficult to attain, given the difficulty in finding a term with the same
value or function in the target language/system.

As far as methodology is concerned, the task of deciding on a possible equivalent for a legal term in the target legal system implies a series of steps to collect information on the concepts and comparing them. Therefore, this is a similar exercise to the one carried out in comparative law, as insight into the interrelations between different legal systems is a prerequisite for translating legal terms (Engberg, 2015).

The typology of the degree of equivalence implies a methodology based on comparison which is suggested by several researchers to deal with terminology inconsistencies, since absolute equivalence is extremely rare or impossible (De Groot, 2006; Gémar, 2015; Sandrini, 1999; Šarčević, 1997). Bajčić (2017) designates equivalence “a mission impossible” (p. 111) on the grounds that it is a problematic concept. However, we tend to agree with Gémar (2015) when he mentions that this is a pragmatic approach, an agreement by default. It is an operative, flexible concept to assess comparability.

Šarčević (1997) establishes three degrees of equivalence (functional equivalent, near equivalent and non-equivalent and defines functional equivalent as “an equivalent used in the absence of an exact equivalent” (p. 236) but warns that they should not be used without confirming they are acceptable. A functional equivalent would be a term with the same or similar function as the source term. Gémar (2015) talks about three groups of equivalence: the first group includes terms with evident, recognised or established equivalence, the second group includes terms with partial equivalence and the third group terms for which translation is impossible. He describes the first two groups as functional equivalents and the third as a ‘loan’ term or ‘calque’.

For the degree of the equivalence, the ISO (2009) standard recommends the use of the following categories: narrower, equivalent, quasi-equivalent, broader, equivalent phrase.
The task of determining whether a concept can be used as a functional equivalent (transferability) is a complex one. Šarčević (1997) bases her approach on a comparative process of conceptual characteristics, which is also recommended by many researchers and experts (Arntz et al., 2014; Chiocchetti et al., 2013; Costa, 2005; Sandrini, 1999). This is a process of micro-comparison at concept level, which involves determining the characteristics of a concept, qualifying them as essential or accidental and then matching up source and target term. For a term to qualify as functional equivalent, most of the essential characteristics of the source and target term must coincide (Šarčević, 1997).

Definitions list the characteristics of a concept and differentiate from other concepts (Šarčević, 1997). With a different perspective, Faber (2015) states the same idea: “At the micro-semantic level, a definition is the linguistic description of the properties of a concept” (p. 17) and as such they provide invaluable information for micro-comparison.

Determining the degree of equivalence does not constitute the end of the process. The translator will then have to “decide whether partial equivalence suffices for acceptability or whether near equivalence is required”.

Engberg (2015) claims that there is a difference between “terminology work in the field of law (striving to convey the meaning of words in their full complexity at system level) and legal translation (presenting the treated content in a different language with sufficient precision in a concrete situation)” (p. 12). The author then concludes that legal translation is the communication on the content conveyed by a text in a target language. This idea strengthens two important aspects: one may be the difference between the classical terminology work approach and the semasiological approach to terminology work (in the sense that a list of terms is generated from a corpus and then the focus of the terminologist is to solve concrete problems at concept level to establish equivalence). The second one is the pragmatic conditions of reception in the target system, which may affect the decision of the translator on
whether to use a functional equivalent or another strategy, or, as Šarčević (1997) states, “analysing acceptability, based on context and scope of application and legal effect” (p. 242).

Pietro Ramos (2014) also shares this view when he states that information on legal macro-contextualization such as legal systems involved, branches of law and legal text types and genres are fundamental to a more focused comparative and acceptability analysis. However, he claims that the concept of equivalence is problematic, broad and undetermined and that “no translation technique is a priori more adequate than another” (p. 124). He proposes three stages of the process: analysis of source text (ST) term; comparative legal and linguistic analysis; analysis of flexibility and reformulation options. This proposal is not that different from the proposals of Šarčević (1997).

Matulewska (2016) establishes that if the recipient of the target text is a legal expert, he will expect a higher degree of precision revealing legal system differences in the process of legal communication. Similarly, a non-expert will expect a lower degree of precision if his legal status is not directly affected by the contents of the target text.

The context and purpose of the translation are important to determine “whether the differences between the source term and target term are of such relevance that the possible target term may not be used as a translation of the source term” (De Groot, 2006, p. 425). The author also states that if the translation will also receive the status of an authentic text, it is important that the terms in the target text are not narrower or broader than those in the source text.

This view is also shared by Sandrini (1999; 2009) and Šarčević (1997). In this case, the question is whether we should use terms of the target language system or translations of the terms of the source language system. Again for (De Groot, 2006) “One legal language must be translated into another legal language, i.e. into the terminology of the target language” (p. 423), i.e., the information contained in
the terminology of the source language system must be conveyed by the terminology of the target language system.

Having described the comparative process to arrive at a possible degree of equivalence, in the case of near or no equivalence one needs to analyse the possible strategies to transfer the concept to the target language and system. As far as strategies are concerned (Šarčević, 1989, 1997) proposes lexical expansion (when a functional equivalent is narrower it may be extended by lexical expansion), descriptive paraphrases and definitions, neutral terms, borrowings, and literal equivalents as a way of compensating for incongruency. For De Groot (2006) the subsidiary solutions include preserving the source term (which is not very good as the target text could end up with too many foreign terms and it would look as though the translator was not doing his job), paraphrasing and neologisms.

Varó (2008) suggests transposition (replacing one syntactic category for another), modulation (replacing a semantic category for another), and amplification (the insertion of additional information in the target language).

Another characteristic of legal terminology is the phenomenon of polysemy and synonymy. According to Mattila (2006) polysemy is more the rule than the exception and synonymy is also quite common. In English, an example of synonymy is the wide use of doublets and triplets and synonymic chains (Chromá, 2011). The author emphasises that these can be redundant and may be reduced to one target language equivalent with the same value, but they require analysis on a one to one basis. As for polysemy, she recommends an accurate and precise choice of equivalents, adding that knowledge of the legal issue and context will contribute to identify and solve these problems.

One should also bear in mind the increasing use of technical terms from other areas or scientific terms used in law (Galdia, 2017). This author gives the example of a term incorporated into a bill to be approved in parliament, which is discussed and may be introduced with a narrower or wider meaning than the original meaning.
and claims that technical terms become legal terms and legal notions when they are introduced into law. The legal translator should be aware of this and research the underlying concept.

Terminological research has traditionally been noun-oriented and dominated by issues related to the interpretation of legal concepts (Galdia, 2017). Corpus-based research has shifted the focus and demonstrated that verbs, adjectives and prepositions are equally important and contribute to natural language usage that reflects professional usage. Jermol (2009) states that besides the complexity of choosing the correct term as an equivalent, the corresponding verbs, adjectives and prepositions connected with the terms are also fundamental. Collocations also pose difficulties as they must be replaced by natural equivalent ones in the target language (TL), hence the importance of contexts and phraseology.

2.4.2.3 Sources for Legal Terminology Research

One of the competences the legal translator must have is the ability to research and find reliable sources of information to get acquainted with the different legal areas and their terminology. Many translators resort to bilingual dictionaries but according to (Fata, 2010) “a dictionary that is considered ideal for translation purposes has to perform the functions of an equivalence, an explanatory and a defining dictionary all in one” (p. 90).

Bilingual dictionaries only present a list of possible equivalents without context, concrete examples of usage or any reference to the domain and therefore do not meet the requirements as adequate tools, as they can be misleading. For these reasons, the professional translator’s best friend is the monolingual and not the bilingual dictionary (Šarčević, 1989). In another work (1987), Šarčević mentions that bilingual dictionaries are often inadequate, particularly in the case of culture-bounds terms, in areas such as legal translation, as they usually present equivalents
that are not always capable of transferring referential meaning and do not present
the closest cultural equivalent, as they are concerned with an equivalent that fits
most contexts.

Biel (2008) talks about encyclopaedic monolingual legal dictionaries as
having an advantage over conventional monolingual dictionaries, as they will
help the translator understand a source language concept by providing background
knowledge, based on which he will be able to find an equivalent in the target
language. Besides, a monolingual legal dictionary in the target language will allow
the translator to check the definition of the target term and check comparability. A
lot of these monolingual legal dictionaries are still on paper (certainly the ones for
European Portuguese), which is static medium with no possibility of live updating
or expanding.

With the development of the Internet and computer technologies, there is
nowadays an overwhelming amount of information and resources, ranging from
real texts that can be used as corpora (either comparable or parallel corpora), where
the translator can find real examples of usage, collocations, and definitions in many
languages but particularly in English. Online tools include databases, glossaries,
law collections and resources, as well as discussion fora, which facilitate and speed
up the process of finding equivalents (Biel, 2008). Bilingual and monolingual
dictionaries and encyclopaedias can also be found online, and the number is
certainly on the increase.

Ideally, in specialised areas terminology work products would fill the
information gap, as it is possible to enter definitions, context and other information,
which allow the translator to make informed decisions on equivalents.

Moreover, the Internet is a huge corpus that translators can explore to their
advantage, namely to create their own terminological resources. As far as the EU
is concerned, a good example is Eurelex\(^7\). It gives users access to the Official

\(^7\) Eurelex http://eur-lex.europa.eu/homepage.html?locale=en
Journal of the European Union, EU treaties, directives, regulations, decisions, consolidated legislation, EU case-law, international agreements, etc. A document can be displayed in up to 3 languages simultaneously. These documents can be used as parallel corpora and can be useful to check equivalents.

Databases can also be found online, the most well-known to translators is IATE (http://iate.europa.eu/), the EU terminology database, which is a huge resource with EU-specific terminology in many specialised fields. It has more than 8 million terms and covers the 24 languages of the EU. Because of EU law, it has legal terms. The term records contain information such definitions for both source and target term, degree of reliability, and date of creation. Other institutional databases are UNTERM⁹, a multilingual terminology database organised by the United Nations and TERMIUM Plus®¹⁰, a terminology data bank of the Government of Canada, in English, French, Spanish, and Portuguese.

The most complete and interesting resource as far as digital legal terminology resources are concerned is Law10n¹¹, in the domain of computer licence agreements. It consists of ‘translation records’, as the authors call the term entries, with extensive information.

Other useful websites are Linguee¹², which contains a large amount of text resources from the Web in several language, as aligned pairs. It is useful because it is a source of phraseology and concordances. It functions just like a translation memory. However, in the case of Portuguese, the two variants (European and Brazilian Portuguese) and therefore translators must be careful about selecting equivalents.

---

⁸ IATE http://iate.europa.eu/  
⁹ UNTERM https://unterm.un.org/UNTERM/portal/welcome  
¹⁰ TERMIUM Plus® http://www.btb.termiumplus.gc.ca/  
¹¹ LAW10n http://lawcalisation.com/  
¹² Linguee http://www.linguee.com
Chapter 3
Methodology and Results
A Bilingual Terminology Project in the Domain of Company Law

“O cérebro humano tem de colocar, na base, conceitos simples (…).”

António Menezes Cordeiro

Companies constitute the basis of modern economy and Portugal is no exception. In a globalized world they establish all kinds of partnerships to market their products all over the world and company law regulates these partnerships. Each country has its own notion of justice and legal organization and therefore translating legal documents can be a daunting task without proper terminological resources.

English is the language used in business in our globalized world and nearly half the companies listed in the Fortune Global 5002 are headquartered in an English-speaking country, and so are the world’s main financial centres (Triebel, 2009). As international litigation and legal practice worldwide are conducted in English as well (Llopis, 2007), it is important to create terminological resources to contribute to accurate translations of company incorporation documents issued in English. According to Matulewska (2016), it is necessary to create terminology banks for the purpose of interlingual legal communication.

The United Kingdom and Portugal are two countries with very different legal systems (common law and civil law). However, both have been members of the European Union and as such have been exposed to EU directives and regulations, which they have had to implement at national level. The Companies Act 2006 (The National Archives (n.d.)), the main source of UK company law) incorporated several EU Directives (Gubby, 2015), just as its Portuguese counterpart, Código das Sociedades Comerciais (Procuradoria-Geral Distrital de Lisboa (n.d.) has done over the years. However, the fact that the UK is leaving the EU will mean that it will no longer be under the influence of EU law and this might contribute to widen the gap
again between the two systems. The European Commission, Directorate-General Justice and Consumers published a Notice to Stakeholders – Withdrawal of the United Kingdom and EU Rules on Company Law (2017, November 17) where it states that “Member States will not be obliged to recognise the legal personality and limited liability of companies which are incorporated in the United Kingdom” and that “UK incorporated companies may be recognised in accordance with each Member State’s national law”. As far as translation needs are concerned, this will probably not mean a visible change.

The objective of this project is to address the need for accurate and consistent terminology in company law, creating a systematic and descriptive bilingual terminology collection in British English and European Portuguese in the form of a terminology database, resorting to comparable, corpus analysis tools and terminology management software. Classic terminology methodology claims that terminology work starts from the concept to the term (onomasiological approach), which means the concept system would be created first and then the terms would be assigned to it. The semasiological approach, on the other hand, starts from terms and then analyses their meaning. Corpus-driven terminology work starts from the terms (extracted from a corpus) and then looks for the concept they represent. Baker (2004) makes a very interesting point when discussing keyword analysis: he claims that keywords “will direct the researcher to important concepts in a text” (p. 347). Therefore, concept analysis and the concept system were carried out at a later stage (i.e. working from a term to a concept by analysing corpus data, just as Biel and Bowker claim (Terminology Coordination Unit, 2017)). This is a corpus-driven rather than concept-driven project, which means that a semasiological-onomasiological approach was followed.
3.1 Terminology Projects

Terminology projects should be carried out and managed just like other projects, with clearly defined goals, resources and measurable results (Arndt et al., 2014) and as such are comprised of different stages and processes, most of which resort to information technologies and systems (Arntz et al., 2014): planning, preparation, processing, presentation and dissemination. The workflow varies, depending on the purpose of terminology project, organisational structure, number of stakeholders, number of languages, among others (Chiocchetti, Ralli, Lušicky, & Wissik, 2013)

According to the most recent literature (Arndt et al., 2014; Arntz et al., 2014; Chiocchetti, Ralli, et al., 2013; COTSOES, 2003; Drewer & Schmitz, 2017) these would be the main stages of a terminology project (in the case of implementation of a terminology system in a company, other stages would be included). Kudashev (2013) presents a detailed workflow for bilingual terminology work and indicates that the order of the stages in the workflow is not strictly sequential, as some stages might also be continuous, iterative or overlap.
3.1.1 Delimitation of the Domain

The domain of a terminology project should be clearly delimited and should cover a small and very specific subject field (Arntz et al., 2014; COTSOES, 2003; Sandrini, 1999). Besides, Arntz, Picht, & Schmitz (2014) recommend that the domain be divided into smaller units, in order to keep it under control. The authors also think that with a very wide subject field it would be more difficult to organise
Bearing in mind that “company law” covers “the law relating to the formation and operation of companies” (Black, Hashimzade & Myles, 2017), which is a very wide domain, and considering the scope of this project, we decided to select the sub-domain covering company formation and incorporation.

### 3.1.2 User Groups and Needs Analysis

The International Organization for Standardization (ISO, 2012) applies the concept of “user-centred design” (p. 12) to terminology work, meaning a product should be designed to meet the needs of its users. Terminology projects should always bear in mind user needs and expectations (Durán-Muñoz, 2012) and the analysis of user group’s needs should be carried out at an early stage of the project, as it will determine the structure of the term records and the information to include. According to Drewer & Schmitz (2017), clear objectives should be set, “…durch Analyse des IST-Zustands und Konkretisierung des Soll-Zustands” (p. 35).

Fathi (2014) carried out a survey among experts to predict the lexicographical needs in communicative situations. Even though it is a different group of users, the assessment can be adapted and constitutes a good basis for this needs analysis. This researcher resorts to an assessment of the adequacy of existing dictionaries and the main problems in finding optimal information, and then tries to find the reasons for use and appropriate types of dictionaries. This needs analysis will investigate:

- Types of users;
- Existing resources;
- Use situations, reasons for using terminology resources; and
- Suitable resources.

The main user groups who would benefit from these resources are legal translators and general business translators, domain experts and researchers, LSP
teachers, lawyers, businessmen, international companies investing in Portugal, courts, and the Portuguese Public Administration.

Sandrini (2014) confirms that translators and lawyers are the major users and adds a third group (lay persons). Apart from Portugal, Costa (2005) suggests that other Portuguese speaking countries, like Angola and Mozambique have also seen an increase of foreign investment and have legal systems based on the Portuguese system, so company law terminology could equally be used by translators and other users in those countries.

Having established that the main user group are legal translators we now need to analyse the adequacy of current resources. Existing legal dictionaries are monolingual, bilingual or multilingual. As far as monolingual legal dictionaries are concerned, they provide an alphabetical list of terms with a definition and very often do not clearly establish the exact domain. An exception to this, for example, is *English Legal Terminology* (Gubby, 2015) which groups terminology by domain and even gives terminology in context.

Bilingual and multilingual dictionaries generally provide the same type of information: one or more equivalents for a term, without any other information as to the area of law, definitions, differences between them, degree of equivalence. This means the translator will not have enough information to make informed decisions on which term to use. The bilingual (English Portuguese and Portuguese English) *Dicionário Jurídico* (Mello, 2008), follows a slightly different approach for each language pair: for Portuguese/ English it gives an equivalent, followed by a definition (which is an improvement) and it also presents compound terms. For English/Portuguese it only indicates an equivalent or equivalents.

Tarp (2013) and van Laer (2014) claim that bilingual legal dictionaries do not meet translators’ requirements and van Laer (2014) states that “only a small number of outstanding, comparative BLDs provide the comparative and contrastive material necessary for the translators to make informed decisions about equivalence” (p. 76).
As far as databases are concerned, for the English/Portuguese language pair IATE\(^{13}\) provides a complete entry will give a definition of the term in English and Portuguese, as well as the degree of reliability. It is nevertheless incomplete and some of the resources used for definitions are outdated (1980). Linguee\(^{14}\) is more like a parallel corpus but has resources in company law, many of which were collected from EU legislation, but without definitions, it is risky to use the equivalents without further research. Reverso\(^{15}\) is an electronic dictionary and context tool and does not provide definitions but provides contexts which are useful to check terms. BabelNet\(^{16}\) is a multilingual encyclopaedic dictionary and semantic network created by linking Wikipedia and Wordnet (León-Araúz, Reimerink, & Faber, 2017) which can also be used for terminology research. However, one should not rely exclusively on these tools. One search in the domain of company law with the term “private company” yielded the following results:

<table>
<thead>
<tr>
<th>Database</th>
<th>Equivalent in PT</th>
<th>Definition</th>
<th>Context</th>
</tr>
</thead>
<tbody>
<tr>
<td>IATE</td>
<td>sociedade fechada</td>
<td>“a company in which the shareholders have a family relationship to one another”</td>
<td>No</td>
</tr>
<tr>
<td>Linguee</td>
<td>empresa privada</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>Reverso</td>
<td>sociedade privada, empresa privada, companhia privada</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>BabelNet</td>
<td>empresa privada, entidade privada</td>
<td>“a corporation owned by a few people; shares have no public market”</td>
<td>Yes</td>
</tr>
</tbody>
</table>

**Portuguese definition:** “Empresa privada é aquela que não é propriedade do Estado, ou seja, seu proprietário possui todos os direitos sobre ela.”

---

13 IATE http://iate.europa.eu/SearchByQueryEdit.do
14 Linguee http://www.linguee.pt/?from=com
16 BabelNet http://babelnet.org/
Only IATE\textsuperscript{17} gives the correct equivalent for the term to be used in a legal context. However, the definition does not match the concept and could be misleading. The other websites give an equivalent that cannot be used in a legal context and that is a false friend \textit{empresa privada}, which designates a different concept (a company owned by private individuals as opposed to a state-owned company). Reverso\textsuperscript{18}, for example gives a partially correct definition in English (a company, the shares of which are not traded publicly) and then in Portuguese defines it as a company which is not owned by the State. Moreover, the Portuguese definition in Reverso is Brazilian Portuguese and as the Portuguese and Brazilian legal systems are different, legal Brazilian Portuguese terminology cannot be used in Portugal. This search with only one term in company law is proof that these resources are not reliable and therefore should be used with extreme caution.

In the survey Durán-Muñoz (2010) carried out she also comes to the conclusion that there are currently more resources but they are low quality and not reliable at all and consequently are of little use for translators. This is something that Šarčević (1988) also confirms: “…bilingual legal dictionaries often have a notorious reputation of being unreliable”. Consequently, legal translators are obliged to create their own terminological resources from comparable corpora or from existing translations.

The only exception to this is the online termbase we found, in the domain of software licence agreements, an English-Spanish corpus-driven terminology database, LAW10n\textsuperscript{19}. The term records, named ‘translation records’ contain very useful information, such as domain, definition (only English), context (English and Spanish), recommended options for translation, suggestions according to the purpose of the target text (legally binding documents as ‘instrumento’, or with no legal effect, a ‘document’), comments for translation, the degree of equivalence, and

\textsuperscript{17} IATE http://iate.europa.eu/SearchByQueryEdit.do
\textsuperscript{18} Reverso http://www.reverso.net/translationresults.aspx?lang=PT&direction=ingles-portugues
\textsuperscript{19} LAW10n http://lawcalisation.com/
phraseology. There is also an extensive list of links to legislation in both countries.

When it comes to use situations, the main group of users, legal translators, will need terminological resources to translate from British English to European Portuguese (or documents for Angola or Mozambique). Company incorporation documents are written in the language of the country where a company is founded. When multinationals or British companies decide to create a company in Portugal (subsidiary or otherwise) they need the incorporation documents (certificate of incorporation, articles of association, memorandum of association) translated into Portuguese for legal purposes. Besides, company executives, lawyers and business people need translations of these documents to understand the legal implications for the company.

The reasons for using terminology resources in legal translation, and in this case in company law, are linked to the fact that the UK and Portugal have two different legal systems. As Combüchen (2006) states, with legal translation it is about the degree of both linguistic equivalence between source and target language and the degree of equivalence between source and target legal systems. This means that to judge the level of equivalence between terms, translators need to understand the concepts in both systems and this implies a thorough process of microcomparison, for which the translator needs a lot of information, such as definitions and context examples in both the source and the target language. According to Sandrini (2014), the main user groups have common requirements: they “need to fully understand the legal concepts present in the source text, their legal implications and the way the concepts influence the meaning of the text” (p. 145).

It is up to translators to do the research to find correct equivalents but under the pressure of deadlines they do not have the time to carry out extensive research and time-consuming terminological (conceptual) comparisons to make reliable decisions (Matulewska, 2016; Šarčević, 1997). Moreover, terminology mistakes and inconsistencies in legal documents can be costly and cause companies and the
translator serious problems.

The survey that Durán-Muñoz (2010) carried out to identify the real needs of translators of specialised fields has very relevant results and they justify the need for this project in legal terminology and shed light into what translators of specialised domains require:

- The most common working specialised domain was law (36.57%), followed by business (34.83%)
- Translators prefer online results to any other type of result (56.47%)
- Translators prefer bilingual resources (39.45%) to monolingual resources in the target language and above all to multilingual resources

These results take us to the last item of this needs analysis—what kind of resources are more suitable for translators?

It is not surprising that translators prefer bilingual to monolingual resources, because what they need is to find a reliable equivalent to a term in a short period of time, as they almost always work under pressure because of tight deadlines. However, many authors of bilingual legal dictionaries do not seem to understand how legal translations are made, as a simple list of terms in the source language with one or more equivalent terms in the target language without further information is practically useless (De Groot & van Laer, 2006).

Besides, translators also prefer online resources or tools they can integrate into their workstation, in computer form. Therefore, a bilingual database is a very useful and fundamental resource in legal translation.

A very relevant question was asked in this survey sheds light into the type of information translators need and therefore takes us to the last point of this needs analysis, which is what kind of resources are more suitable: “What do you think a good terminological resource for translators should offer?” (p. 63). Translators indicated that clear and concrete definitions are essential (45.38% mentioned they wanted definitions in both source and target languages), as well as translation
equivalents (with an explanation—it is not clear in the article if this refers to the degree of equivalence). Domain specification and context were also part of essential and desirable information.

The kind of information translators need to make informed decisions on equivalents, particularly in legal translation, are definitions “that provide encyclopaedic information along with their translation suggestions (…) because they facilitate the comparative law research the translator needs to carry out” (van Laer, 2014, p. 75). If the information is provided in both the source and target language, it allows the translator to understand the concepts. Moreover, if the term record also provides information on the degree of equivalence, the translator has all the necessary information.

Therefore, terminological resources with extensive and comparative information on terms are invaluable sources of information. Several authors point out that there is a need for terminological resources in the legal area, that constitute reliable sources of information and supply information on the legal content of each concept, documenting and describing legal concepts within their natural environment (Galdia, 2017; Matulewska, 2016; Poon, 2010; Sandrini, 1999). Other important resources are typical collocations or phraseology, as they contribute to producing more natural translations (De Groot & van Laer, 2006).

Appropriate terminology resources in this area would contribute to streamlining communication between foreign business men aiming to establish a company in Portugal and Portuguese business men and official bodies and consequently foster investment. Besides, terminology development activities also contribute to language development and planning.

The termbase created in this project aims to address these needs, as we will be able to demonstrate below.
3.1.3 Corpus Selection and Preparation

Given the advances in corpus linguistics and the wide use of corpora for different purposes, namely terminology and translation, a terminology project could only be a corpus-driven project.

The corpus of this project is composed of specialised texts in British English and European Portuguese (comparable corpora) in the domain of company law (business incorporation) dating from the same period (recent legislation in company law), as this is a synchronic project.

The statistics for the English and Portuguese corpus are shown in Figure 1 and 2. The corpora documents can be found in Annex 4.

**Table 2 - Comparable Corpora Statistics**

<table>
<thead>
<tr>
<th>Language</th>
<th>Text</th>
<th>Size (word tokens)</th>
</tr>
</thead>
<tbody>
<tr>
<td>English</td>
<td>Companies Act 2006 - Parts 1 to 7</td>
<td>18,749</td>
</tr>
<tr>
<td>Portuguese</td>
<td>Código das Sociedades Comerciais</td>
<td>78,513</td>
</tr>
</tbody>
</table>

**Figure 3 - No. of word tokens English corpus – AntConc v. 3.4.4 (Anthony, 2014)**
These are legislative texts with a high degree of specialisation. They are homogenous texts as far as text types are concerned. As these are highly specialised corpora, the scope can be limited to a specific aspect and can be restricted to a text type (Zanettin, 2012). The author also claims that the more specialised the corpus, the more likely it will be that a typical term or phrase from the domain in question will reoccur. The main piece of company law legislation will cover the terms used and their context and will also point to conceptual relations.

As there was a need to reduce the scope of this research project, it was decided to use only part of the Companies Act 2006 “Parts 1 to 7 – The fundamentals of what a company is, how it can be formed and what it can be called” (Companies Act 2006 Explanatory Notes (n.d.)), which deals with company incorporation. As the Portuguese Código das Sociedades Comerciais (Procuradoria-Geral Distrital de Lisboa (n.d.) is organized in a completely different way from its English counterpart (it deals with general issues first and then with each type of company separately) the whole document was used. Since the English corpus is the document we will be using as a starting point to collect terms, and the Portuguese text will be used to
find equivalents, the fact that the Portuguese corpus is much bigger should not be an issue.

3.1.4 Term Extraction and Selection

For this corpus analysis the concordance software from Laurence Anthony, AntConc v. 3.4.4 (Anthony, 2014) was used. This is “a freeware corpus analysis toolkit for concordancing and text analysis” (Anthony, n.d.) composed of a Concordance Tool, a Concordance Plot Tool, a File View Tool, a Clusters/N-Grams tool, a Collocates tool, a Word List tool and a Keyword List tool. This software allows for the creation of a list of term candidates and to find concordances and phraseology.

The first step in corpus preparation was to convert PDF documents into plain text.

For this AntFileConverter v. 1.2.0 (Anthony, 2015) was used, which is “A freeware tool to convert PDF and Word (DOCX) files into plain text for use in corpus tools like AntConc.”. Headers, footers and section headers of both corpora files were deleted, as they would generate biased statistics of keywords.

For frequency-based corpus research, it is necessary to use a reference corpus, which is a set of texts from general domains, used as a comparison with the main corpus. The English reference corpus used was the BE06 Wordlist (P. Baker, n.d.) with 1,007,769 tokens and the Portuguese reference corpus is CETEMPúblico (Linguateca, n.d.-a). It is a corpus with about 180 million words in European Portuguese created in the scope of the project “Processamento computacional do português” and the daily newspaper Público, which started in 2000 (Linguateca, n.d.-a).

Stop word lists were also used in both languages (functional words like determiners, prepositions, pronouns, conjunctions) which are the most common
words used in a language to be filtered from the frequency analysis, otherwise they would appear in the frequency statistics for detecting terms. For English, the stopword list from Lextek (Lextek, n.d.) with 427 words was used. As far as Portuguese is concerned, the list from (Linguateca, n.d.-b) was used. However, it required some changes: on the one hand it had general language words such as “comissão”, which had been removed and should be there, bearing in mind it is a word used in general language, but it can also be a term; on the other hand, other words were added manually to the list (some pronouns, for example), as they kept appearing in the frequency statistics.

A keyword analysis was carried out, as well as concordance-based analysis of keywords. In linguistic quantitative analysis, a keyword is a word which appears very frequently or infrequently in comparison with a reference corpus. For keyword analysis, the log-likelihood (test for statistical significance) measure was used. There are two main types of measures for keyword analysis, the chi-squared or the log-likelihood. They are “null-hypothesis significance test statistics which have associated probability values (p-values)” (Pojanapunya & Todd, 2016, p. 13) and measure the frequency in a word. The literature on these two measures seems to indicate that log-likelihood is a more suitable measure for word frequency analysis (Paquot & Bestgen, 2009; Anthony, 2017).

3.1.4.1 English

The English corpus was analysed with AntConc (Anthony, 2014), starting with a keyword list sorted by keyness value. As the image shows, the analysis of the English corpus obtained 1020 candidate terms in the keyword list.
The procedure to select the terms from the keyword list generated in AntConc (Anthony, 2014) involved several stages:

a. A keyword list was generated.

b. The top 100 keywords were considered as a first cutoff point. The scarce literature on the subject provided three reasons for selecting this cutoff point:

1. “there is no popular consensus about cutoff points” (Baker, 2004, p. 351) in keyword analysis;

2. according to Pojanapunya & Todd (2016), the most common method is to select the top \( n \) words; and

3. “the most interesting keywords with the largest key values will appear at the top of the list” (Rayson, 2013, p. 1261).

Moreover, a manual check revealed the keyword list did not yield many terms after the cutoff point (a keyness value of 85.47) – only 5 terms (please see e) below).
c. The list of top 100 candidate terms was then analysed to select the terms, with a view to eliminating: keywords that were not terms, too general legal terms (e.g. section), keywords like Ireland, Wales (which occur in the corpus for obvious reasons). Out of these 26 terms were selected:

**Table 3 - Initial List of Terms – English**

<table>
<thead>
<tr>
<th>Initial List of Terms – English</th>
</tr>
</thead>
<tbody>
<tr>
<td>adjudicator</td>
</tr>
<tr>
<td>allotment</td>
</tr>
<tr>
<td>articles</td>
</tr>
<tr>
<td>capital</td>
</tr>
<tr>
<td>charity</td>
</tr>
<tr>
<td>company</td>
</tr>
<tr>
<td>constitution</td>
</tr>
<tr>
<td>contravention</td>
</tr>
<tr>
<td>director</td>
</tr>
</tbody>
</table>

d. With this initial list of terms, concordance searches were made, to find compound terms. The keyword list alone does not produce many terms, as most are compound terms. For this reason, the concordance feature was vital to retrieve a real list of terms. Baker (2004) claims that one should carry out a more inclusive analysis of concordances and collocations of individual keywords, so with the keyword in context function (KWIC) of AntConc (Anthony, 2014), concordance searches were made, to find compound terms. For some terms (e.g. company, register, wildcard searches were made, to obtain all the possible terms (with ‘compan*’ it is possible to get results for ‘company’ and ‘companies’. With ‘regist*’, it was possible to find the terms ‘registration’, ‘re-registration’, ‘registered office’, ‘register of directors’ ‘register of secretaries’, ‘registrar’. Lists of all the concordances made can be found in Annex 8.
Table 4 - List of Terms after Concordances – English

<table>
<thead>
<tr>
<th>List of Terms After Concordances - English</th>
</tr>
</thead>
<tbody>
<tr>
<td>adjudicator → company names adjudicator / main adjudicator</td>
</tr>
<tr>
<td>allotment → allotment of shares</td>
</tr>
<tr>
<td>articles → articles of association</td>
</tr>
<tr>
<td>capital → share capital / allotted share capital / called-up share capital / issued share capital</td>
</tr>
<tr>
<td>charity</td>
</tr>
<tr>
<td>companies → Companies Act / Registrar of Companies</td>
</tr>
<tr>
<td>company → company / company law / company constitution / company formation / company name / holding company / limited company / private company / private company limited by shares / private company limited by guarantee / private limited company / public company / public company limited by shares / unlimited private company / community interest company</td>
</tr>
<tr>
<td>contravention</td>
</tr>
<tr>
<td>director → director / shadow director / power of directors</td>
</tr>
<tr>
<td>enactment</td>
</tr>
<tr>
<td>entrenchment</td>
</tr>
<tr>
<td>incorporation → incorporation / certificate of incorporation</td>
</tr>
<tr>
<td>memorandum → memorandum of association</td>
</tr>
<tr>
<td>nominal → nominal value</td>
</tr>
<tr>
<td>officer</td>
</tr>
<tr>
<td>register → register of directors / register of secretaries / registered office</td>
</tr>
<tr>
<td>registration → registration / re-registration / application for registration</td>
</tr>
<tr>
<td>resolution → special resolution / negative resolution procedure / affirmative resolution procedure</td>
</tr>
<tr>
<td>seal → common seal / official seal</td>
</tr>
<tr>
<td>secretary → secretary / joint secretary</td>
</tr>
<tr>
<td>share → share / class of shares / share exchange / share certificate</td>
</tr>
<tr>
<td>statement → statement of capital and initial shareholdings / statement of guarantee / statement of compliance / statement of company’s proposed name</td>
</tr>
<tr>
<td>trustee → trustee in bankruptcy / trustee deed</td>
</tr>
</tbody>
</table>

e. After this list, a manual check of the keyword list was carried out, to check for the existence of terms that were not in the top 100 list. The following terms were also added to the list: subsidiary, subscriber, shareholder, member, and constitution.

f. Finally, to make sure that no term has been left due to the automatic extraction process (silence), the corpus document was reviewed manually. This review showed that there were no other relevant terms related to
company constitution and incorporation.

From the final list of candidate terms, a further selection was made, bearing in mind the domain delimitation – company constitution and incorporation. As an example, the term allotted share capital was part of the multi-word terms found through concordance search with the term capital. It was a candidate term initially. However, French, Mayson, & Ryan (2014) explain that “the concept of allotment is irrelevant to shares which are taken on formation of a company by the subscribers to its memorandum” (p. 165), therefore the term was removed from the list. Some legal terms that could be found in legal texts related to other domains were also removed from the final term list (e.g. resolution).

Table 5 - Final List of Terms – English

<table>
<thead>
<tr>
<th>Final List of Terms - English</th>
</tr>
</thead>
<tbody>
<tr>
<td>application for registration</td>
</tr>
<tr>
<td>articles of association</td>
</tr>
<tr>
<td>called-up share capital</td>
</tr>
<tr>
<td>certificate of incorporation</td>
</tr>
<tr>
<td>class of shares</td>
</tr>
<tr>
<td>community interest company</td>
</tr>
<tr>
<td>Companies Act</td>
</tr>
<tr>
<td>company</td>
</tr>
<tr>
<td>company constitution</td>
</tr>
<tr>
<td>company formation</td>
</tr>
<tr>
<td>company law</td>
</tr>
<tr>
<td>company name</td>
</tr>
<tr>
<td>director</td>
</tr>
<tr>
<td>holding company</td>
</tr>
<tr>
<td>incorporation</td>
</tr>
<tr>
<td>issued share capital</td>
</tr>
<tr>
<td>limited company</td>
</tr>
<tr>
<td>member</td>
</tr>
<tr>
<td>memorandum of association</td>
</tr>
<tr>
<td>nominal value</td>
</tr>
<tr>
<td>official seal</td>
</tr>
<tr>
<td>private company</td>
</tr>
<tr>
<td>private company limited by guarantee</td>
</tr>
<tr>
<td>private company limited by shares</td>
</tr>
<tr>
<td>private limited company</td>
</tr>
<tr>
<td>public company</td>
</tr>
<tr>
<td>public company limited by shares</td>
</tr>
<tr>
<td>registered number</td>
</tr>
<tr>
<td>registered office</td>
</tr>
<tr>
<td>Registrar of Companies</td>
</tr>
<tr>
<td>secretary</td>
</tr>
<tr>
<td>share</td>
</tr>
<tr>
<td>share capital</td>
</tr>
<tr>
<td>shareholder</td>
</tr>
<tr>
<td>statement of capital and initial shareholdings</td>
</tr>
<tr>
<td>statement of compliance</td>
</tr>
<tr>
<td>statement of guarantee</td>
</tr>
<tr>
<td>statement of proposed officers</td>
</tr>
<tr>
<td>subscriber</td>
</tr>
<tr>
<td>subsidiary</td>
</tr>
<tr>
<td>unlimited company</td>
</tr>
<tr>
<td>unlimited private company</td>
</tr>
</tbody>
</table>

We have a total of 42 terms to insert into the database. The terms of these list are indicative of the fact that “single-word terms are too polysemous and too generic and it is therefore necessary to provide the user with multi-word terms that represent finer concepts in a domain” (Bourigault & Jacquemin, 1999, p. 15). Most
of them are in fact compound terms.

### 3.1.4.2 Portuguese

a. With the English term list ready, it is now time to create a list of Portuguese terms with the Portuguese corpus. The Portuguese list of terms will be used to look for equivalents of the English terms. It is also necessary to create a keyword list, to do concordance searches, and to find equivalents later. With the same parameters, a keyword list was generated. When this list was analysed, it contained several functional words, as well as a lot of common lexical words, like numbers, months, and even some names (like Silva and Ferreira) which needed to be added to the original stop word list and then another keyword list was generated. It was necessary to add a complete list of determinants, adverbs and auxiliary verbs, which would appear mainly in the negative keyword list. One should also point out that the Portuguese corpus has not been updated to the new spelling norm and as such, both the reference corpus and the stop word list have kept the previous spelling system. From the original 195 words, the new stop word list went up to 420 words. With this new stop word list, a keyword list was generated (using the same parameters as the English one). The Portuguese group of negative keywords showed more common words that its English counterpart, which could be due to the fact that the Portuguese corpus is much longer. The Portuguese keyword list can be found in Annex 7.

b. From the Top 100 keywords, the following candidate terms were selected:
Table 6 - Initial List of Terms – Portuguese

<table>
<thead>
<tr>
<th>Term/Word</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>accionista</td>
<td>credor</td>
</tr>
<tr>
<td>administração</td>
<td>deliberação</td>
</tr>
<tr>
<td>administrador</td>
<td>destituição</td>
</tr>
<tr>
<td>amortização</td>
<td>disposição</td>
</tr>
<tr>
<td>aquisição</td>
<td>dissolução</td>
</tr>
<tr>
<td>assembleia</td>
<td>emissão</td>
</tr>
<tr>
<td>auditoria</td>
<td>entrada</td>
</tr>
<tr>
<td>capital</td>
<td>exercício</td>
</tr>
<tr>
<td>comandita</td>
<td>firma</td>
</tr>
<tr>
<td>conselho</td>
<td>fiscal</td>
</tr>
<tr>
<td>consentimento</td>
<td>fiscalização</td>
</tr>
<tr>
<td>contrato</td>
<td>fusão</td>
</tr>
<tr>
<td>...</td>
<td>...</td>
</tr>
</tbody>
</table>

The keyword list had some plural forms of some terms, which were not included in this list, but concordance searches were also made with plural terms. The list of concordances with ‘sociedade’ and a wildcard generated 1837 hits and it was important to generate the types of companies of the Portuguese system. The concordances of the Portuguese terms can be found in Annex 8.

Table 7 - List of Terms and Concordances – Portuguese

<table>
<thead>
<tr>
<th>Term/Word</th>
<th>Concordances</th>
</tr>
</thead>
<tbody>
<tr>
<td>assembleia</td>
<td>assembleia geral / assembleia especial de accionistas / assembleia de obrigacionistas / assembleia constitutiva</td>
</tr>
<tr>
<td>capital</td>
<td>capital social / capital próprio</td>
</tr>
<tr>
<td>comissão</td>
<td>comissão de auditoria</td>
</tr>
<tr>
<td>conselho</td>
<td>conselho geral e de supervisão / conselho fiscal / conselho de administração / conselho de administração executivo / conselho fiscal</td>
</tr>
<tr>
<td>entrada</td>
<td>entrada em espécie / entrada em dívida</td>
</tr>
<tr>
<td>exercício</td>
<td>contas do exercício / resultado líquido do exercício / lucro do exercício</td>
</tr>
<tr>
<td>firma</td>
<td>firma da sociedade</td>
</tr>
<tr>
<td>órgão</td>
<td>órgão de fiscalização / órgão de administração</td>
</tr>
<tr>
<td>participação</td>
<td>participação social</td>
</tr>
<tr>
<td>registo</td>
<td>Registo Comercial</td>
</tr>
</tbody>
</table>
responsabilidade → responsabilidade limitada / responsabilidade ilimitada / responsabilidade solidária

revisor → revisor oficial de contas

social → sede social / objecto social / segurança social / contrato social

sociedade(s) → Código das Sociedades Comerciais / constituição de sociedade / dissolução da sociedade / objeto da sociedade / sede da sociedade / sociedade anónima / sociedade cindida / sociedade coligada / sociedade de participações / sociedade de responsabilidade limitada / sociedade de responsabilidade ilimitada / sociedade dependente / sociedade direitora / sociedade dissolvida / sociedade dominante / sociedade em comandita por ações / sociedade em comandita simples / sociedade em nome colectivo / sociedade emitente / sociedade extinta / sociedade fundida / sociedade incorporada / sociedade incorporante / sociedade participante / sociedade por quotas / sociedade subordinada / sociedade unipessoal por quotas / sociedades comerciais / sociedades emitentes de valores mobiliários / contrato de sociedade

subscrição → subscrição pública / subscrição particular

voto → direito de voto / declaração de voto

c. The Portuguese corpus was then reviewed, to check for terms related to company incorporation.

Other terms found: certidão de registo commercial, subscritor, denominação, número de matrícula no registo comercial.

The final list of terms in European Portuguese has 37 terms.

Table 8 - Final List of Terms – Portuguese

<table>
<thead>
<tr>
<th>Final List of Terms - Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>accionista</td>
</tr>
<tr>
<td>administrador</td>
</tr>
<tr>
<td>certidão de registo comercial</td>
</tr>
<tr>
<td>Código das Sociedades Comerciais</td>
</tr>
<tr>
<td>Conselho de administração</td>
</tr>
<tr>
<td>Conservatória do Registo Comercial</td>
</tr>
<tr>
<td>constituição de sociedade</td>
</tr>
<tr>
<td>contrato de sociedade</td>
</tr>
<tr>
<td>contrato social</td>
</tr>
<tr>
<td>denominação da sociedade</td>
</tr>
<tr>
<td>entrada em espécie</td>
</tr>
<tr>
<td>firma da sociedade</td>
</tr>
<tr>
<td>gerência</td>
</tr>
<tr>
<td>gerente</td>
</tr>
<tr>
<td>número de matrícula registo comercial</td>
</tr>
<tr>
<td>objecto da sociedade</td>
</tr>
</tbody>
</table>
d. With two final lists of terms, the next step is to find definitions, contexts and other information for the English terms. To check if these cover the proposed domain and to understand them in the system, it is necessary to organize the concept system. This will be invaluable to establish the relationships between the concepts, as well as to analyse terminologies of different systems (contrastive terminology).

3.1.5 Concept Systems

Ritter (2018) claims that concept maps or systems are visual maps that show us the way and allow us to navigate the complexity of the law with colour, shape, structure, and relationships, to communicate and transfer knowledge.

Organising a concept system is a very complex step in the creation of terminological resources (second only to contrastive terminology), but it is indispensable. Arntz et al. (2014) claim that for bilingual terminology work, creating a concept system for each language is an essential requirement for comparison. This is fundamental in legal terminology work, given the system-bound nature of legal terminology and the need for microcomparison.

As referred previously, this project follows a semasiological process initially, as it is corpus-driven, with terminology extraction and term lists preceding the creation of the concept system. The point of start is the text and the final list of terms, with a view to finding the concepts and the relations between and representing the corresponding domain. Santos & Costa (2015) describe a procedure to create concept systems resorting to the onomasiological method, as well as resorting exclusively
to specialised texts (semasiological) and then compared the results. Both methods produced similar concept systems. The reasoning behind the semasiological method is that “concepts as cognitive units that represent knowledge are created in discourse through semantic networks (…)” (p. 171).

For this project an identical method was used: the concept systems were created with the final term lists in English and Portuguese.

For the English concept system, several sources were used, including company law text books and reliable sources on the Internet. A search on the Internet allowed us to find a very interesting and useful type of resource available for English law students: LawMindMaps.com (n.d.) (please see description below under 3.1.7.1 Secondary Sources of Information – English). These maps were an invaluable source to validate the English concept system, as it was not possible to have it validated by an English legal expert. Another important source of information was the Companies House website and the templates for incorporation documents.

An identical procedure was followed to create the Portuguese system. This was validated by a Portuguese legal expert. The representations of the concept systems can be found in Annex 2.

3.1.6 Creating the Termbase Structure

“Terminology management can only be efficient today with the help of electronic data processing” (Schmitz, 2007). For the termbase, SDL Multiterm 2017 (Version SR1 14.1.2471.5, 2017) was used. Multiterm is a “concept-oriented system, which means that each termbase entry corresponds to a single concept” (SDL Multiterm, 2017). This software allows users to create termbases from scratch or use predefined models to start a termbase. It is an independent terminology management which integrates seamlessly into SDL Trados Studio.

---

20 Companies House https://www.gov.uk/government/organisations/companies-house
memory software) (2017). This means translators can use it during the translation and/or revision stages of documents, to check terminology, definitions and other information, as well as do real-time terminology work (adding new terms to the database).

The creation of the termbase structure in SDL Multiterm (2017) followed the user needs established under 3.1.2 User Groups and Needs Analysis, so that the different fields and data categories match the information required by the main user group, translators.

The term record structure of the software has been created as follows:

**Figure 6 - Termbase Structure - (SDL Multiterm, 2017)**

<table>
<thead>
<tr>
<th>Languages</th>
</tr>
</thead>
<tbody>
<tr>
<td>English (United Kingdom)</td>
</tr>
<tr>
<td>Portuguese (Portugal)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Entry Structure</th>
<th>Mandatory</th>
<th>Multiple</th>
</tr>
</thead>
<tbody>
<tr>
<td>Created on</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Subject Field</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Language level</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Definition</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Definition Source</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Context</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Context Source</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Level of Equivalence</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Phrasology</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<p>| Descriptive Fields:              |           |          |</p>
<table>
<thead>
<tr>
<th>Name</th>
<th>History</th>
<th>Type</th>
<th>PickList Values</th>
</tr>
</thead>
<tbody>
<tr>
<td>Created</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Created Source</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Context</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Definition</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Definition Source</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Level of Equivalence</td>
<td>PickList</td>
<td>Full Inclusive</td>
<td>Functional Inclusive</td>
</tr>
<tr>
<td>Note</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Part of Speech</td>
<td>PickList</td>
<td>noun</td>
<td>adjective</td>
</tr>
<tr>
<td>Phrasology</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Subject Field</td>
<td>Text</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

The figure above shows an example of the termbase record which will allow
us to see in detail what kind of information has been included. At entry level, all the fields are automatic data categories, which means they are generated by the system and not filled in manually by the user (ISO, 2012): entry number and created on fields. The other fields and open text fields, except for two fields: level of equivalence (picklist field with three options: full equivalence, functional equivalence and non-equivalence) and part of speech (picklist field: noun, verb, adjective). The latter is intended to be used at a later stage of this project, after the PhD).

As stated in the needs analysis, translators need detailed information on concepts to be able to make correct terminology choices. As such, each term record has the term in English, followed by a definition with the indication of the source of the definition. This also allows users to access even more information for their research.

The definitions provided are all from reliable sources in company law in both languages. No attempt was made at creating definitions from the point of view of classic terminology (e.g. intensional definitions). The main criteria in the search for suitable definitions was first a reliable source in the field of company law and then a definition from a real source that would include as many concept characteristics as possible and at the same time one that would be clear and easy to understand for a translator who is not a lawyer (basically, encyclopaedic information). Often texts books and resources for law students, (as mentioned in 3.1.7 Collecting Information below) are excellent sources to obtain simplified, clear and concise information, as the main objective of these resources is to define/explain concepts. Apart from being written by experts, their main target group are students (people learning about the field).

Whenever possible, definitions were collected from the corpus. Sometimes, this was not possible for two reasons: either they were not very clear, or the definitions were negative, e.g. “A ‘private company’ is any company that is not a public company.” (Companies Act 2006, 2006, p. 2). According to Pic (2007),
the legal definition usually starts with a negative statement. This type of definition is not helpful in the scope of this project, as it would not allow a translator to understand the concept. Besides, the ISO (2009) explains that negative definitions are deficient definitions and that “a definition shall describe what a concept is, not what it is not” (p. 33).

Definitions are given in both languages where there is a full or functional equivalent to a concept. Otherwise, there is only the definition for the English concept and none for Portuguese, as it does not exist in the Portuguese legal system. The same applies to the Context field.

As far as the Context field is concerned, the objective was to look for context segments that would explain the concept further (“knowledge-rich contexts” (Meyer & Mackintosh, 1996, p. 275)) and provide real examples of the use of the term, as “terms not only represent specialized concepts, but also have syntax and collocational patterns within general language” (Faber Benitez, 2009, p. 108). The term record for public company and the Portuguese equivalent term sociedade aberta, the definition of the term in Portuguese also introduces the term de capital aberto, which is given as a synonym in the Notes field. The context for this term shows a common collocation with the term sociedade aberta: perda da qualidade de sociedade aberta with the functional equivalent term in English (delisting). The Notes field also indicates that there is a false friend for public company which is empresa pública with a definition of this term so that the difference is clear to the user.

As a translator I consider that this information is extremely useful and contributes to using correct terminology and using the expressions that are natural to a native speaker and therefore will contribute to producing natural translations.

The term entry for public company is a good example of the information we tried to collect and include, which allows translators to make decisions on terminology without having to do extensive research:
For the degree of the equivalence, the ISO (2009) standard recommends the use of the following categories: narrower, equivalent, quasi-equivalent (or near-equivalent), broader, equivalent phrase. However, as we are dealing with legal terminology and the approach is based on Gémar (2015) and Šarčević (1997), the categories of full equivalence, functional equivalence, and non-equivalence were considered more suitable (and were included as a pick list in the field Degree of equivalence).

3.1.7 Collecting Information

Bearing in mind the culture-bound nature of legal terminology, it is important to also include examples of the term used in context, collocations, phraseology. Along with definitions, this information will help users make decisions on which term to use. Besides, information on incorrect term use is also relevant.

The following sources of information were used:

1. Primary source: the corpora documents;
2. Secondary sources: handbooks, text books, monolingual specialised
dictionaries and databases, specialised websites. As the corpus is composed of highly specialised texts (legislative texts), it was necessary to resort to sources which are suitable for non-experts who are trying to get acquainted with the domain, other dictionaries, databases and websites), as these will contain relevant information to include in definitions and contexts, which will also contribute to understand conceptual relations and make conceptual comparisons to find equivalents.

3.1.7.1 Secondary Sources of Information – English

**Companies Act – Explanatory notes**²¹. The explanatory notes provide additional information to assist the reader to understand the Act and contain definitions and explanations of the concepts.

**Official websites** – Companies House ²² – a website managed by the government of the UK, with all the information to start, run, and close a company. There are several PDF guides and forms, as well as detailed information on company types and procedures to set up a company. On the website it is also possible to find model articles of association and other incorporation documents for different types of companies, which are also a good source of definitions and contexts. These have been added to Annex 3.

**Handbooks and textbooks on company law** – there are many books on the subject for law students and professionals. Examples of good reference guides are French, Mayson, & Ryan (2014) and McLaughlin (2015), as well as books and study guides for undergraduate law students (Davies, 2010; Roach, 2014).

**Specialised websites** – websites like Company Law Club²³ run by companies that provide company law and incorporation services are also a good source of

---

²² Companies House https://www.gov.uk/government/organisations/companies-house
²³ Company Law Club https://www.companylawclub.co.uk/
information and more general legal websites like LawTeacher24. However, these sources should be carefully selected: one should not use American English websites, as the USA has a different legal system. Besides, the reliability of these sources should be checked, as not all information on the Web is reliable.

The European Union also publishes information on starting a business in member countries. The page Starting a business in Portugal25 is also useful. As it is in English, it is interesting to check the equivalents they used for Portuguese company types.

‘Doing business’ guides – several accounting forms and business advisers publish guides on doing business in several countries. HLB International Doing Business in Booklets26 also have a booklet (PDF file) dedicated to the UK and Portugal, which are very useful. The booklet on Portugal was useful to check how they translated company types into English, even though it should be used with caution as far as equivalents are concerned.

LawMindMaps – These are colour A1 size printed sheets, “map study aids” for students taking law degrees, to help them “remember information and structure content” (How to use LawMindMaps, n.d.). The Business Law (n.d.) maps Creating a Company (n.d.) and Business Structures (n.d.) were particularly useful for the domain of this project, as they structure all the steps to create a company and all company types of the English system.

Discussion groups and glossaries – ProZ.com: Freelance Translators & Translation companies 27 where you can find a term search feature and ask for translation help, mainly for specialized terms.

24  LawTeacher https://www.lawteacher.net/
27  Proz https://www.proz.com/
3.1.7.2 Sources of information – Portuguese

**Official websites** – websites managed by the Portuguese government: Portal do Cidadão – Empresa Online\(^{28}\), Empresa na Hora\(^ {29}\), and aicеп Portugal Global\(^ {30}\). Websites where one can set up a company, with information and documents. The latter contains a long and detailed FAQ section with extensive information on company types. This website has an English version, which did not seem to be reliable to check equivalents. It was also possible to retrieve document templates of incorporation documents from these sources. These were added to Annex 3 for reference.

**Handbooks and textbooks on company law** – examples of Portuguese handbooks used were Cunha (2016) and Abreu (2016). Company law lesson notes documents like Carvalho & Silva (2013) were also useful.

**Specialised websites** – websites managed by private companies, generally consultants and advisers, with information and services on company incorporation and management: PME.PT\(^ {31}\), Saldo Positivo\(^ {32}\), NewCo\(^ {33}\), Portal dos incentivos\(^ {34}\). In this case, it is also necessary to select websites from Portugal (pt domain), as the Brazilian legal system is different.

3.1.8 Contrastive Terminology

This is undoubtedly the most complex and time-consuming step of the whole process. Finding equivalents for concepts belonging to two very different legal

---

29 Empresa na Hora http://www.empresanahora.mj.pt/ENH/sections/PT_inicio.html
31 PME.PT http://pme.pt/
32 Saldo Positivo http://saldopositivo.cgd.pt/empresas/quais-formas-de-constituicao-de-uma-empresa/
33 NEWCO http://www.newco.pro/pt/constituicao-de-empresas
cultures is indeed a challenge that involves hours of thorough research, extensive reading and collecting information. Besides, it requires being humble and not making any assumptions. As Mattila (2006) says, there is an “illusory comprehension of legal terms” (p. 101). This is particularly relevant for translators who are not legal experts (as is probably the case of at least half legal translators (it was not possible to find statistics on the exact percentage) and my own).

Bearing in mind the movement of capital, companies and people that characterises globalisation, the approach we are going to follow is a very pragmatic one. It simply does not accept the idea that something is so complicated or different that it cannot be translated into a different system. This would take us nowhere.

The ideas conveyed in an article written by a reputed legal expert, Cordeiro (2010), where he compares the law of obligations in different legal systems were a source of inspiration:

• Comparative law is a necessary tool to know, understand and apply foreign law;
• Comparative law is fundamental in the current context of European harmonisation;
• The human brain deals basically with simple concepts: a valid phenomenon for educators, legislators and scientists;
• Communicating a concept means transmitting the correspondent linguistic representation; and
• Concepts are leveraged by language.

These ideas can be applied to terminology projects in the domain of company law: using comparative law as a tool, particularly microcomparison, which researchers also advocate (Chiocchetti, Ralli, et al., 2013; Engberg, 2015; Jopek-Bosiacka, 2013b; Šarčević, 1997). It is also true that comparative law plays an important part in the context of European law harmonisation.

The other ideas are very appealing and deal with the cornerstone of
terminology work, the concept: concepts are conveyed through language (terms), and the notion that the human brain deals with simple concepts. In our view this is very relevant for two reasons: first, as concepts are leveraged by language, we cannot ignore language and treat concepts only as abstract entities. Second the fact that concept analysis is crucial in legal translation to establish whether there is equivalence between concepts from different legal systems. Finally, the notion of simplicity. The approach of this process has been to simplify in order to arrive at correct translation solutions.

We are going to describe the strategy followed to look for an acceptable equivalent concept in the Portuguese system, despite the differences. We resorted to contrastive terminology analysis and microcomparison (Chiocchetti, Ralli, et al., 2013; Engberg, 2015; Jopek-Bosiacka, 2013b; Šarčević, 1997): comparing each set of concepts in the English and Portuguese legal systems, using definitions and contexts collected for the termbase, resorting to legal experts and analysing their characteristics with a view to ascertaining the degree of equivalence. Just like Galdia (2017) states “The legal translator will need help in situations where also legal comparatists have their problems, e.g. finding equivalents (…)” (p. 174).

To this purpose, the main process was to identify the characteristics of the concepts and compare them with the concepts of the Portuguese system. This is a pragmatic approach which allows us to find an equivalent term (or not, as the case may be) in the target system. Cao (2007) and Gémar (2015) claim that there is no point in trying to look for the perfect equivalence and Gémar (2015) further states that functional equivalence has been the preferred solution for decades in comparative law.

The translation of legal information and functional equivalence are central issues in comparative law (De Groot, 2006; Kalmo, 2006) and these are very useful methodologies in contrastive terminology. Besides, the advantage of using functional equivalents when possible is the fact that “natural equivalents are terms
that naturally exist in the target legal system” (Šarčević, 1997, p. 234).

The concept systems were also useful for this stage of the project, as the position of the concept in the system is also indicative of a possible equivalence or the lack of it. Concept systems are also ways of simplifying complex domains of knowledge.

The statistics on concept equivalence are as follows:

Table 9 - Degree of Equivalence (concepts, no. of concepts and percentages)

<table>
<thead>
<tr>
<th>Full equivalence - 6 concepts 14.29%</th>
<th>Functional equivalence – 24 concepts 57.14%</th>
<th>Non-equivalence - 12 concepts 28.57%</th>
</tr>
</thead>
<tbody>
<tr>
<td>class of shares</td>
<td>articles of association</td>
<td>application for registration</td>
</tr>
<tr>
<td>nominal value</td>
<td>called-up share capital</td>
<td>community interest company (CIC)</td>
</tr>
<tr>
<td>registered office</td>
<td>certificate of incorporation</td>
<td>memorandum of association</td>
</tr>
<tr>
<td>secretary</td>
<td>Companies Act</td>
<td>private company limited by guarantee</td>
</tr>
<tr>
<td>subsidiary</td>
<td>company</td>
<td>private company limited by shares</td>
</tr>
<tr>
<td>unlimited company</td>
<td>company constitution</td>
<td>private limited company</td>
</tr>
<tr>
<td></td>
<td>company formation</td>
<td>public company limited by shares</td>
</tr>
<tr>
<td></td>
<td>company law</td>
<td>statement of capital and initial shareholdings</td>
</tr>
<tr>
<td></td>
<td>company name</td>
<td>statement of compliance</td>
</tr>
<tr>
<td></td>
<td>director</td>
<td>statement of guarantee</td>
</tr>
<tr>
<td></td>
<td>holding company</td>
<td>statement of proposed officers</td>
</tr>
<tr>
<td></td>
<td>incorporation</td>
<td>unlimited private company</td>
</tr>
<tr>
<td></td>
<td>issued share capital</td>
<td></td>
</tr>
<tr>
<td></td>
<td>limited company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>member</td>
<td></td>
</tr>
<tr>
<td></td>
<td>official seal</td>
<td></td>
</tr>
<tr>
<td></td>
<td>private company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>public company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>registered number</td>
<td></td>
</tr>
<tr>
<td></td>
<td>registrar of companies</td>
<td></td>
</tr>
<tr>
<td></td>
<td>share</td>
<td></td>
</tr>
<tr>
<td></td>
<td>share capital</td>
<td></td>
</tr>
<tr>
<td></td>
<td>shareholder</td>
<td></td>
</tr>
<tr>
<td></td>
<td>subscriber</td>
<td></td>
</tr>
</tbody>
</table>
3.1.8.1 Full Equivalence

This is the smallest group of concepts (6 concepts – 14.29%), which is not surprising, given that we are dealing with two very different systems. Some of these are related to international business concepts which were imported into the Portuguese system (this is one of the examples De Groot & van Laer (2006) give as rare cases near full equivalence in legal translation).

To show how the comparison was made, the main characteristics of the concepts were identified and compared.

Class of shares

Table 10 - Microcomparison class of shares and categoria de acções

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>class of shares</td>
<td></td>
<td></td>
</tr>
<tr>
<td>shares with the same rights and liabilities</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

Nominal value

Table 11 - Microcomparison nominal value and valor nominal

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>nominal value</td>
<td></td>
<td></td>
</tr>
<tr>
<td>the value attached to a share when issued</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

Class of shares and nominal value is related to shareholdings and the stock exchange and therefore it is no surprising that it was possible to find a full equivalent in the Portuguese system, as these are an imported concepts.
Registered office

Table 12 - Microcomparison registered office and sede social

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>registered office</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

This is not a complex concept and with definitions and contexts it was easy to find their Portuguese counterparts. The Código das Sociedades Comerciais (Procuradoria-Geral da República (n.d.) has two terms for this concept, therefore the synonym sede da sociedade was included in the Notes field.

Secretary

Table 13 – Microcomparison secretary and secretário da sociedade

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>secretary</td>
<td>✓</td>
<td>secretário da sociedade</td>
</tr>
<tr>
<td>responsible for various administrative duties</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>private companies (optional), public companies must have one</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

The functions of a secretary and the company types are the same, there is full equivalence.
Subsidiary

Table 14 - Microcomparison *subsidiary* and *filial*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>subsidiary</td>
<td></td>
<td>filial</td>
</tr>
</tbody>
</table>

Here, again, as the concept was imported, there is full equivalence. Even though the term *subsidiária* exists and it is used widely, we decided to use the equivalent term found in the Portuguese legislation, *filial*, and indicate in the Notes field that *subsidiária* is also used in general business contexts, namely in accounting.

Unlimited company

Table 15 - Microcomparison *unlimited company* and *sociedade de responsabilidade ilimitada*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>unlimited company</td>
<td>unlimited company</td>
<td>sociedade de responsabilidade ilimitada</td>
</tr>
</tbody>
</table>

shareholders are responsible for all the debts and liabilities of the company

This generic concept for one of the main characteristics of companies in the English system, matches the Portuguese system, so we can say the concepts are full equivalents.

3.1.8.2 Functional Equivalence

As for the 24 functional concepts, they account for 57.14% of the term
records of this database. The tables below compare the characteristics of each pair of concepts and show that for most of the main characteristics the concepts are identical, therefore we can ascertain that there is functional equivalence.

**Articles of association**

**Table 16 - Microcomparison articles of association and contrato de sociedade**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Articles of association</th>
<th>Portuguese Contrato de sociedade</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constitutional document</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>It creates a contract between a company and its members</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>It is a public document</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>company name</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>company’s objects</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>(it may but does not have to)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>share capital and shareholdings</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>issue and transfer of shares</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>board and shareholder meetings</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>appointment, powers and duties of directors</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

If we look at the characteristics and the examples of the documents in the English and Portuguese system, their function is the same. However, there is one difference, the articles of association no longer have to contain company’s objects. Until September 2009 every company had to state its objects in the old-style memorandum (French et al., 2014). However, its Portuguese counterpart must contain company’s objects. This is a case of textual equivalence, as (Sandrini, 1999) describes it.
Moreover, the Código das Sociedades Comerciais (Procuradoria-Geral da República (n.d.) also uses ‘contrato social’ as a synonym and in the general literature we also find the term ‘pacto social’ to designate the same concept. So, in the Portuguese system, there are synonyms for ‘contrato de sociedade’: ‘contrato social’, pacto social and ‘estatutos’. However, the term with the highest number of occurrences in the Portuguese Companies Act is ‘contrato social’ (241 occurrences, as opposed to 17 for ‘contrato social’ and 18 for ‘estatutos’). The term ‘pacto social’ does not appear in the Portuguese Companies Act but it does appear in official websites such as Empresa na Hora35 and Portal do Cidadão36 Consequently, the information was added to the term record, under the field Notes.

Figure 8 - Termbase entry articles of association – (SDL Multiterm, 2017)

The concepts of memorandum of association and articles of association can be confused, as under the Companies Act 2006 the memorandum of association has changed and serves another purpose: it is a statement confirming that the subscribers to the memorandum wish to form a company and become members of that company on formation. The definition that was added to the term record explains this:

35 Empresa na hora http://www.empresanahora.mj.pt/ENH/sections/PT_pactos.html
The document which under predecessor companies acts set out the basic details of a company: name, place of incorporation, objects, liability of the members and authorised share capital but under the Companies Act 2006 is a shorter document containing the names of the initial subscribers for shares and their agreement to form a company. (McLaughlin, 2015, p. 89)

So, there was a change in the concept of memorandum of association and the translator needs to be aware of this fact. For companies incorporated before the Companies Act 2006, the memorandum was a more detailed document which included the company’s name, its registered Office, the company’s objects, the liability of its members, and the authorized share capital. It is nevertheless a concept for which there is no equivalence in the Portuguese system but the translation equivalent for the former memorandum should be different from the translation of the current document type (please see the entry for this term record). This is a good example of what Gémar (2015) states when he says that each term bears the history of the corresponding concept, which the translator needs to trace back and analyse diachronically in order to understand it and reproduce synchronically in the target text.

**Called-up share capital**

**Table 17 - Microcomparison called-up share capital and capital subscrito**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>called-up share capital</td>
<td></td>
<td>capital subscrito</td>
</tr>
<tr>
<td>subscribed capital (called-up, paid-up without being called, paid-up or unpaid)</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

This was one of the most difficult concepts to deal with, requiring a kind of
‘detective’ work to arrive at a solution for translation. This is not because there was no equivalent term in the Portuguese system. Some concepts and terms related to shares in private and public companies have been imported into the Portuguese system through terminology that originated in the USA or in the UK. They end up being regulated by European law through directives that need to be incorporated into the different national legal systems of EU Member States. Besides, the literature related to the stock market and accounting also use them for obvious reasons and Internet sources use and spread inconsistent terminology.

The first step is to find a clear definition of the concept. With this term the first issue was the fact that there were different definitions for this concept:

Several sources, Oxford Reference\(^{37}\), Gubby (2016), and the Business Dictionary\(^ {38}\) (which are considered reliable sources) indicated that this term meant the same as \textit{paid-up share capital}. Then we have other sources, like Investopedia\(^ {39}\) that again indicate a different concept:

\begin{quote}
Depending on the jurisdiction and the business in question, some companies may issue shares to investors with the understanding they will be paid at a later date. This allows for more flexible investment terms and may entice investors to contribute more share capital than if they had to provide funds up front. The amount of share capital owed by shareholders, but has not yet been paid, is referred to as called-up capital.
\end{quote}

Therefore, according to sources that are supposed to be reliable like the ones we have just cited, we have opposing concepts: on the one hand, called-up share capital means paid-up share capital and on the other hand it means capital that has been called but not paid yet.

\begin{itemize}
\item \(^{37}\) Oxford reference http://www.oxfordreference.com/search?q=called-up+share+capital&searchBtn=Search&isQuickSearch=true#
\item \(^{38}\) http://www.businessdictionary.com/definition/called-up-share-capital.html
\item \(^{39}\) https://www.investopedia.com/ask/answers/073015/what-difference-between-calledup-share-capital-and-paidup-share-capital.asp
\end{itemize}
The Companies Act 2006 (The National Archives (n.d.)) has a different definition of this term:

In the Companies Acts – “called-up share capital”, in relation to a company, means so much of its share capital equals the aggregate amount of the calls made on its shares (whether or not those calls have been paid), together with –

a. any share capital paid up without being called, and

b. any share capital to be paid on a specified future date under the articles, the terms of allotment of the relevant shares or any other arrangements for payment of those shares; and

c. “uncalled share capital” is to be construed accordingly.

(Article 547, pp. 265-6)

This is a rather confusing definition, which indicates that the concept includes share capital that has been called-up, paid or unpaid, paid without being called-up or to be paid at a future date.

However, a very reliable source gives us a clearer definition and explains the difference between called-up share capital and paid-up share capital:

The called-up share capital of a company is the amount actually contributed to its share capital plus amounts presently due to be contributed by members. Such amounts may arise either because the company has called for further contributions from holders of partly-paid shares, or because members agreed to pay for their shares in instalments and the instalments are due on fixed dates. The paid-up share capital of a company is the amount actually contributed for its issued shares, excluding share premium. (French et al., 2014, p. 177)

As this project uses the Companies Act 2006 (The National Archives (n.d.))
as a corpus and it is dealing with the British and Portuguese systems, the decision made was to consider the concept described in the British system Companies Act 2006 (The National Archives (n.d.)), which French et al. (2014) define so clearly. Besides, the definition of paid-up share capital allows us to understand it is not a synonym of called-up share capital. The corresponding translation option is a more general term, simply subscribed capital—capital subscrito. As the Portuguese definition indicates it means paid and unpaid subscribed capital.

Then we have European Directive 2013/34/EU (2013), where the concept seems to be the same as the one indicated in Investopedia (n.d.): Capital that the shareholders have been asked (called) to pay but that has not been paid up yet. This is the concept underlying the Portuguese translation of this directive: capital subscrito, exigido, mas não realizado (subscribed capital that has been called-up but has not been paid up yet).

Even though the Directive uses subscribed capital and not called-up share capital, the concept is the same, as we can see in this definition of called-up share capital from yet another source:

The Company may not need to receive the entire amount of capital of capital at once. It may call up only part of the subscribed capital as and when needed in instalments. Thus, the called-up capital is the part of „subscribed capital which the company has actually called upon the shareholders to pay. Called-up capital includes the amount paid by the shareholder from time to time on application, on allotment, on various calls such as First Call, Second Call, Final Call etc. The remaining part of subscribe capital not yet called up is known as Uncalled Capital. (GKTODAY⁴⁰)

To check whether this concept was consistent in the different language versions of this directive, the Spanish, French, and German version were also compared.

⁴⁰ https://www.gktoday.in/gk/meaning-and-types-of-share-capital/
Here are the different terms:

Table 18 - Versions in English, Portuguese, Spanish, French, and German for *subscribed capital, called but not paid* from the European Directive 2013/34/EU (2013)

<table>
<thead>
<tr>
<th>Term</th>
<th>EN</th>
<th>PT</th>
<th>ES</th>
<th>FR</th>
<th>DE</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Term</strong></td>
<td>subscribed capital called but not paid</td>
<td>capital subscrito, exigido, mas não realizado</td>
<td>capital suscrito, exigido pero no desembolsado</td>
<td>capital souscrit, appelé mais non versé</td>
<td>gezeichnetes Kapital, das eingefordert, aber noch nicht eingezahlt ist</td>
</tr>
<tr>
<td><strong>Concept</strong></td>
<td>subscribed, called-up but unpaid</td>
<td>subscribed, called-up but unpaid</td>
<td>subscribed, called-up but unpaid</td>
<td>subscribed, called-up but unpaid</td>
<td>subscribed, called-up but unpaid</td>
</tr>
</tbody>
</table>

Even though the European Directive uses the term *subscribed capital* instead of simply *called-up capital*, the concept is the same (as called-up capital is subscribed capital that has been called-up).

To further complicate matters, the piece of Portuguese legislation that transposes this directive into Portuguese law (Diário da República Eletrónico, n.d.) uses the term *capital subscrito mas não realizado* (subscribed capital that has not been paid) omitting the *called-up* part of the concept. For some reason, legislators opted for a more general concept.

In the Notes field of the term entry, the term and the Portuguese translation adopted by the EU in the Directive 2013/34/EU (2013) are given as well.
Figure 9 - Termbase entry called-up share capital – (SDL Multiterm, 2017)

Certificate of incorporation

Table 19 - Microcomparison certificate of incorporation and certidão de registo comercial

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>Certificate of incorporation</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>Certificate of incorporation the name and registration number of the company, date of incorporation, type of company and registered office</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>All the records of a company</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

These two certificates differ in the information they provide. The English certificate is a one-page document containing the information mentioned above, whereas the Portuguese certificate contains all the updated records on the company. As the main characteristics are identical, they can be considered functional equivalents, as they are textual equivalents, with very “similar scope and purpose” (Sandrini, 1999).
Companies Act

Table 20 - Microcomparison *Companies Act* and *Código das Sociedades Comerciais*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>main statute containing company law</td>
<td>✔</td>
<td>There are several other sources of company law</td>
</tr>
<tr>
<td></td>
<td></td>
<td>(namely the Civil Code and several pieces of dispersed legislation)</td>
</tr>
<tr>
<td>applies to companies (in the sense of an incorporated entity)</td>
<td>✔</td>
<td>✔</td>
</tr>
</tbody>
</table>

When it comes to the Companies Act, using the Portuguese equivalent or leaving the term in English and explaining what it is, depends on the purpose of the target text.

Company

Table 21 - Microcomparison *company* and *sociedade*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>company</td>
<td>sociedade</td>
</tr>
<tr>
<td>legal person</td>
<td>✔</td>
<td>✔</td>
</tr>
<tr>
<td>an incorporated entity</td>
<td>✔</td>
<td>✔</td>
</tr>
<tr>
<td>purpose</td>
<td>an association of persons formed for the purposes of an undertaking or business carried on in the name of the association</td>
<td>formed with a commercial object for the purposes of generating a profit to distribute to shareholders</td>
</tr>
</tbody>
</table>

The concept of company is a very complex one in any system alone, so the comparison between two systems will reveal differences that might be difficult to
overcome. An important characteristic of the concept is the fact that in the legal system of the UK an incorporated entity becomes a legal person. This is identical in the Portuguese system). However, the Portuguese Código das Sociedades Comerciais (Procuradoria-Geral da República (n.d.) only applies to commercial companies, but in the UK legal system the concept is much wider and applies to a profitable, non-profitable and commercial company (Costa, 2005). As an example, a community interest company is also a company and it is not formed for the purposes of generating profit but for the benefit of the community. Nevertheless, they can be considered functional equivalents for the purposes of this domain (company incorporation).

**Company constitution**

**Table 22** - Microcomparison *company’s constitution* and *constituição da sociedade*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>company constitution</td>
<td>constituição da sociedade</td>
</tr>
<tr>
<td>the company’s articles</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>all resolutions and agreements amending the articles</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

The concept of company’s constitution seems to be a more general concept for articles of association, as this is the document that constitutes the company. The definition found in the Companies Act 2006 (The National Archives (n.d.)) mentions that it includes the company’s articles and all the resolutions and agreements but in some occurrences the term is used to mean the articles of association.
Table 23 - Concordances with *company constitution*

<table>
<thead>
<tr>
<th>Concordances – company’s constitution (Companies Act, 2006)</th>
</tr>
</thead>
<tbody>
<tr>
<td>“A company is a “limited company” if the liability of its members is limited by its constitution.” (p. 2)</td>
</tr>
<tr>
<td>“Any provision in the constitution of a company limited by guarantee that purports to divide the company’s undertaking into shares or interests is a provision for a share capital.” (p. 3)</td>
</tr>
<tr>
<td>“notice where company’s constitution altered by enactment” (p. 31)</td>
</tr>
<tr>
<td>“Notice to registrar where company’s constitution altered by enactment” (p. 13)</td>
</tr>
<tr>
<td>“The references above to limitations on the directors’ powers under the company’s constitution include limitations deriving” (p. 16)</td>
</tr>
</tbody>
</table>

In these cases, the translation might be determined by context and it could be translated as *contrato de sociedade*. However, *constituição da sociedade* as a more general term would also be adequate. The *Notes* field contains this information.

**Company formation**

Table 24 - Microcomparison *company formation* and *constituição de sociedades*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>company formation</td>
<td>constituição de sociedades</td>
<td></td>
</tr>
<tr>
<td>the process of company registration or incorporation</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

Here we are dealing with another case of synonymy in both languages. *Company formation* is a synonym for *company incorporation*. The same happens in Portuguese with *constituição de sociedades* or *formação de sociedades* (less common). The term record includes this information in the *Notes* field.
Company law

Table 25 - Microcomparison company law and direito das sociedades

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>company law</td>
<td></td>
<td>direito das sociedades</td>
</tr>
<tr>
<td>The law related to the formation and operation of companies. (Oxford Reference' )</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

Even though statute law takes the lead in the sources of company law (McLaughlin, 2015), the fact that it is a common law system implies that the statute sources of law are reduced. This is not the case in the Portuguese civil law system there are other sources of company law, e.g. Commercial Law. The concept system allows us to situate Direito das Sociedades. Despite the difference they can be considered operational equivalents.

Figure 10 - Concept system – Portuguese Legal System
**Company name**

**Table 26 - Microcomparison company name and firma da sociedade**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>the title of a registered company</td>
<td>✓</td>
<td>✗</td>
</tr>
<tr>
<td></td>
<td>✓</td>
<td>(title for commercial companies and other companies)</td>
</tr>
</tbody>
</table>

The characteristics of these concepts are very similar, but the Portuguese system has a different term for non-commercial entities —denominação. However, these two can be considered synonyms (Gomes, 2017). This information was added to the *Notes* field.

**Director**

**Table 27 - Microcomparison director and administrador**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>anyone who is responsible for the management of the company</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>director of a private company</td>
<td>director</td>
<td>gerente</td>
</tr>
<tr>
<td>director of a public company</td>
<td>director</td>
<td>administrador</td>
</tr>
<tr>
<td>director of non-commercial associations</td>
<td>director</td>
<td>director</td>
</tr>
</tbody>
</table>

In the English system a director is a person or group of people responsible for managing the company, independently of the type of company, whereas the Portuguese system has different concepts, depending on the type of company. In the translation of constitutional documents from a company incorporated in the UK,
the translator may decide to use gerente for a private company or administrador for a public company. Here, we decided to use administrador, as it is also the general term used in the Portuguese Civil Code (n.d.), as suggested by Costa (2005).

**Holding company**

**Table 28 - Microcomparison holding company and sociedade holding**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>company that owns the majority of shares in another company</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>The company does not have any operations or active business itself; instead, it owns assets in one or more companies.²</td>
<td>✓</td>
<td>✗</td>
</tr>
</tbody>
</table>

² (sometimes only holding)

In the Portuguese system, some legal experts consider that the term sociedade holding includes both concepts (Gonçalves & Branco, 2008) and for other experts (Menezes Cordeiro, 2016) the term holding alone should be used to designate a company that “does not have any operations or active business itself; instead, it owns assets in one or more companies” (Investopedia, n.d.). In any case, the concepts are functional equivalents.

**Incorporation**

**Table 29 - Microcomparison incorporation and constituição da sociedade**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>process of forming a company</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>incorporation makes a business a legal person</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>
Even though the processes of forming a company are different in the UK and Portugal, the main characteristics of this concept coincide, so we can safely state that they are functional equivalents. However, the set of documents required for incorporation in the British and Portuguese system is very different, so they cannot be considered full equivalents.

**Issued share capital**

Table 30 - Microcomparison *issued share capital* and *capital social emitido*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>issued share capital</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>capital that has been issued to the shareholders</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>private and public companies</td>
<td>✓</td>
<td>✗</td>
</tr>
<tr>
<td>(only public)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

As the table above shows, the concept is applied to private and public companies in the UK but only to public companies in Portugal. The main characteristic of the concept, however, applies to both systems.

**Limited company**

Table 31 - Microcomparison *limited company* and *sociedade de responsabilidade limitada*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>limited company</td>
<td>✓</td>
<td>✗</td>
</tr>
<tr>
<td>member liability is limited to the value of their investment or to what they guarantee to the company</td>
<td>✓</td>
<td>✗</td>
</tr>
<tr>
<td>(member liability is limited to the value of their investment in the company)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Even a general and seemingly simple concept as limited company turned out not to mean the same in the English and Portuguese systems. The English concept has a different layer of meaning, as member liability is limited to what they guarantee to the company, which is something that does not exist in the Portuguese system. Limited companies in the UK are limited by shares or guarantee. Thus, these concepts can only be functional equivalents.

**Member**

**Table 32 - Microcomparison member and sócio**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>subscribers to the company’s memorandum</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>(subscriber to the articles of association – contrato social)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>synonym of shareholder (for companies with a share capital (private and public companies))</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>(sócio for private companies and accionista for public companies)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

It was decided to use a more general term to translate member into Portuguese (also used in the Código Civil (n.d.) (Portuguese Civil Code)). As the definition of the concept indicates that it can be a synonym of shareholder and the concept of shareholder has two terms in Portuguese, these concepts are partial equivalents.
Official seal

Table 33 - Microcomparison official seal and selo branco

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English</th>
<th>Portuguese</th>
</tr>
</thead>
<tbody>
<tr>
<td>a seal placed in an official document by a public officer</td>
<td>✔</td>
<td>✔</td>
</tr>
<tr>
<td>a seal used by a company or association</td>
<td>✗</td>
<td>✔</td>
</tr>
<tr>
<td>(common seal)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

The Portuguese concept also designates a seal used by companies and associations, apart from official bodies. The English term used for that is common seal but these concepts can be considered functional equivalents. It should also be noted that the official seal may sometimes just be a stamp.

Private company and public company

Table 34 - Microcomparison private company and sociedade fechada

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>shares are not traded publicly</td>
<td>✔</td>
<td>✔</td>
</tr>
<tr>
<td>share capital is composed of shares</td>
<td>✔</td>
<td>✗</td>
</tr>
<tr>
<td>(is composed of quotas)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Table 35 - Microcomparison public company and sociedade aberta

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>shares are traded publicly</td>
<td>✔</td>
<td>✗</td>
</tr>
<tr>
<td>(it might not be traded publicly)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
For these two general concepts for companies (private and public), it was possible to find functional equivalents, but they are both false friends and judging by the translation options show in 3.1.2 User Groups and Needs Analysis, they generate confusion and incorrect equivalents. The general English concept is that the shares of a private company are not traded publicly, and the shares of a public company are.

However, in the Portuguese system, as the concept system shows, company types are not divided according to these characteristics. In fact, the terms “sociedade aberta” and “sociedade fechada” seem to have been developed in the context of the Portuguese Securities Market Commission (CMVM41). Almeida (2013) states that the term sociedade aberta first appeared in legal language in Brazil (sociedade de capital aberto ou aberta) under the influence of the English term public company and from then it was transferred to the Portuguese system. It has not been included in the Portuguese Companies Code, but it is part of the Código dos Valores Mobiliários (1999) Securities Code of the CMVM, first approved in 1999 with several amendments that have been published as Portuguese legislation.

Apart from the issue of equivalence and finding the corresponding Portuguese terms, there are two false friends: empresa privada and empresa pública. In the Portuguese system, an empresa pública is a state-owned company and an empresa privada is not state-owned. They do not mean the same as the English concepts. This information was added to the Notes field of both entries.

---

Registered number

Table 36 - Microcomparison registered number and número de matrícula no registo comercial

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>registered number</td>
<td>registered number</td>
<td>número de matrícula no registo comercial</td>
</tr>
<tr>
<td>number attributed to a company when it is incorporated (registered)</td>
<td>✓</td>
<td>✓</td>
</tr>
</tbody>
</table>

These two concepts are very similar and could almost be considered full equivalents. However, the Portuguese registered number is often the same as the company tax number.

Registrar of Companies

Table 37 - Microcomparison Registrar of Companies and Conservatória do Registo Comercial

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>Registrar of Companies</td>
<td>Registrar of Companies</td>
<td>Conservatória do Registo Comercial</td>
</tr>
<tr>
<td>provides information filed by companies on incorporation</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>types of companies</td>
<td>The register does not hold information on sole traders, general partnerships and business names.</td>
<td>Sole traders, commercial companies, cooperatives, state-owned companies and other company groups.</td>
</tr>
</tbody>
</table>

The European e-Justice Portal has a description of business registers in Member States, with a detailed description of which information the registrars hold, and which types of companies are required to register. Despite the differences in company types, as shown in the table above, and in some procedures to register and

---

to obtain the information on a company, the concepts are similar, as the introduction to this service states:

In Europe, business registers offer a range of services, which may vary from one Member State to another. However, the core services provided by all registers are to register, examine and store company information, such as information on a company’s legal form, its seat, capital and legal representatives, and to make this information available to the public. (Business registers in Member States, n.d.)

Based on this information we can safely say that these two concepts are functional equivalents.

**Share**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>stake that the shareholders own in a company</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>public and private companies</td>
<td>✓</td>
<td>×</td>
</tr>
</tbody>
</table>

(only public companies)

The concept *share* in English can be translated as *acção* and they designate the part of the share capital that a shareholder owns in a company. In the English system this applies both to private and public companies. However, in the Portuguese system the concept *acção* would only be applied to a public company. Therefore, the term record indicates the differences in these concepts, and indicates that it can also be translated as *quota* for a private company or as *participação social*, which
is a more general term for the stake a shareholder holds in a company. That is why they can only be considered functional equivalents.

**Share capital**

Table 39 - Microcomparison *share capital and capital social*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>amount that the shareholders invest in a company</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>public and private companies</td>
<td>✓</td>
<td>✓</td>
</tr>
<tr>
<td>composed of shares</td>
<td>✓</td>
<td>(composed of “quotas” (private company) or “acções” (public company))</td>
</tr>
</tbody>
</table>

In both systems the terms designate the money that the shareholders invest in a company. However, in the Portuguese system, the share capital is composed of ‘quotas’ in private companies and in public companies it is composed of shares (‘acções’). Because of this the concepts cannot be considered full equivalents.

**Shareholder**

Table 40 - Microcomparison *shareholder and accionista*

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>person who owns shares in a private and public company</td>
<td>✓</td>
<td>× (only in a public company)</td>
</tr>
</tbody>
</table>

For the same reason as the previous concepts, the difference here is that a
shareholder in the English system is a member of a public or a private company. However, in the Portuguese system, the owners of a private company are called sócios. Therefore, they are not fully equivalent.

**Subscriber**

<table>
<thead>
<tr>
<th>Characteristics</th>
<th>English Term</th>
<th>Portuguese Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>person who signs the memorandum of association and the articles of association.</td>
<td>✓</td>
<td>×</td>
</tr>
</tbody>
</table>

(The subscribes only to the articles of association)

The concepts subscriber and subscritor can be considered functional equivalents in the sense that they designate the person who subscribes to the articles of association. In the English, the subscribers also subscribe to the memorandum of association.

3.1.8.3 Non-Equivalence

It is not surprising that there was no equivalence for 12 out of 42 concepts (28.57%), bearing in mind that we are dealing with two very different legal systems.

These concepts can be divided into two main groups: incorporation documents and company types.
Table 42 - List of concepts with no equivalence

<table>
<thead>
<tr>
<th>Incorporation documents</th>
<th>Company types</th>
</tr>
</thead>
<tbody>
<tr>
<td>application for registration</td>
<td>community interest company (CIC)</td>
</tr>
<tr>
<td>memorandum of association</td>
<td>private company limited by guarantee</td>
</tr>
<tr>
<td>statement of capital and initial shareholdings</td>
<td>private company limited by shares</td>
</tr>
<tr>
<td>statement of compliance</td>
<td>private limited company</td>
</tr>
<tr>
<td>statement of guarantee</td>
<td>public company limited by shares (PLC)</td>
</tr>
<tr>
<td>statement of proposed officers</td>
<td>unlimited private company</td>
</tr>
</tbody>
</table>

3.1.8.3.1 Incorporation Documents

In the domain of company incorporation, and the translation of incorporation documents, it is important “to produce a text that will lead to the same legal effects in practice” (Šarčević, 1997, p. 71).

Then, considering that the concept underlying the term does not exist in the target system, the first principle we decided to follow in the case of non-equivalence was defined by (De Groot, 2006): “One legal language must be translated into another legal language, i.e. into the terminology of the target language” (p. 423).

As far as incorporation documents are concerned (the first group of these concepts), the lack of equivalence is due to different procedures to incorporate a company in the UK and in Portugal. Definitions and contexts provided the necessary information to collect the main characteristics of these concepts.

We are going to analyse present the information by concept, with the proposed translation and include a suggestion for backtranslation, which allows us to understand what kind of strategy was used. The main characteristics of the concept are also provided.
Application for registration

Table 43 - Application for registration (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>application for registration</td>
<td>pedido de registo</td>
<td>request for registration</td>
</tr>
</tbody>
</table>

If we look at the definition, we understand that this is a form that accompanies all required documents for company incorporation, to be sent to the Registrar of Companies. The document states company name, registered office and address, as well as the type of company, and includes all the other incorporation documents (memorandum of association, articles of association, statement of compliance, statement of capital and initial shareholdings, statement of compliance, statement of guarantee, statement of proposed officers). This form is used to register a private or public company. The form is available from Companies House (n.d.) and has been included in Annex 3 for reference.

The strategy for translation was literal translation, resorting to the terminology used in the Portuguese system.

Memorandum of association

Table 44 - Memorandum of association (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>memorandum of association</td>
<td>declaração dos sócios</td>
<td>member declaration</td>
</tr>
</tbody>
</table>

This incorporation document details the names of subscribers for shares and their agreement to form a company. Even though Andrade (2010) suggests that this term be translated as acto de constituição, this was accurate only for the previous memorandum. The new style of memorandum is a different document and
according to LawMindMaps (n.d.), the new “memorandum no longer forms part of the company’s constitution” as section 17 of the Companies Act 2006 (The National Archives (n.d.)) confirms:

“A company’s constitution, unless the context otherwise requires, references in the Companies Acts to a company’s constitution include—
(a) the company’s articles, and (b) any resolutions and agreements to which Chapter 3 applies (see section 29).” (Section 17, p. 8)

The strategy here was to use a descriptive translation.

**Statement of capital and initial shareholdings**

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>statement of capital and initial shareholdings</td>
<td>declaração de capital social e participações</td>
<td>statement of share capital and shareholdings</td>
</tr>
</tbody>
</table>

Using the legal terminology of the target system, we created a literal translation that explains quite clearly what this incorporation document includes: the share capital, the name of the shareholders and the respective shareholdings. Even though the concept and the term do not exist in the Portuguese system, the terminology of the translation is very clear and will be understood by any legal expert dealing with this domain.
Statement of compliance

**Table 46 - Statement of compliance (translation and backtranslation)**

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>statement of compliance</td>
<td>declaração de cumprimento dos requisitos de registo</td>
<td>statement of compliance with registration requirements</td>
</tr>
</tbody>
</table>

For this term, the same strategy was used: a literal translation and explicitation, describing what the document is: the subscribers to the memorandum declare “that the requirements of the Companies Act as to registration have been complied with” (Gov.uk, n.d.). This explanation found in the document template was more useful than the definitions found in other sources.

Statement of guarantee

**Table 47 - Statement of guarantee (translation and backtranslation)**

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>statement of guarantee</td>
<td>declaração de garantia</td>
<td>statement of guarantee</td>
</tr>
</tbody>
</table>

Another literal translation describing the document. The term entry indicates that this document applies only to private companies limited by guarantee.

Statement of proposed officers

**Table 48 - Statement of proposed officers (translation and backtranslation)**

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>statement of proposed officers</td>
<td>declaração de administradores e secretários</td>
<td>statement of directors and secretaries</td>
</tr>
</tbody>
</table>
With this form, the translation uses the hyponym for officers, as there was no adequate legal term for officers in the Portuguese system. We know the officers of the company are its directors and secretaries, so explicitation makes the concept clear. It should also be noted that we use the same general term for directors (administradores) as the corresponding term entry.

3.1.8.3.2 Company Types

Terminological incongruity is common in company law and classification of company types (Ł. Biel, 2006). When comparing the English and the Portuguese company types this proved to be the case as well (except for two very general concepts related to shareholder liability: limited company (functional equivalent) and unlimited company (full equivalent).

The purpose and context of the translation are fundamental (De Groot & van Laer, 2006). As this project deals with company incorporation, it is likely that the main purpose of translating incorporation documents will be to produce a document with a legal effect in the target system with a view to forming and incorporating a company in Portugal and presentation to official entities like notaries and the Portuguese Registrar of Companies (Costa, 2005). This author indicates the main situations that should be considered in general when assessing the purpose of the translation of a legal document:

a. translation of a document which already has legal effects and the translation of which will also have a legal effect (e.g. the translation of the articles of association of a company in a certain country to be used to incorporate a branch in another country;)

b. translation of a document which already has or will have legal effect, but the translation will have no legal effect (e.g. the translation of a contract for reference, where the parties will be bound by the source language
version);

c. a legal document, where only the target text will have legal effect (e.g. a contract drawn in a foreign language to be signed by the parties in the target language version); (…). (p. 17)

The Notes field of the term entry has been used to add functional equivalents (when they exist) that can be used for translations with no legal effect.

The strategy to convey the concept of the type of company was to identify its main characteristics and convey them as much as possible in the legal language of the target system (De Groot, 1999, 2006). Moreover, as suggested by De Groot & van Laer (2006) one can resort to paraphrasing, used to describe the source language term. This is what (Šarčević, 1997) designates as a descriptive paraphrases and definitions, which according to the author also imply a process of lexical expansion.

On this topic, De Groot & van Laer (2006) further state that even though the legal entity described does not exist as such in the target system, the combination of elements makes the term accessible to a lawyer trained in that system. Costa (2005) also indicates that one can add the information “belonging to the English legal system” (de direito inglês) after the translation, which immediately calls the attention to the fact that this entity does not exist in the Portuguese system. One could also add that an experienced lawyer or public officer used to dealing with translated documents would not consider these ‘neologisms’ (in a broader sense) to be awkward, as the main objective is to make the receiver aware of the main characteristics of a concept that does not exist in the target system.

For this, the guidelines provided by Abreu (2016) were valuable: for the definition/delimitation of concepts related to company types one should first characterise shareholder liability, followed by the reference to the type of share capital representation.
Community Interest Company

Table 49 - Community interest company (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>community interest company</td>
<td>sociedade de responsabilidade limitada de interesse comunitário (CIC)</td>
<td>limited liability company of community interest</td>
<td>limited company by shares or guarantee and company has to carry out activities for the benefit of the community</td>
</tr>
</tbody>
</table>

In the Portuguese system there is no company that could considered remotely equivalent to this. Therefore, the translation strategy is also to use a descriptive equivalent with the two main characteristics of the concept.

Private Company Limited by Guarantee

Table 50 - Private company limited by guarantee (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>private company limited by guarantee</td>
<td>sociedade de responsabilidade limitada por garantia e fechada</td>
<td>limited liability company by guarantee and closed</td>
<td>limited liability company, private, limited by guarantee</td>
</tr>
</tbody>
</table>

Again, here the translation renders the main concepts: a limited liability company by guarantee. The backtranslation as a ‘closed’ company might seem strange to someone who is not familiar with the Portuguese legal system, but this term is used for private companies (not listed on the stock exchange).
Private Company Limited by Shares

**Table 51** - Private company limited by shares (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>private company limited by shares</td>
<td>sociedade de responsabilidade limitada por acções e fechada</td>
<td>limited liability company by shares and closed</td>
<td>limited liability company, limited by shares, private company</td>
</tr>
</tbody>
</table>

The translation of this term indicates that it is a limited liability company, that it is limited by shares and that it is private, and as such the main characteristics are covered. The Notes field of the term entry indicates that there is a functional equivalent for documents with no legal effect: *sociedade por quotas*.

Private Limited Company

**Table 52** - Private limited company (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>private limited company</td>
<td>sociedade de responsabilidade limitada e fechada</td>
<td>limited liability company and closed</td>
<td>limited liability company, private</td>
</tr>
</tbody>
</table>

This is a more generic term, a hypernym for the two types of private limited companies, as the concept system indicates. The translation describes the main characteristics, and, in the Notes field, a functional equivalent is given for documents with no legal effect: *sociedade por quotas*. 
Public Company Limited by Shares

Table 53 - Public company limited by shares (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>public company limited by shares (PLC)</td>
<td>sociedade de responsabilidade limitada por acções e aberta</td>
<td>limited liability company by shares and open</td>
<td>a limited liability company, public (listed on the stock exchange)</td>
</tr>
</tbody>
</table>

The translation indicates that this is a limited liability company and that it is a public company (listed on the stock exchange). The translation renders the two most important characteristics of this concept. The Notes field for this term entry indicates a false friend and gives a functional equivalent to be used in documents with no legal effect.

Unlimited Private Company

Table 54 - Unlimited private company (translation and backtranslation)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
<th>Main characteristics of the concept</th>
</tr>
</thead>
<tbody>
<tr>
<td>unlimited private company</td>
<td>sociedade de responsabilidade ilimitada e fechada</td>
<td>unlimited liability company and closed</td>
<td>unlimited liability company, private</td>
</tr>
</tbody>
</table>

Unlimited companies must be private companies and they are not very common (McLaughlin, 2015). The translation given renders these two main characteristics of this type of companies. The Notes field gives a functional equivalent term to be used in documents with no legal effect: sociedade em nome colectivo, which shares the main characteristics of the concept. The concept systems were very useful to come to this conclusion.
3.1.9 Revision and Quality Assurance

The revision and quality assurance check is used to determine whether data are formally accurate, consistent, correct, complete and plausible (ISO, 2000) and implies the following procedures: double-entry check (real homonyms vs. double entries), consistency check (e.g. cross-references), spelling check, completeness check (mandatory information), plausibility check (does content conform to specifications).

The term records were thus checked for completeness, as well as spelling, as the terminology management software does not have a spell checker feature. After exporting the termbase entries into a dictionary Word layout, it was possible to carry out the spell check and correct any spelling mistakes in Multiterm.
In a world where people, goods, services, companies, and capital move globally, legal translation plays a crucial role because legal documents and rules regulate all these exchanges. Companies need business documents in several languages and across different legal systems, and this has fuelled the exponential growth of legal translation. This area of specialised translation is acknowledged as a daunting and time-consuming task, due to the culture-bound nature of legal terms and the complexity of legal language.

Translators have always been terminology users and creators. Nowadays, they search comparable corpora, align texts and create glossaries and terminologies on a daily basis. However, despite technological developments, and the existence of terminology database software as part of common translation memory systems, translators do not regularly use termbases. There are several reasons for this.

Final clients do not seem to be aware of the benefits of implementing terminology management solutions. Translation agencies do not seem to be willing to bear the costs of implementing terminology management solutions either, even though terminology mistakes account for a high percentage of translation issues and can be costly. Consequently, most terminology work must be carried out individually by translators, who sometimes create their own resources (the cost of which is not charged). Other times they simply carry out ad hoc terminology work due to the pressure of tight deadlines and budgets.

The objective of this research project was to address the need for accurate terminology resources in the domain of company law. The aim was to create a systematic and descriptive bilingual terminology collection in British English and European Portuguese, with a view to:

1. understanding translators’ needs in legal translation and finding out what
kind of information legal translators require to make informed terminology decisions; and

2. understanding and deciding on the most important strategies for finding equivalents, establishing the degree of equivalence and translating non-equivalent concepts in legal translation.

The research we carried out on legal translators’ needs first analysed the current state of legal terminology resources. Most monolingual legal dictionaries usually provide an alphabetical list of terms with a definition, without establishing the domain. Bilingual and multilingual resources only provide one or more equivalents of a term with no other information (De Groot & van Laer, 2006). As for databases on the Internet they provide incomplete resources at best, sometimes with context but often provide misleading or incorrect equivalents, as Table 1 in Chapter 3 shows.

As for translator’s needs, the surveys by Durán-Muñoz (2010, 2012) and (Fathi, 2014) pointed out that translators prefer online to paper resources, and bilingual to monolingual resources. They also need clear definitions, and require domain specification and context (Durán-Muñoz, 2010). Moreover, given the complexity of legal translation (transfer from one legal system to another), and the need to compare concepts, translators need definitions that provide encyclopaedic information (van Laer, 2014) in both the source and the target language, as it allows the translator to compare concepts. Moreover, according to (Galdia, 2017), even if translators understand conceptual gaps, they need useful information to advance their work and as such “(…) it would be helpful to provide in special problem-words oriented dictionaries some context determined suggestions” (p. 174).

Several authors point out that translators need terminology resources with comparative information retrieved from reliable sources and describing legal concepts in their natural environment (Galdia, 2017; Matulewska, 2016; Poon, 2010; Sandrini, 1999). My own experience as a translator confirms that this is the
type of resource that legal translators need to help them make the best decisions: indication of domain, clear definitions, contexts, information on the degree of equivalence. This is essential in legal translation: resorting to simpler definitions and explanations allows us to understand concepts and bridge the conceptual gaps between two legal systems.

As for the strategy to determine the degree of equivalence between legal systems in two languages to arrive at appropriate equivalents, this project demonstrated that this is the most complex and time-consuming stage of bilingual legal terminology work (Section 3.1.8). It requires a carefully organised set of resources, the collaboration of legal experts and a pragmatic approach.

To do this, it is necessary to do extensive research into concepts, resorting to comparative law methodologies and analysing concept characteristics in the source and target systems. Definitions provide the necessary information on concept characteristics but sometimes one needs to compare definitions from several sources. The templates of incorporation documents, for example, (as those contained in Annex 3) may also be useful to understand what these documents are and the information they contain (sometimes, even more so than concept definitions), as the term statement of compliance in Annex 3 exemplifies.

Building a system of concepts also provides valuable information on the position occupied by each concept in its domain, allowing the translator to compare the positions and relations of concepts in different legal systems.

Gémar (2015) stresses another important idea: in legal terminology there is no point in looking for full equivalence, as this is rare. In our work, out of 42 concepts, only 6 (14.29%) were full equivalents, 24 (57.14%) were functional equivalents and 12 (28.57%) were non-equivalent concepts. Depending on the function and purpose of the target text, a natural functional equivalent is preferable, so for some of the non-equivalent concepts a functional equivalent could be used if the translated document has no legal effect. As discussed in Chapter 3, we identified three terms
for company types for which the translation solutions can be functional equivalents, provided the target document is not a legally binding document: *private company limited by shares*, *private limited company*, and *public company limited by shares*. The classification of functional equivalence was inserted in the *Notes* of each term record. Besides company types, incorporation documents also make up the list of terms with no equivalence.

In her study of the Polish legal system Biel (2006) also mentions the incongruity of company type concepts. As far as strategies to translate non-equivalent concepts are concerned, we followed the recommendations of De Groot (2006), Gémar (2015) and (Šarčević, 1997):

1. translating legal language into another legal language, using the legal terminology of that language;
2. resorting to processes of literal translation, explanation, descriptive translation, explicitation, paraphrasing, as well as lexical expansion.

The translation of company types into Portuguese should also be guided by the description of company types in Portuguese legal handbooks (Abreu, 2016): company types first characterised by the liability of its members and then the share capital representation (whether the company is private or public). As the general concepts of limited and unlimited liability are common to both legal systems, it is possible to convey this information resorting to a natural equivalent in the target system. It is also possible to find natural equivalents to the concepts of private (closed) and public (open) companies in Portuguese. Even though the resulting translation is not a term that exists in the target legal system, the main characteristics of the concepts are rendered in natural legal target language. The example below of an English term translated into Portuguese, followed by the suggested backtranslation allows us to illustrate this process of translation:


### Table 55 - An example of a translation solution resorting to legal Portuguese language, following company characterisation suggested by Abreu (2016)

<table>
<thead>
<tr>
<th>Term</th>
<th>Translation</th>
<th>Backtranslation</th>
</tr>
</thead>
<tbody>
<tr>
<td>private limited company</td>
<td>sociedade de responsabilidade limitada e fechada</td>
<td>limited liability company and closed</td>
</tr>
</tbody>
</table>

### 4.1 Contributions

Terminology is a “knowledge asset” (Warburton, 2014, p. 48), therefore terminology resources are valuable. This project demonstrates that available terminological resources for translators fall short of meeting translators’ needs and made us acutely aware of the importance of legal terminology resources with extensive information (including domain texts and document templates). This is the only way legal translators (particularly those who are not legal experts) can make informed decisions, as tight deadlines do not allow them the time for research and concept analysis with experts.

There is a need for user tailored tools (Poon, 2010). Without tools that provide the information they need (definitions, contexts, degree of equivalence, and phraseology), translators will not use a termbase.

The main contribution of this project is a complete termbase with 42 terms in the domain of company law (company formation and incorporation) with all the information legal translators require: simple and clear definitions, contexts, and phraseology in the source and target language collected from reliable sources (mainly company law text books). The Notes field calls attention to false friends, synonyms, changes in concepts (as the termbase record for memorandum of association demonstrates), and to translations that should no longer be used.

A terminology collection also contributes to improving machine translation systems. It will be interesting to follow up developments in Neural Machine
Translation (NMT) and the role terminology will play in this new system. It does not seem to be clear yet how terminology can be controlled in NMT. The latest news (Slator, 2018) indicates that “NMT can indeed sometimes be less accurate when it comes to terminology (…)” as well as “less consistent and predictable than SMT” (p. 18). Systran CTO, Jean Sellenart, (as cited in Slator, 2018), explained that “NMT engines are good at learning the structure of a language and are missing the simple ability to memorize a list of words (…)” (p. 18). There seems to be some sort of limitation in the system, which researchers have been careful to understate. No one seems to know how to integrate terminology into NMT yet. Nevertheless, we would venture to claim that without terminology integration no machine translation system will survive, as the largest market for machine translation in the translation industry is specialised translation.

This terminology project would also be useful for other African Portuguese speaking countries, PALOP, as they adopted most Portuguese legislation after their independence and use standard European Portuguese as their official language (Costa, 2005). However, the same cannot be said of Brazil. Both the language and the legal system have developed into different varieties.

This work has also contributed to experimenting recent tools, techniques, and methods available for the creation of digital terminological resources, providing insights into several aspects. Some of these tools, methods and techniques are discussed below, as a summary of the work described in sections 3.1.2 to 3.1.8.3.2:

1. At an early stage of the project the aim was to resort exclusively to a semasiological approach, without creating concept systems. This seemed to be an obvious methodology given that the initial stage would be to retrieve terms from a corpus. However, as the project advanced to the stages of finding definitions, and understanding concepts, it became clear that it is fundamental to create concept systems to organise (structure) the domain, as discussed in Section 3.1.5. The semasiological method
of term retrieval from a corpus and using the terms to build the concept systems, as Santos & Costa (2015) describe, proved to be a suitable methodology for these projects. Moreover, creating the concept systems with the extracted terms also allowed us to verify that the terms that had been retrieved really belonged to the domain, as they ‘fitted’ the concept system. Moreover, the concept systems were complete with the final terms lists. This therefore allows us to conclude that the semasiological and onomasiological methodologies are not mutually exclusive and points out to the fact that terms lead us to the concepts of a domain.

2. As far as the reliability of sources is concerned, in company law (and this might equally apply to other legal domains), terminologists and translators should be aware of the fact that legislation and company law handbooks are far more reliable than most (business) websites. Internationalisation and globalisation and the development of the Internet have caused terminology generated in English (British, American and international English) to be imported into individual countries through the proliferation of business, finance, and trading websites. These sources often spread inconsistent terminology or use concepts that are specific of a particular legal system (as revealed by the research into the term called-up share capital in Section 3.1.8.2). Besides, there is a gap between the terminology used in legislation and regulations and the terminology used in the business and finance world. This makes the task of the terminologist much more complex. It is necessary to be very selective about sources, and not to make any assumptions: we should never assume that a term found on a seemingly reliable source is correct. It is necessary to research, read, research, ask experts, check, research again. It is a similar process to detective work.

3. Company law textbooks, particularly those aimed at law students, proved
to be the most useful sources for the creation of the concept systems, and
to collect definitions and context. There are two reasons for this: first, the
fact that many of these books explain the terminology found in the law
and use it consistently. Secondly, their main target audience (law students)
requires explanatory definitions that describe concepts clearly, without
delving too much into the doctrine, just as translators do. Dense law
books and doctrinal texts may be too complex for non-experts (however
interesting they may be), which may create the feeling of legal translation
as a virtually impossible mission.

4. For a small terminology collection, a useful insight for translators who
create their own terminology resources: it is possible that semi-automatic
term extraction takes even longer than a solely manual process, as it
requires a final step of manual validation which is time-consuming, as
Vásquez & Oliver, (2018) recently acknowledged.

5. Better tools are needed for mono- and bilingual terminology extraction
from comparable corpora (Gornostay, 2014). Given that comparable
corpora are more reliable than parallel corpora, improving tools for
bilingual terminology extraction would be a significant step towards
automation of this stage of terminology work.

6. The terminology management software Multiterm (SDL, 2017) requires
expert level knowledge and it is therefore a software with a long learning
curve. Courses are costly and even though the software was originally
developed for the first time many years ago (1990), in our particular
setting, it revealed bugs and performance issues that cannot be considered
acceptable. As an example, after working with the software all day long,
editing and polishing term entries, it may simply not allow the user to
edit an entry, even running the software with administrator rights. In the
course of a day of work, it may be necessary to close and reopen the
software several times.

7. Multiterm (SDL, 2017) allows users to export the termbase to a dictionary format, which is an excellent feature. However, this turned out to be a challenging task, as it was not possible to export the information for the entries in both languages. The only solution is to export an entire entry in English and then with the Reverse feature print an entire entry in Portuguese and merge the files.

8. Laurence Anthony’s suite of freeware, AntConc (used for term extraction and concordances), and AntFileConverter (used to convert PDF files to txt files) (Anthony, 2014), proved to be very reliable and practical, with enough features to cope with terminology work projects. We also found that it has a short learning curve and we did not identify any performance issues or bugs.

9. When creating the keyword list with AntConc (Anthony, 2014), there were doubts as to which cutoff point to establish. The scarce literature on the subject (P. Baker, 2004b; Pojanapunya & Todd, 2016; Rayson, 2013) led us to decide for the top 100 keywords. A manual check of the English keyword list revealed that only 5 terms had been left after the cutoff point, so it seems to be a suitable value for the size of our corpus.

10. When the decision was made to limit the scope of the project for practical reasons, there was a concern that it would be too small a domain. However, considering the amount of time spent in research and reading, we conclude that this is the right approach. A big project should be divided into smaller areas and organised with by stages, just as Arntz, Picht, & Schmitz (2014) suggest. Under the heading below, 4.2 The Future, we suggest ways for further development of this project, not only in terms of the methodology to be used in a similar project but also as far as particular difficulties in dealing with legal terminology work are concerned.
4.2 The Future

Terminology work is work in progress. Managing terminology also means following up concept. Terms may become obsolete. Concepts change and acquire new characteristics. Law is a dynamic subject field and rules and regulations have to change to adapt to continuous social, economic, political and also technological changes (Kranebitter, 2014). A good example is the way the concept memorandum of association (please see corresponding entry in Section 3.1.8.3.1) changed. It used to be a constitution document and in the new Companies Act 2006 (The National Archive (n.d.)) it is only a statement that the subscribers agree to form a company.

This project can and should be developed further, into several directions. First, we can continue to map the remaining English legal system in the domain of company law, comparing it to the Portuguese system. For this, the corpus would be composed of the whole of the Companies Act 2006 (The National Archive (n.d.)) which is the main source of company law, as well as the information from the Companies House43.

As far as the Portuguese system is concerned, apart from the updated version of the Código das Sociedades Comerciais (Procuradoria-Geral da República. (n.d.)), the corpus could include other sources of legislation. As a civil law country, there is a big and dispersed corpus of legislation. One could also include other sources like the official sites Empresa na Hora44 (Off the shelf company) and Portal do Cidadão45, as they include all the steps to incorporate a company and the corresponding terminology.

It would also be interesting and extremely relevant and useful to map the American legal system in the domain of company law. Even though it is the same language, it is a different legal system from the British one, and this would be

43 Companies House – https://www.gov.uk/government/organisations/companies-house
44 Empresa na Hora – http://www.empresanahora.mj.pt/ENH/sections/PT_inicio.html
important because Portugal is also exposed to business terminology from the USA, as the research on the term *called-up share capital* from the termbase revealed (see Section 3.1.8.2).

As far as terminology tools are concerned, despite the technological development, they fall short of the requirements for terminology work. This might be related to the fact that final clients, translation agencies and translators are still not using them widely. As a translator, my experience is that for 80% of the work we do not receive any form of termbase or glossary. For about 10% of the projects we may receive a termbase (only with source and target term, which is the equivalent of a glossary as it has no other information) and in some cases we still receive glossaries in Excel files.

Integrating knowledge systems and terminology systems are also possibilities for future development, such as an online legal platform to integrate a termbase, concept systems, and a knowledge base with domain texts, examples and document templates. This could be a knowledge management system, such as the one do Carmo, Trigo, & Maia (2016) describe, which would include web references, named entities, terminologies and ontologies linked to the translation/editing application. Just like Gornostay (2014), one “dreams of better terminology tools” (p. 44).

Finally, with the above citation “Chaos is order yet undeciphered” (Saramago, 2002, p. 9), I would like to stress the role of terminology in the world of science, technology and knowledge in general and, in particular, in legal translation. In domains which may be seen from the outside as chaotic, translators need to endeavour to understand, compare, organise, and systematise different legal systems to be able to establish bridges for communication and exchange at different levels. By doing that, they will contribute to sharing knowledge, to exchanging ideas, and different views and ways of organising the world which define mankind. Without terminology management, specialised communication would be chaos, with no method of deciphering it.
In the translation industry and elsewhere there is a general lack of recognition of the value of terminology management: final clients, translation agencies, language professionals, technical writers and even translators. This calls for a better promotion of the value of terminology management and for raising awareness of the importance of terminology at large.

The market and the industry may need more data that proves the business case for terminology management. Next, we present a list of some of the economic reasons why terminology is fundamental to the industry:

- Translators spend 30-60% of their time working with terminology (Gornostay, Rirdance, Vasiljevs, & Rozis, 2010);
- 30-70% of mistakes in specialized translation are due to incorrect terminology (Bauer, 2017);
- Adequate terminology management and tools reduce translation time. A survey carried out by Sidorova & Ukrainets (2014) showed that translation time of three documents went from 82 minutes without a glossary to 64 minutes with a termbase integrated in a CAT tool. Editing time from 32 to 19 minutes and terminology errors from 9 to zero;
- Appropriate terminology management results in a 60% reduction in terminology queries from translators during the translation process (Sauberer, 2017);
- Terminology is used in many company departments: Research & Development, Product Management; Technical Documentation, Purchasing and Sales, Customer Service (support/hotline), Legal Department, Marketing and Public Relations, besides Translation;
- Providing a terminology database results in a time saving of about 9 minutes per successful term search (Sauberer, 2017);
- Terminology is essential to brand and product management;
- Terminology contributes to ensuring text quality (source and target text)
A Termbase in the Domain of Company Law

(Childress et al., 2014);

 ✓ Terminology contributes to optimising product categorization on catalogues and to facilitate catalogue use in printed form, but most importantly on e-commerce applications (Childress et al., 2014);

 ✓ A terminology database improves Web searches, and keyword systems, and thus contributes to increasing sales opportunities in ecommerce (Lieske & Sasaki, 2018);

 ✓ Terminology reduces the number of enquiries, service and hotline calls (Childress et al., 2014); and

 ✓ Terminology helps translators and students of technical, scientific, and legal fields to get acquainted with a specialised field, thus accelerating the training of specialised staff.

This project has shown that terminology management is crucial for a specialised domain of knowledge like legal translation. Besides, it has been a great opportunity to face the challenges of this task and to study how to build better terminology databases, which will act as effective support for translation in such domains. We hope the thoughts and approaches described here may be of use for researchers in this domain, and in other areas of science and technology, but, above all, that terminologists and translators may benefit from it.
Chapter 5
Bibliography


Chiocchetti, E., Heinisch-Obermoser, B., Löckinger, G., Lusicky, V., Ralli, N.,


A. Fuertes-Olivera (Ed.), Specialised Dictionaries for Learners (pp. 83–100). Berlin and New York: De Gruyter.


Fischer, M. (2010). The Translator as Terminologist, with Special Regard to the EU Context. Eötvös Loránd University.


International Organization for Standardization. (2009). Terminology and other language and content resources -- Specification of data categories and management of a Data Category Registry for language resources (ISO
A Termbase in the Domain of Company Law


International Organization for Standardization. (2009). Terminology work -

terminology, knowledge and content -- Design, implementation and
maintenance of terminology management systems (ISO 26162:2012).
Retrieved from https://www.iso.org/standard/43427.html

Requirements for translation services (ISO 17100:2015). Retrieved from
https://www.iso.org/standard/59149.html

Economy: Formation, Development and Present Position. Copernican Journal

214–231. http://doi.org/10.1075/term.15.2.03gru

Jopek-Bosiacka, A. (2013a). Comparative law and equivalence assessment of
system-bound terms in EU legal translation. In Linguistica Antverpiensia –

Jopek-Bosiacka, A. (2013b). Comparative law and equivalence assessment of
system-bound terms in EU legal translation. In Linguistica Antverpiensia –

(Eds.), Handbook of Terminology, Volume I (pp. 45–59). Amsterdam/


Benjamins Publishing Company.


A Termbase in the Domain of Company Law

Menezes Cordeiro, A. (2016). Direito das Sociedades I - Parte Geral (3a edição).
Coimbra: Almedina.


A Termbase in the Domain of Company Law


ANNEX 1

Dictionary (Multiterm, SDL 2017)
application for registration

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation

Definition: Document in the English system which must be registered in order to incorporate a company. It must state such matters as the company name, its registered office and address, whether it is limited by shares and whether it is a public or private company. Certain other documents must accompany the application. These include a statement of capital and initial shareholding, a statement of the company's proposed officers and a statement of compliance.


Context: Registration documents. The memorandum of association must be delivered to the registrar together with an application for registration of the company, the documents required by this section and a statement of compliance.

**Note:** Known as articles. One of the constitutional documents of a company which set out the basic management and administrative structure of the company. They regulate the internal affairs of the company including, for example, the issue and transfer of shares, board and shareholder meetings, powers and duties of directors, dividends, borrowing powers and so on. The articles are a public document open to inspection at Companies House. They create a contract between the company and each of its members in their capacity as members. Companies have freedom in drafting their articles although they are subject to relevant provisions of the Companies Acts. Companies limited by shares incorporated before 1 October 2009 may have chosen to adopt standard articles as prescribed by Table A. Companies incorporated on or after 1 October 2009 may adopt the model articles set out in the Companies (Model Articles).

Retrieved from https://uk.practicallaw.thomsonreuters.com/3-107-6436?transitionType=Default&contextData=(sc.Default)&firstPage=true&bhcp=10

**Portuguese (Portugal) contrato de sociedade**

**Definition:** O contrato visa a constituição e a disciplina da actividade da sociedade, estabelecendo a sua denominação, sede e objecto, o capital social, órgãos, direitos fundamentais dos sócios e, eventualmente, regras sobre o exercício social e a dissolução.


**Context:** Contrato de sociedade reduzido a escrito, com as assinaturas dos seus subscritores reconhecidas presencialmente, salvo se forma mais solene for exigida para a transmissão dos bens com que os sócios entram para a sociedade, devendo, neste caso, o contrato revestir essa forma, sem prejuízo do disposto em lei especial.

**Context Source:** Portal do Cidadão. Retrieved from https://www.portaldocidadao.pt/web/instituto-dos-registos-e-do-notariado/constituicao-de-sociedade-comercial-contrato-de-sociedade

**Level of Equivalence:** Functional Equivalence

**Phraseology:** "celebração do contrato de sociedade"; "registo do contrato de..."
called-up share capital

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation

Definition: The called-up share capital of a company is the amount actually contributed to its share capital plus amounts presently due to be contributed by members. Such amounts may arise either because the company has called for further contributions from holders of partly-paid shares, or because members agreed to pay for their shares in instalments and the instalments are due on fixed dates.


Context: Under s 656 of the CA 2006, the directors of a public company are obliged to call a general meeting within 28 days from the earliest date on which any director knew that the company had suffered a serious loss of capital. The date of the meeting must be fixed for not more than 56 days ahead. A serious loss of capital is where the net assets are worth less than half the called-up share capital.


Portuguese (Portugal) capital subscrito

Definition: Os meios financeiros que constituem o património inicial da empresa e que resultam da soma de todas as participações dos sócios correspondem ao capital social que sendo a cifra numérica de valor constante, em dinheiro, expressa em euros, na fase do arranque da sociedade tende a ser equivalente ao respectivo património, mesmo enquanto os sócios ou accionistas não realizam integralmente as suas entradas – o capital subscrito.

Context: De acordo com o art. 35º do CSC, estaremos perante uma perda grave do capital social quando o capital próprio (isto é, o activo descontado do passivo) for igualou inferior a metade da cifra do capital social (subscrito, esteja ou não realizado).


Level of Equivalence: Functional Equivalence

Phraseology: "perda grave do capital subscrito"; "realização parcial do capital subscrito"

Note: This term seems to have different definitions in the USA and in the UK. The EU seems to consider that this means subscribed capital that has been called but has not been paid-up yet. The European Directive 2013/34/UE translated it as "capital subscrito, exigido mas não realizado".

Definition: This is issued on incorporation. In England, it states the name and registration number of the company, the date of incorporation, whether it is limited (by shares or guarantee) or unlimited, whether it is a private or public company and the location of the registered office.


Context: The subscribers to the memorandum, together with such other persons as may from time to time become members of the company, are a body corporate by the name stated in the certificate of incorporation.

Definition: Shares with the same rights and liabilities are called a class of shares.


Context: A new class of shares is created by a company issuing shares with rights or liabilities that differ in some respect from all existing shares in the company. There is no legal limit to the number of classes of shares a company may have.


Portuguese (Portugal) categoria de ações

Definition: As acções que compreendem direitos iguais formam uma categoria.

Definition Source: Código das Sociedades Comerciais 2015

Context: Nas sociedades anónimas, os direitos especiais só podem ser atribuídos a categorias de acções e transmitem-se com estas.

Context Source: Código das Sociedades Comerciais 2015
**Level of Equivalence:** Full Equivalence

**community interest company (CIC)**

*English (United Kingdom)*  
*Subject Field: Company Law - Formation and Incorporation*

**Definition:** A Community Interest Company (‘CIC’) is a limited company designed for people who want to carry out activities that are intended to benefit the community. CICs are registered as companies under the Companies Act after the CIC Regulator has approved the application to form a CIC.

**Definition Source:** Companies House - Incorporation and Names. Retrieved from https://www.gov.uk/government/publications/incorporation-and-names

**Context:** A CIC is one formed for the benefit of the community. A CIC can be registered as a company limited by guarantee or one limited by shares. Most CICs are companies limited by guarantee. The CIC limited by shares is useful where the company is being backed financially by one or more outside bodies or individuals who can invest in it by taking shares. There is, however, a statutory dividend cap, restricting the payment of profits out of the company.

**Context Source:** Company Law Club. Retrieved from http://www.incorporationservices.co.uk/guarantee-company-formation#ltd

**Portuguese (Portugal) sociedade de responsabilidade limitada de interesse comunitário (CIC)**

**Level of Equivalence:** Non-equivalence

**Companies Act**

*English (United Kingdom)*  
*Subject Field: Company Law - Formation and Incorporation*

**Definition:** An Act to reform company law and restate the greater part of the enactments relating to companies; to make other provisions relating to companies and other forms of business organisation; to make provision about directors’ disqualification, business names, auditors and actuaries; to amend Part 9 of the Enterprise Act 2002; and for connected purposes.

**Definition Source:** Companies Act 2006 http://www.legislation.gov.uk/ukpga/2006/46/introduction
**Context:** Statute law takes the lead in the sources of company law. The main statute containing company law is currently the Companies Act 2006.


**Portuguese (Portugal) Código das Sociedades Comerciais**

**Definition:** O Código das Sociedades Comerciais [CSC]1 aplica-se às sociedades comerciais. São sociedades comerciais “aquelas que tenham por objeto a prática de atos de comércio e adotem o tipo de sociedade em nome coletivo, de sociedade por quotas, de sociedade anónima, de sociedade em comandita simples ou de sociedade em comandita por ações.

**Definition Source:** Código das Sociedades Comerciais 2015

**Context:** Em Portugal, o Código das Sociedades Comerciais (CSC) estabelece o contexto normativo do governo societário no direito português (...).

**Definition:** An incorporated entity, a registered company. In English law, a company is an association of persons formed for the purposes of an undertaking or business carried on in the name of the association. The registered company is a legal person, separate from its individual members and management.


**Context:** This principle means that unlike sole traders and partnerships, which in effect are the same as the people who own and run them, a company is a legal entity separate from both its owners (the members) and those people who run it on a day-to-day basis (the directors). The company is recognised by the law as a
person – a special type of person known as a ‘legal’, but nonetheless one which has its own rights and obligations separate from the ‘natural persons’ (ie the individuals) who own and run it.


**Note:** Firm: partnerships are referred to in English law as firms and the name under which their business is carried on is called the firm name. In the United States, the word company is used synonymously with firm, whereas in English law a firm is never a company. The words company and firm cannot, therefore, be used synonymously in English legal terminology, as a firm cannot be a company” Gubby, H. (2016). English Legal Terminology (4th edition). The Hague: Eleven International Publishing.

**Portuguese (Portugal) sociedade**

**Definition:** Sociedade é a entidade que, composta por um ou mais sujeitos (sócio(s)), tem um patrimônio autônomo para o exercício de atividade econômica, a fim de (em regra) obter lucros e atribuí-los ao(s) sócio(s) – ficando este(s), todavia, sujeito(s) a perdas.


**Context:** (…) uma sociedade é em regra é em regra constituída para a exploração de uma empresa. (…) Há sociedades que não correspondem a empresas. (…) É o caso, por exemplo, de muitas sociedades (unipessoais ou pluripessoais) de profissionais liberais e artesãos.


**Level of Equivalence:** Functional Equivalence

**Phraseology:** capacidade da sociedade; "constituição da sociedade por fusão, cisão ou transformação de outras sociedades"; "órégãos de administração e fiscalização da sociedade"; situação financeira da sociedade”.

**Note:** One should not use the Portuguese term "firma" neither "empresa" to translate "sociedade" in legal documents, even though tey are also used as a
company constitution

English (United Kingdom)

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** No comprehensive legal definition of the constitution of a company exists and the partial definition in s 17 of the Companies Act 2006 is not particularly helpful. The constitution is the company’s governance system; the rules and principles prescribing how it is to function. This governance system is a combination of: 1 legal rules and principles found in statutes and case law (general company law); and 2 rules and principles adopted by members of the company contained in the articles of association; special resolutions.


**Context:** Regardless of the size of a limited company it is still essential to ensure that the constitution (i.e. the rules governing the internal and external operation of the company), are accurate and up to date.

Portuguese (Portugal) **constituição da sociedade**

**Definition:** Conjunto de actos através dos quais uma sociedade é organizada e adquire a sua personalidade jurídica.


**Context:** Informações sobre como e onde realizar a constituição de sociedades comerciais, que depende da celebração de um contrato de sociedade.

**Context Source:** Portal do Cidadão. Retrieved from https://www.portaldocidadao.pt/web/instituto-dos-registos-e-do-notariado/constituicao-de-sociedade-comercial-contrato-de-sociedade

**Level of Equivalence:** Functional Equivalence

**Note:** company constitution, company formation, and incorporation can be
translated as 'constituição da sociedade' despite the slight differences. In some contexts, the term could also be translated as "contrato de sociedade".

**company formation**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** Company formation is the term used to describe the process of company registration in a particular jurisdiction. It has the same meaning as company incorporation, company registration or business registration. UK company formation legal framework was reviewed by the Companies Act 2006.

**Definition Source:**
http://www.ltdcompany.co.uk/company-formation/

**Context:** Preparing the registration documents is not unduly burdensome, but does require knowledge of the procedures by which a company is created. Persons who lack such knowledge, or who wish to avoid the time and effort associated with preparing the registration documents, may instead prefer to take advantage of the services of an incorporation agent (also known as a company formation agent).


**Portuguese (Portugal)**

**constituição de sociedades**

**Definition:** A constituição ou formação das sociedades comerciais (e das sociedades civis de tipo comercial), qualquer que seja o modo pelo qual se realize (basicamente jurídico-privado, ou basicamente jurídico-público), analisa-se num processo, numa série de actos e formalidades. (...) O CSC regula alguns modos de constituição.


**Context:** Além disto, pretende-se que este processo de constituição de sociedades comerciais através da Internet seja rápido e barato.

**Context Source:** Regime Especial de Constituição Online de Sociedades Comerciais e Civis sob Forma Comercial. Retrieved from
http://www.irn.mj.pt/IRN/sections/irn/legisl
**Definition**: The law relating to the formation and operation of companies. (…) Company law lays down the rights and duties of directors and shareholders and determines the extent of limited liability for a company’s debts, and the amount of information a company is obliged to provide for its shareholders, the Registrar of Companies, and the tax authorities.


**Context**: Statute law takes the lead in the sources of company law. The main statute containing company law is currently the Companies Act 2006.


**Portuguese (Portugal) direito das sociedades**

**Definition**: Conjunto de normas, conceitos e princípios jurídicos que, no domínio do direito privado, regem os agrupamentos de pessoas constituídas contratualmente para a promoção de fins comuns, possíveis e lícitos, mediante o cumprimento das respectivas obrigações, contraídas pelos sócios para esse efeito.


**Context**: Nos vários países da União, a necessidade de transpor sucessivas directrizes societárias tem constituído um
motor fundamental de progresso no Direito das sociedades.


**Level of Equivalence:** Functional Equivalence

**company name**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** The title of a registered company, as stated in its memorandum of association and in the companies register. The names with which companies can be registered are restricted (see also business name). The name must appear clearly in full outside the registered office and other business premises, upon the company seal, and upon certain documents issuing from the company, including notepaper and invoices.

**Definition Source:** Oxford Reference. Retrieved from http://www.oxfordreference.com/search?q=company+name&searchBtn=Search&isQuickSearch=true

**Context:** In addition to company law considerations, it is important to choose a company name that will not leave the company open to challenge based on the argument that the conduct of business under that name infringes the intellectual property rights of another person.


**Portuguese (Portugal) firma da sociedade**

**Definition:** A firma reporta-se a nomes de sociedades comerciais ou civis sob forma comercial, de comerciantes individuais e estabelecimentos individuais de responsabilidade limitada.


**Context:** A firma da sociedade constituída por denominação particular ou por denominação e nome ou firma de sócio não pode ser idêntica à firma registada de outra sociedade, ou por tal forma semelhante que possa induzir em erro.
Definition: Means a director of the company, and includes any person occupying the position of director, by whatever name called.

Definition Source: Model articles for public companies. Companies House.

Retrieved from https://www.gov.uk/guidance/model-articles-of-association-for-limited-companies#examples-of-model-articles

Context: In English law, there is no legal definition of director. The Companies Act does state that the term director includes: “any person occupying the position of director, by whatever name called”. This means that a person need not formally have the title ‘director’ to be one. In practice, the term is applied to anyone who is responsible for the management of a company because he is on the board of directors and takes part in the decision-making. A director of a company need not be a natural person; a company could act as a director of another company.


Portuguese (Portugal) administrador

Definition: Os tipos de sociedades mais comumente utilizadas em Portugal são as Sociedades por Quotas e as Sociedades Anónimas, pelo que nos dedicamos especialmente à sua organização. A lei portuguesa (que em determinados aspectos
pode ser adaptada ou concretizada pelo contrato de sociedade) estabelece que:
Órgão de Administração: Sociedade por quotas: Gerência. Sociedade Anónima:
Conselho de Administração/Administrador único


**Context:** Os gerentes ou administradores da sociedade devem observar: a) Deveres de cuidado, revelando a disponibilidade, a competência técnica e o conhecimento da actividade da sociedade adequados às suas funções e empregando nesse âmbito a diligência de um gestor criterioso e ordenado; e b) Deveres de lealdade, no interesse da sociedade, atendendo aos interesses de longo prazo dos sócios e ponderando os interesses dos outros sujeitos relevantes para a sustentabilidade da sociedade, tais como os seus trabalhadores, clientes e credores.


**Level of Equivalence:** Functional Equivalence

**Note:** The two most common types of companies in Portugal are "sociedades por quotas" (private company) and "sociedade anónima" (public company). Portuguese law establishes that the director of a "sociedade por quotas" is a "gerente" and for a "sociedade anónima" is an "administrador". The option here is the most generic term, "administrador" which is found in the "Código Civil" (Civil Code) - Article 980 and subsequent articles, applied to companies in general. Moreover, the director of a non-commercial association in Portugal is a 'director'.

**holding company**

**Definition:** Commonly one company, known as a holding company, owns a majority or all of the voting shares in...
another company, known as a subsidiary company.


**Context:** While each individual company has a separate legal identity, it is common to find groups of companies headed by a holding company (or parent company). The business of a holding company consists wholly or mainly in holding shares or securities in one or more companies in the group, which are its subsidiaries.


**Portuguese (Portugal) sociedade holding**

**Definition:** Companhia que detém o controlo acionista e político de subsidiárias; companhia que tem por objectivo participar no capital acionista de outras empresas.


**Context:** Enquadram-se na figura geral das sociedades holding, sendo sociedades constituídas com o objectivo de intervir na gestão e controlar as participadas, exercendo os direitos sociais inerentes às respectivas participações sociais, de modo a receber os respectivos lucros ou dividendos, bem como os rendimentos resultantes de eventuais alienações dessas participações sociais.


**Level of Equivalence:** Functional Equivalence

**Note:** The term holding alone is used in Portugal to refer to a company that “does not have any operations or active business itself; instead, it owns assets in one or more companies” Investopedia. Retrieved from https://www.investopedia.com/terms/h/holdingcompany.asp
incorporation

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation

**Definition**: The process by which a legal entity, separate from its owners and managers, is formed.


**Context**: One of the main distinctions in the classification of business enterprises is between enterprises that are incorporated and those that are unincorporated. Incorporation makes a business a legal person.


**Portuguese (Portugal) constituição da sociedade**

**Definition**: Conjunto de actos através dos quais uma sociedade é organizada e adquire a sua personalidade jurídica.


**Context**: A constituição ou formação das sociedades comerciais (e das sociedades civis de tipo comercial), qualquer que seja o modo pelo qual se realize (basicamente jurídico-privado, ou basicamente jurídico-público), analisa-se num processo, numa série de actos e formalidades. (…) O CSC regula alguns modos de constituição.


**Level of Equivalence**: Functional Equivalence

**Note**: Synonym: company constitution and company formation. Please check the corresponding entries for more information.

issued share capital

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation
**Definition**: The issued share capital of a company is the total nominal value of the shares which the company has issued.


**Context**: The issue price of a share does not have to be paid when the share is issued. All or part of the price can be deferred: the issued share capital of a company is not necessarily the same as the ‘paid-up share capital’.


Portuguese (Portugal) **capital social emitido**

**Definition**: Capital social emitido, relativamente a uma sociedade, a totalidade das acções ordinárias e de quaisquer acções preferenciais emitidas pela sociedade, não incluindo títulos de dívida convertíveis.


**Context**: Já no que diz respeito aos CTT, o número total de acções detidas (indiretamente) pela JPMorgan Asset Management Holdings Inc. em 21 de Maio de 2015 baixou para 2.752.397 acções, representando 1,83% do capital social emitido e dos direitos de voto da empresa, refere um outro comunicado divulgado na CMVM.


**Level of Equivalence**: Functional Equivalence

**L**

**limited company**

**English (United Kingdom)**

**Subject Field**: Company Law - Formation and Incorporation

**Definition**: In a limited company the member’s liability when the company is wound up is limited to a fixed amount agreed with the company when they become members. The fixed amount is
either an amount payable on shares or an amount payable by guarantee.


**Context:** A limited company is an organisation that you can set up to run your business - it’s responsible in its own right for everything it does and its finances are separate to your personal finances.

**Context Source:** Companies House. Retrieved from https://www.gov.uk/business-legal-structures/limited-company

**Portuguese (Portugal) sociedade de responsabilidade limitada**

**Definition:** Numa sociedade que tenha responsabilidade limitada, os sócios ficam isentos das dívidas e dos prejuízos da sociedade, para além das suas participações iniciais.


**Context:** A aquisição pela sociedade de participações em sociedades de responsabilidade limitada abrangidas por esta lei cujo objecto seja igual àquele que a sociedade está exercendo, nos termos do número anterior, não depende de autorização no contrato de sociedade nem de deliberação dos sócios, salvo disposição diversa do contrato.


**M**

**member**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** A person becomes a member of a company when his name is entered in the register of members. For companies with a share capital the term is synonymous with shareholder.

**Context:** The subscribers of a company’s memorandum are deemed to have agreed to become members of the company, and on its registration become members and must be entered as such in its register of members.


**Portuguese (Portugal) sócio**

**Definition:** Pessoa que é parte de uma sociedade comercial de pessoas.


**Context:** O contrato de sociedade não está sujeito a forma especial, à excepção da que for exigida pela natureza dos bens com que os sócios entram para a sociedade.


**Level of Equivalence:** Functional Equivalence

**Note:** Even though a member of a public company would be a shareholder (accionista), in this case the option is the general term, also used in the Civil Code.

**memorandum of association**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** The document which under predecessor companies acts set out the basic details of a company: name, place of incorporation, objects, liability of the members and authorized share capital but under the Companies Act 2006 is a shorter document containing the names of the initial subscribers for shares and their agreement to form a company.


**Context:** The memorandum of association must be delivered to the registrar together with an application for registration of the company, the documents required by this section and a statement of compliance.
**Definition**: The value attached to a share when it is issued. The nominal value of a share need not bear any correlation to the market value of that share.


**Context**: The nominal value of the company’s allotted share capital must be not less than the authorised minimum.

formalmente ligado à acção e, bem assim, ao capital social (o qual, por sua vez, é computado pela soma do valor nominal da totalidade das acções emitidas).


Level of Equivalence: Full Equivalence

Phraseology: "acções com/sem valor nominal"

---


Context: The certificate must be signed by the registrar or authenticated by the registrar’s official seal.


Portuguese (Portugal) selo branco

Definition: Os selos brancos são usados para autenticação de documentos em papel, algo que é frequentemente exigido por lei.

Definition Source: Imprensa Nacional da Casa da Moeda https://www.incm.pt/portal/mpm_sbs.jsp

Context: Nas certidões, boletins ou em outros documentos expedidos pela conservatória deve ser aposto o selo branco de modelo oficial junto da assinatura do funcionário.

Definition Source: Base de dados jurídica. Decreto-Lei nº 131/95 de 06-06-1995 http://bdjur.almedina.net/item.php?field=tem_id&value=393197

---

O

official seal

English (United Kingdom)

Subject Field: Company Law - Formation and Incorporation

Definition: the name that is given to the imprint or seal that is placed on an official document by the public official
**private company**

**English (United Kingdom)**

Subject Field: Company Law - Formation and Incorporation

**Definition**: A company whose shares are not openly traded and can only pass to another person with the agreement of other shareholders.


**Context**: A private company, unlike a public company, may not seek finance by offering its shares to, or borrowing money from, the public at large. On the other hand, a private company is exempt from some of the formal requirements of a public company. For example, an English private company does not need a minimum level of share capital to register or commence trading.

private company limited by guarantee

**Definition:** This company does not have a share capital and its members are guarantors rather than shareholders. The members’ liability is limited to the amount they agree to contribute to the company’s assets if it is wound up.

**Definition Source:** Companies House – Incorporation and names

**Context:** Companies limited by guarantee are widely used for charities, community projects, Community Interest Companies (CIC), social enterprises, clubs (including Community Amateur Sports Clubs (CASC), societies and other similar bodies. Most guarantee companies are not-for-profit companies, that is, they do not distribute their profits to their members but either retain them within the company or use them for some other purpose. (...) In a company limited by guarantee, the liability is limited to the amount of the guarantee set out in the company’s articles, which is typically just £1.

**Context Source:** Company Law Club
http://www.companylawclub.co.uk/types-of-companies

---

private company limited by shares

**Definition:** Most limited companies are ‘limited by shares’. This means that the shareholders’ responsibilities for the company’s financial liabilities are limited to the value of shares that they own but haven’t paid for.

**Context:** Companies limited by guarantee are widely used for charities, community projects, Community Interest Companies (CIC), social enterprises, clubs (including Community Amateur Sports Clubs (CASC), societies and other similar bodies. Most guarantee companies are not-for-profit companies, that is, they do not distribute their profits to their members but either retain them within the company or use them for some other purpose. (...) In a company limited by guarantee, the liability is limited to the amount of the guarantee set out in the company’s articles, which is typically just £1.

**Context Source:** Company Law Club
http://www.companylawclub.co.uk/types-of-companies

---

**Note:** False friend: empresa privada. It means the opposite of a state owned company. O português recuperou 50% do capital da TAP, mas esta continua a ser uma empresa privada.” Económico
<table>
<thead>
<tr>
<th><strong>private limited company</strong></th>
<th><strong>public company</strong></th>
</tr>
</thead>
</table>
| **Definition Source:** Companies House  
https://www.gov.uk/business-legal-structures/limited-company | **Definition Source:**  
http://www.ltdcompany.co.uk/company-formation/private-limited-company/ |
| **Context:** In a company limited by shares, the shareholders’ liability is limited to the amount the shareholder has agreed to pay for his or her shares. | **Context:** If the company is a private limited company then its name must end with the word ‘limited’ or the abbreviation ‘Ltd’.  
| **Level of Equivalence:** Non-equivalence | **Level of Equivalence:** Non-equivalence |
| **Note:** Functional equivalent for documents with no legal effect: sociedade por quotas | **Note:** Functional equivalent for documents with no legal effect: sociedade por quotas. |

**Portuguese (Portugal)**  
sociedade de responsabilidade limitada por acções e fechada

**private limited company**  
*English (United Kingdom)*  
**Subject Field:** Company Law - Formation and Incorporation

**Definition:** The UK Private Limited company is a company limited by shares, and this type of UK Company cannot be publicly traded. A Private Limited Company, sometimes simply called a Limited company, is the most common type of UK incorporation service requested.

**public company**  
*English (United Kingdom)*  
**Subject Field:** Company Law - Formation and Incorporation
**Definition:** A company that has issued shares to the public (and thus has public ownership) through and is now listed on a stock exchange (listed company; publicly listed company) or traded over-the-counter. Also described as a publicly held company, whose shares are publicly traded.


**Context:** A public company's shares can be offered to the public and listed, and the principal practical difference between public and private companies is that a public company can, if it is large enough and satisfies the conditions for listing, obtain large amounts of low-cost capital through public issues of shares on the London Stock Exchange. Companies can offer shares and debentures for sale to the public and these shares can be listed on the London Stock Market.


**Portuguese (Portugal) sociadade aberta**

**Definition:** Considera-se sociedade com o capital aberto ao investimento do público, abreviadamente designada neste Código «sociedade aberta»: a) A sociedade que se tenha constituído através de oferta pública de subscrição dirigida especificamente a pessoas com residência ou estabelecimento em Portugal; b) A sociedade emitente de acções ou de outros valores mobiliários que confiram direito à subscrição ou à aquisição de acções que tenham sido objecto de oferta pública de subscrição dirigida especificamente a pessoas com residência ou estabelecimento em Portugal.


**Context:** A decisão da sociedade de sair do mercado, sendo voluntária, pode manifestar-se de duas formas: solicitando a exclusão da negociação das ações ou requerendo a perda da qualidade de sociadade aberta.

**Context Source:** https://run.unl.pt/bitstream/10362/16994/1/Botelho_2014.pdf
public company limited by shares PLC

**Level of Equivalence:** Functional Equivalence

**Phraseology:** "perda da qualidade de sociedade aberta"

**Note:** "sociedade de capital aberto". False friend: "empresa pública". "São empresas públicas as organizações empresariais constituídas sob a forma de sociedade de responsabilidade limitada nos termos da lei comercial, nas quais o Estado ou outras entidades públicas possam exercer, isolada ou conjuntamente, de forma direta ou indireta, influência dominante, nos termos do presente decreto-lei." Decreto-Lei n.º 133/2013. Retrieved from https://dre.pt/pesquisa/-/search/500215/details/normal?q=Decreto+n.%C2%BA%20133%2F2013%2C%20outubro

**Definition:** Like private limited companies, public limited companies have the advantage that they are a separate legal person and the liability of the shareholders for what the company does is limited to the amount they have paid (or have yet to pay) for their shares. However, public limited companies can offer their shares for sale to the general public; private limited companies cannot. For this reason all the major UK companies whose shares are traded on the Stock Exchange have to be public limited companies. Many holding companies are also public limited companies, even if they are not traded on a stock exchange – simply because there is more ‘prestige’ associated with public limited companies than with the ‘everyday’ private limited company.

**Definition Source:**

**Context:** The final type of corporation aggregate is a company limited by shares. Each member’s liability is limited to the amount, if any, unpaid on the shares held by him/her. A company limited by shares can either be a “private company” or a “public company”.

**Context Source:**
https://www.insolvencydirect.bis.gov.uk/technicalmanual/Ch73-84/Chapter%2075/Part%2003/Part%2003.htm

Portuguese (Portugal) **sociedade de responsabilidade limitada por acções e aberta**

**Level of Equivalence:** Non-equivalence
registered number

Definition: When a company is registered it is given a registered number, often called the company number. This number appears on the certificate of incorporation and the register of companies.


Context: The Registrar of Companies maintains various details of companies through a public register held at Companies House. These include: Current and previous names, registered number and address, principal business and financial year-end date.

R

registered number

English (United Kingdom)

Subject Field: Company Law - Formation and Incorporation

Definition: When a company is registered it is given a registered number, often called the company number. This number appears on the certificate of incorporation and the register of companies.


Context: The Registrar of Companies maintains various details of companies through a public register held at Companies House. These include: Current and previous names, registered number and address, principal business and financial year-end date.

Note: False friend: empresa pública. Please see entry for public company. Functional equivalent for documents with no legal effect: sociedade anónima. However, a "sociedade anónima" may be private (fechada) or public (aberta).
registered office

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation

Definition: The address of the office of a company to which formal notices and legal documents should be addressed and sent.


Context: A company must at all times have a registered office to which all communications and notices may be addressed.


Portuguese (Portugal) sede social

Definition: Sede da sociedade – sede social ou estatutária (...) é o lugar concretamente definido onde a sociedade se considera situada para a generalidade dos efeitos jurídicos em que a localização seja relevante.


Context: A sede da sociedade deve ser estabelecida em local concretamente definido, disposição em contrário no contrato da sociedade, a administração pode deslocar a sede da sociedade dentro do território nacional. sede da sociedade constitui o seu domicílio, sem prejuízo de no contrato se estipular domicílio particular para determinados negócios.

Registrar of Companies

Definition: The Registrar of companies keeps an official record of all incorporated businesses.


Context: On the registration of a company, the registrar of companies shall give a certificate that the company is incorporated.


Registo Comercial

Definition: O registo comercial é o serviço onde se registam os comerciantes e as pessoas coletivas que genericamente se designam sociedades comerciais e outras figuras afins.

Definition Source: http://direitoeconomia.com/2013/12/registro-comercial-natureza-e-principios/

Context: O registo comercial destina-se a dar publicidade à situação jurídica dos comerciantes individuais, das sociedades comerciais, das sociedades civis sob forma comercial e dos estabelecimentos individuais de responsabilidade limitada, tendo em vista a segurança do comércio jurídico.

Context Source: Código do Registo Comercial

Level of Equivalence: Functional Equivalence

Note: Can also be translated as "Conservatória do Registo Comercial"
secretary

*English (United Kingdom)*

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** In England, every public company must have a company secretary. Private companies may choose whether they wish to have one. The company secretary is responsible for various administrative duties, including the preparation and keeping of minutes, dealing with share transfers, maintaining a register of members and debenture holders, a register of directors’ share interests and sending notices of meetings. As an officer of the company, he owes fiduciary duties to the company in a similar way to directors.


**Context:** Even if you have a company secretary, the directors are legally responsible for the company.

**Context Source:** GOV.UK. Running a limited company. Retrieved from https://www.gov.uk/limited-company-form
ou da comissão executiva; h) Certificar o conteúdo, total ou parcial, do contrato de sociedade em vigor, bem como a identidade membros dos diversos órgãos da sociedade e quais os poderes de que são titulares; i) Certificar as cópias actualizadas dos estatutos, das deliberações dos sócios e da administração e dos lançamentos em vigor constantes dos livros sociais, bem como assegurar que elas sejam entregues ou enviadas aos titulares de acções que as tenham requerido e que tenham pago o respectivo custo; j) Autenticar com a sua rubrica toda a documentação submetida à assembleia geral e referida nas respectivas actas; l) Promover o registo dos actos sociais a ele sujeitos.


**Context:** As sociedades emitentes de acções admitidas à negociação em mercado regulamentado devem designar um secretário da sociedade e um suplente. O secretário e o seu suplente devem ser designados pelos sócios no acto de constituição da sociedade ou pelo conselho de administração ou pelo conselho de administração executivo por deliberação registada em acta.


**Level of Equivalence:** Full Equivalence

**Note:** One can simply use "secretário" which also occurs in the reference corpus but under the heading of "secretário da sociedade" (Section VII) of the CSC (Código das Sociedades Comerciais).

---

**share**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** Shares can be defined as the interest held by a shareholder in a company, measured by a sum of money in order to assess the shareholder’s liability and dividend rights.

**Context:** An important way of financing a company is by issuing shares. (…) As a share gives a shareholder a stake in a company, the shareholder also becomes a member of the company. A company can issue various types of shares.


---

**Portuguese (Portugal) acção**

**Definition:** As ações são valores mobiliários que representam uma parcela do capital social de uma sociedade anónima.


**Context:** O capital social de uma empresa corresponde à soma das quotas partes subscritas pelos sócios, refletindo na data da constituição o valor do património. O capital social poderá ser representado por quotas, o que acontece numa sociedade por quotas (art.º 197.º CSC), ou por ações, o que acontece numa sociedade anónima (art.º 271.º CSC).


**Level of Equivalence:** Functional Equivalence

**Note:** The term can also be translated as "quota" in the case of a private company or as a more generic term, "participação social".

---

**share capital**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** This is capital raised by the issue of the company’s shares. It represents the shareholders’ investment in the company, which becomes part of the company’s overall assets. Share capital becomes the property of the company and the shareholder does not become a
creditor of the company.


**Context**: In the case of a company having a share capital, the subscribers to the memorandum become holders of the shares specified in the statement of capital and initial shareholdings.


**Portuguese (Portugal) capital social**

**Definition**: O capital social de uma empresa corresponde à soma das quotas partes subscritas pelos sócios, refletindo na data da constituição o valor do património. O capital social poderá ser representado por quotas, o que acontece numa sociedade por quotas (art.º 197.º CSC), ou por ações, o que acontece numa sociedade anónima (art.º 271.º CSC).


**Level of Equivalence**: Functional Equivalence

**Phraseology**: capital social representado por quotas; capital social representado por acções

**shareholder**

**English (United Kingdom)**

**Subject Field**: Company Law - Formation and Incorporation

**Definition**: One who holds shares in a company. Shareholders are also commonly referred to as members, owners and stockholders.

**Context:** As a company will need to have directors, it is not possible to register a company without specifying who the first directors should be. Generally, there is no requirement that the directors of a company should also be shareholders, although they very commonly are.


**Portuguese (Portugal) accionista**

**Definition:** Pessoa que possui acções de uma sociedade anónima ou sociedade em comandita por acções.


**Context:** Os acionistas têm, contudo, o direito de voto em diversas matérias, nomeadamente: eleição dos membros do conselho de administração e de fiscalização, deliberar sobre propostas de fusão, aumentos ou reduções do capital, deliberar sobre relatórios de gestão e contas consolidadas e propostas de aplicação de resultados… Por norma, a cada ação corresponde um voto, mas os estatutos podem determinar outras regras.


**Level of Equivalence:** Functional Equivalence

**Note:** In Portuguese private companies (sociedade por quotas), a shareholder is a "sócio" and in public companies he is called "accionista".

---

**statement of capital and initial shareholdings**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** If a company is to have a share capital (…), the application to register must contain a statement of capital and initial shareholdings. (…) The statement of capital and initial shareholdings records
what shares the company will issue when it is registered and who will own them.


**Context:** Public companies and private companies limited by shares must have a share capital. Incorporators are required to register a statement of capital and initial shareholdings on registration indicating the number of shares to be taken on formation by the subscribers and their nominal value (...).


**Portuguese (Portugal) declaração de capital social e participações**

**Level of Equivalence:** Non-equivalence

**statement of compliance**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** The statement of compliance required to be delivered to the registrar is a statement that the requirements of this Act as to registration have been complied with.


**Context:** Both subscribers in companies limited by guarantee and those limited by shares must complete part 5 for the IN01 form’s statement of compliance.

**Context Source:** Complete Formations. https://www.completeformations.co.uk/form-in01.html

**Portuguese (Portugal) declaração de cumprimento dos requisitos de registo**

**Level of Equivalence:** Non-equivalence

**statement of guarantee**

**English (United Kingdom)**

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** The statement of guarantee is essentially an undertaking, given by the founder members of the company, to contribute to the assets of the company up to a specified amount in the event of it being wound up. New members must also
agree to make the same contribution.


**Context:** To register a company limited by guarantee, the subscribers (a.k.a guarantors) must complete a Statement of Guarantee during the company formation process. This is a statutory requirement under section 11 of the Companies Act 2006. The purpose of the Statement of Guarantee is to outline the circumstances under which the guarantors have to pay their guarantees.

**Context Source:** Rapid Formations. Companies limited by guarantee. Retrieved from https://www.rapidformations.co.uk/blog/companies-limited-by-guarantee/

Portuguese (Portugal) declaração de garantia

**Level of Equivalence:** Non-equivalence

**statement of proposed officers**

**Definition:** The statement of the company’s proposed officers required to be delivered to the registrar must contain the required particulars of—the person who is, or persons who are, to be the first director or directors of the company; in the case of a company that is to be a private company, any person who is (or any persons who are) to be the first secretary (or joint secretaries of the company; in the case of a company that is to be a public company, the person who is (or the persons who are) to be the first secretary (or joint secretaries) of the company.


**Context:** An application to register a company must include the following: (…) statement of proposed officers; proposed directors’ particulars including residential address and secretary’s particulars (if company is to have one).


Portuguese (Portugal) declaração de administradores e secretários
**subscriber**

*English (United Kingdom)*

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** A person who signs the memorandum of association of a new company and who joins with other members in paying for a specified quantity of shares in the company, signing the articles of association, and appointing the first directors.


**Context:** Where a subscriber to the memorandum is to take shares of more than one class, the information required under subsection (4)(a) is required for each.


---

**subscriber**

*Portuguese (Portugal)*

**Definition:** Pessoa que assina um documento e assume as obrigações dele decorrentes; pessoa que subscreve acções de uma sociedade anónima.


**Context:** O contrato de sociedade deve ser reduzido a escrito e as assinaturas dos seus subscritores devem ser reconhecidas presencialmente, salvo se forma mais solene for exigida para a transmissão dos bens com que os sócios entram para a sociedade, devendo, neste caso, o contrato revestir essa forma, sem prejuízo do disposto em lei especial.


---

**Level of Equivalence:** Non-equivalence
subsidary

*English (United Kingdom)*

**Subject Field:** Company Law - Formation and Incorporation

**Definition:** A subsidiary company is one that is held by a parent company. It exists as a separate legal entity in its own right. However, there are situations when a parent company may be held liable for a subsidiary. For example, under recent English law, a parent company may under certain circumstances hold a duty of care to its subsidiaries’ employees. For accounting purposes, the parent company and its subsidiaries are treated as a single entity.


**Context:** Our law, for better or worse, recognises the creation of subsidiary companies, which though in one sense the creatures of their parent companies, will nevertheless under the general law fall to be treated as separate legal entities with all the rights and liabilities which would normally attach to separate legal entities.


---

*Portuguese (Portugal)*

**filial**

**Definition:** Uma filial é uma sociedade de direito português (...), tal como qualquer outra sociedade constituída no nosso país (...). O capital é detido majoritariamente pelas empresas mãe, exercendo estas, assim, directamente, uma influência dominante, quer porque detêm uma participação majoritária no capital, quer porque dispõem de mais de metade dos votos, ou podem designar mais de metade dos membros do órgão de gestão.

**Definition Source:** Instituto para Apoio a Técnicos Oficiais de Contas. Filiais e Sucursais. Retrieved from http://www.iatoc.org/detalhe.aspx?param=6xaQnimFh6ShlR4NKdOwDLXITbEvr/5Ilggjx3vXTzaqI1FEbJA4mNvRZjDPpnZ4rnR9ioEbob7ei+rT4sKgQz+hRnIEWS0eZsGaBxOLTQi1QCA9EB0ayiga4mB7En/8W7nDGVs=

**Context:** Mais de 15 entidades pediram informação adicional sobre a compra da filial em Espanha da Caixa Geral de Depósitos (CGD), entre elas o BCP e a Lone Star, segundo fontes do setor financeiro em Madrid. (...) Lisboa definiu
Definition: If there is no limit on the liability of its members, the company is an “unlimited company”.

Definition Source: Companies Act 2006

Context: An unlimited company – or private unlimited company, since an unlimited company must be set up as a private company – is a type of business available both in the UK and elsewhere. (...) If there is a formal liquidation, with the company lacking resources to pay off its debts, creditors have access to the personal assets of the unlimited company’s shareholders or members.

Context Source: Inform direct. Retrieved from
https://www.informdirect.co.uk/company-information/unlimited-company-what-is-it/

Portuguese (Portugal) sociedade de responsabilidade ilimitada

Definition: Sociedades em que todos os sócios são responsáveis, sem qualquer limite, por todas as dívidas contraídas pela sociedade, sendo-lhes exigido o respetivo pagamento nem que para isso tenham de vender o seu património pessoal.

Definition Source: Infopédia. Retrieved from
https://www.infopedia.pt/sociedade-de-responsabilidade-ilimitada
unlimited private company

Context: Um exemplo de sociedade de responsabilidade ilimitada é a sociedade em nome coletivo, ou seja, os indivíduos formam a sociedade e todos concordam em fornecer uma parcela do trabalho. Recebem uma parcela do lucro e partilham todos os prejuízos e todas as dívidas.


Level of Equivalence: Full Equivalence

unlimited private company

English (United Kingdom)
Subject Field: Company Law - Formation and Incorporation

Definition: It is possible to register at Companies House a private company which is unlimited, that is the members accept complete liability for the company’s debts. If the company needs money to pay its debts a call can be made on each of the shareholders to contribute a fixed amount on each share held by them.

Definition Source: Company Law Club http://www.companylawclub.co.uk/types-of-registered-companies

Context: An unlimited company has all the other features of a private company limited by shares. It is registered at Companies House, has members (usually shareholders), directors, articles, etc. Its major advantage is that it is not required to register annual accounts at Companies House. This type of company is suitable for a business where the risk of insolvency is very low or non-existent, or where it is important not to put the company’s accounts on the public register at Companies House. There are few unlimited companies, but this may be because their existence and advantage are not widely appreciated.

Context Source: Company Law Club http://www.companylawclub.co.uk/types-of-registered-companies

Portuguese (Portugal) sociedade de responsabilidade ilimitada e fechada

Level of Equivalence: Non-equivalence

Note: Functional equivalent for documents with no legal effect: sociedade em nome coletivo.
ANNEX 2

Concept Systems
English
Company law is contained in the Companies Act which regulates the application for registration process of the Registrar of Companies. The application is sent to the registrar who issues a Certificate of Incorporation which contains the company's official seal and registered number.
Company Law

- Company law
  - is contained in
    - Companies Act
      - regulates
        - Company formation
          - process of
            - Application for registration
              - send to
                - Registrar of Companies
                  - issues
                    - Certificate of incorporation
                      - incorporates
                        - Company
                          - contains
                            - Registered number
                              - Official seal

Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Portuguese
Portuguese Legal System
Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Portuguese Legal System

direito constitucional

branch of

direito processual

direito administrativo

direito trabalhista

branch of

direito civil

direito fiscal

direito penal

branch of

direito privado

branch of

Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Código das Sociedades Comerciais

→ regulates

→ process of

→ part of

→ is registered

→ issues

→ contains

Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Contrato Social

contrato social

contains

comprised of

entradas em dinheiro
entradas em espécie

comprised of

capital social

represented by

quota
acção

subscritores
órgãos da sociedade
denominação da sociedade
sede social
sócio / accionista
participações
firma da sociedade
objecto da sociedade

Terminology for Translators: A Termbase in the Domain of Company Law, Doctoral Dissertation by Maria do Céu Henriques de Bastos, Universidade de Vigo, 2018
Órgãos da Sociedade

- órgãos da sociedade
  - órgão de administração
    - gerência
      - gerente
    - conceito de administração
      - administrador
ANNEX 3

Incorporation Document Templates English and Portuguese (on CD)
ANNEX 5

Reference Corpora English and Portuguese

(on CD)
ANNEX 6
Stop Word Lists English and Portuguese
(on CD)
ANNEX 7

Keyword Lists English and Portuguese

(on CD)
ANNEX 8

Concordance Lists English and Portuguese

(on CD)