

Abstract

The objective of this thesis is to analyze legal framework of companies in private international law with focus on cross-border mobility of companies in the EU.

The work consists of an introduction, five chapters and a conclusion. In the first chapter, the basic terminology used in the work and terms of private international law, collision standards, legal entities (persons) and companies are presented and defined.

The second chapter is devoted to the personal statute of company and analyzes main theories of determining a personal statute – the incorporation theory and the real seat theory, their advantages and disadvantages are discussed and their comparison is mentioned at the end of the chapter. Incorporation theory enables cross-border transfer of company seats and defines law applicable to company forever, real seat theory has a protective function. Whereas incorporation theory uses the foundation of a company to determine applicable law, real seat theory uses the real seat of a company, the actual place where the company centers its activity.

The third chapter discusses the subject from the point of view of the EU law. The freedom of establishment as legal basis for the movement of companies within EU is analyzed as well as basic articles of primary law regarding right of establishment. Selected decisions of CJEU are analyzed. The analysis proves the influence of court's decisions on determination of personal statute.

The fourth chapter examines the subject from the point of view of the Czech law. Cross-border transfer is described in general. Subsequently, cross-border transfer of seat from the Czech republic abroad and from abroad to the Czech republic is described according to Transformation Act and Civil Code.

The fifth chapter provides an overview of the subject on the level of EU law in the context of cross-border seat transfer and analyzes the current legal framework of the EU on the basis of a recent briefing of the European Parliament and a study prepared for the European Commission.

The conclusion contains an overview of main points and an evaluation of the possibility of cross-border mobility of companies. Also, current insufficient harmonisation of legislation and fragmentation of national legislation are stated.