

Silent partnership – rights and obligations of the contracting parties

ABSTRACT

This thesis deals with a silent partnership while focusing on the rights and obligations of the contracting parties. It is divided into three chapters.

In the first chapter, the author at first presents the general characteristics of the silent partnership agreement, including a brief historical excursion. Great scope is given to comparing a silent partnership and a partnership. The conclusion that a silent partnership is a special kind (*lex specialis*) of partnership is reflected in the following chapters.

Next two chapters describe the mutual rights and obligations of the contracting parties; the second chapter deals with the rights and obligations of the silent partner and the third chapter deals with the rights and obligations of the entrepreneur. These are the most significant chapters of the thesis, in which the individual rights and obligations of the contracting parties are analysed while the author identifies some problematic aspects that can lead to interpretative and application difficulties and then offers possible solutions. The fact that silent partnership is a special kind of partnership causes that the contracting parties are (as well as partners of the partnership) bound by duty of loyalty. However, the duty of loyalty just as many other rights and obligations of the contracting parties may be subject to the provisions of the contracting parties, which derogate or change them, because most of the provisions regulating a silent partnership are non-mandatory. This corresponds to the guiding civil law principle of autonomy of will and allows contracting parties to adjust the silent partnership agreement according to their individual needs.

Because of the silence of a silent partnership, it is unclear how much the silent partnership agreement is used in practice. However, it is certainly a very interesting institute, which enables a person to participate in the business of another. The submitted thesis will bring the reader closer description of the silent partnership and provide further information about the rights and obligations of its contracting parties, including a clarification of some of the controversial aspects of the regulation.