

Summary:

The theme of this thesis, I chose to follow in my dissertation, in which I dealt with general rights and duties of members of limited liability company. One of the main duties of members in this type of company is to provide the contribution to the registered capital of the company. During the studying this issue my attention has been caught by a relatively visible and discussed change of the minimal contribution to the registered capital, which is included in a draft of the new Commercial Code. This proposed change relates to discussions about the capital of limited liability company and a diversion from its guarantee function. The draft preserves and let me say than even more support the nature of a limited liability company, how it is considered by legislators, as a form of the company which has the minimum of regulations and is formed when the undertaking due to trade Act is not sufficient. It's cheap and simple foundation should help the company to succeed in the competitions of law regulations. Although otherwise the Czech legislators tries to deliberate the prudent implementation of European law, the reduction of the contribution obligation and a diversion from the protective function of the registered capital of limited liability company is in line with modern tendencies in other European jurisdictions.

This thesis consists of three interconnected chapters. In the first chapter I try to describe the nature of the limited liability company. The characterization by the differences of this type of company from the other types helps me with this task. In the second chapter I focus on the main aspects of the issue of contribution and contribution obligation to the registered capital of limited liability company, both before its creation and during its existence. Absolutely deliberately and due to a reasonable length of this thesis I failed the contribution obligation outside the registered capital. Because of interconnectedness of the issue of contribution and issue of registered capital and its function I also deal with the issue of the registered capital and its function in the limited liability company. The third chapter is a description of the general basis, conceptual changes and specific changes which are brought by the new Commercial Code.

The aim of this thesis is to characterize the limited liability company, the contribution to the company and its suitability or unsuitability for a particular type of business. One of the main reasons, why the limited liability company is classified as a capital company is just the contribution obligation of its members and the formation of registered capital. That is also why the issue of the contribution to registered capital is a merit of this work. The final

chapter is a description of the general basis, conceptual changes and specific changes in the draft of the new Commercial Code. All chapters builds on each other and forms a logical whole, which describes the current and also future construction of the contribution obligation to the limited liability company.

This work does not simply list the positives of the draft, but most of proposed changes I perceive positively and rate as a step in a right way.

Although one of the main characteristic of limited liability company is the contribution, contribution obligation and the creation of its registered capital, new Commercial Code directly classifies this type of company as a capital. Reduction of the contribution obligation to registered capital to the minimum and the diversion from its guarantee function does not hurt or dramatically change the nature of this company and even more give it a great chance to succeed in the competition of law regulations.