

Abstract and keywords

De facto and shadow director as (at the same time) an influential person

The subject of this thesis are de facto and shadow directors as (at the same time) an influential person. The main aim of this thesis is to answer the question whether a de facto member of the statutory body can be an influential person at the same time. However, the text of the thesis raises several questions that are closely related to the issue of the liability regime of de facto and shadow directors. The thesis answers all the questions raised and reaches its solution. As there is yet a minimum of sources and case law on the subject, this thesis can make a useful contribution to the professional debate.

This thesis consists of an introduction, five chapters and a conclusion, progressing in form from the older to the newer.

However, the first chapter first analyses the institutes of the de facto director and shadow director in the United Kingdom, the findings from this chapter are then used throughout the thesis. The focus is primarily on the case law developments there.

The second chapter is already from the Czech environment, and I see it as important to understand the context and development of the new legal regulation of de facto and shadow directors. It discusses the regulation of de facto directors and shadow directors in the Commercial Code, but also the regulation in the Business Corporations Act before the amendment No. 33/2020 Coll.

The regulation of influence, which preceded the regulation of de facto directors and shadow directors, is discussed in chapter three. To address the primary objective, it is crucial to understand who an influential person is and to look at potential interpretative issues.

De facto directors and shadow directors in the current legal regulation are discussed separately as distinct institutes in chapter four.

Chapter five addresses the primary question of this thesis, whether a de facto director or shadow director at the same time an influential person. I present arguments for and against extending the regulation of influence to de facto directors and shadow directors from various perspectives and conclude.

Key words: de facto director, shadow director, influential person