

English summary

The aim of the thesis is to present the possible ways of a relocation of a registered office of a company to other member state of the European Union. Furthermore, I tried to focus on common complication which can be faced in practical realization of such transfer, as well as on forthcoming legislation and possible perspectives which can be expected. I believe that this topic is very current and progressive and that the wish for cross-boarder movability of companies will be increasing.

The thesis is composed of ten chapters, each of them dealing with different aspects of relocation of the registered office. Chapter One is introductory and defines basic terminology used in the thesis and reasons why I've devoted myself to this subject matter.

Chapter Two examines the term "personal statute of a company". The chapter consists of six parts. Part One focuses on registered office of a legal entity. Part Two investigates the term personal statute itself. Part Three addresses the issue of theory of the Registered office and the Part Four the opposite theory of Incorporation. Part Five briefly introduces some other theories and Part Six contains a summary and my own opinion.

Chapter Three is subdivided into three parts and provides an outline of relevant Czech legislation. Part One illustrates the Czech Civil Code. Part Two looks at relevant provision of the Czech Commercial Code and Part Three describes the Czech International private and procedural law Act.

Chapter Four concentrates on relevant regulation stated in the law European Union, especially on articles 49 to 54 of the Treaty on function of European Union.

Chapter Five consist of summaries of relevant 7 cases of European Court of Justice. The Part Eights then consists of summary and expectations.

Chapter six focuses on draft of 14th Company law Directive on transfer of the registered office.

Chapter Seven concentrates on cross boarder merger of capital companies. The 10th Company law Directive and relevant national laws are mentioned there.

Chapter Eight is subdivided in four parts in which the European supranational forms of companies are explained, i.e. the European economic interest grouping, European Company, European cooperative society and prepared European private company.

Chapter Nine than contains critical view on current European legislation, as well as the national Czech regulation.

Finally the conclusions are drawn in Chapter Ten, which contains the brief summary and own suggestions.