

Resumé

A joint stock company is a very common type of a company to which many legal provisions are dedicated. Since a joint stock company represents much more complicated legal entity, compared to other types of companies, the regulation of the organizational structure of a joint stock company is very detailed. The supreme body of a joint stock company is the general meeting, which has an irreplaceable function within the organizational structure of the company. General meeting is the most important organ of a joint stock company by means of which the shareholders exercise their right to participate on the management of the company and decide the most important matters.

The theme of my thesis: “General meeting of the joint stock company” is rather complex. Since the detailed study of this theme would significantly exceed the scope of this thesis, I decided to write about a specific phase of the general meeting, i.e. the convention of the general meeting, the course of the general meeting and passing of the resolution of the general meeting. I write about general meetings of those joint stock companies, whose securities were not admitted to trading on a regulated market, because they represent the majority of the joint stock companies and they are much more common.

In the introductory chapter I talk about the organizational structure of the joint stock company and about the general meeting as the supreme body of the joint stock company. The following chapter explains the principles of the convention of the general meeting. Firstly I introduce the types of general meetings and I describe who is entitled to convene the general meeting. Then I explain when the general meeting is convened duly and in time, i.e. the problem of the invitation to the general meeting and the notice about the general meeting. I also refer to the legal status of the invitation and of the notice.

The next chapter describes the course of the general meeting. I talk about the attendance of the shareholder at the general meeting and I explain when the shareholder can be substituted

by a proxy. In the following chapter I point out the importance of the list of present shareholders regarding the quorum of the general meeting and the legal provisions which enable other people than the shareholders to attend the general meeting. Then I describe the competence of the general meeting to pass resolutions and the consequences of the absence of such competence with respect to the following course of the general meeting. I explain what are the mandatory organs of the general meeting and what are their duties during the convention of the general meeting and afterwards. I also mention questions of creating the program and possible changes of the course of the general meeting, as well as some procedural matters.

The last chapters deal with voting of the shareholders at the general meeting with emphasis on ways the shareholders may exercise their voting rights, the results of such voting in the form of a decision or a resolution of the general meeting.

In the course of individual chapters I try to refer to the most discussed and controversial matters the legal practice must deal with respecting the opinions of the leading authors of theory of law and judicature of the Supreme Court.

The end of this thesis summarizes the most important conclusions of previous chapters and evaluates the relevant positive legal regulation.