

Abstract

The title of this master thesis is “Formation, incorporation and invalidity of business company”. The study is based on the Czech law contained mainly in the Commercial Code. The first part of the thesis describes the entire constitution process of a new business company. The second part focuses on issues related to invalidity of a business company.

The Czech Commercial Code distinguishes six forms of business companies - general commercial partnership (unlimited partnership), limited partnership company, limited liability company, joint-stock company, European company and European economic interest grouping. Constitution process of a new business company can be divided into two phases – establishment of a business company and creation of a business company. Each of these phases contains specific issues that are analysed in particular chapters of the study. The thesis is composed of seven chapters.

Chapter One provides general characteristics of a business company including its legal regulation. Chapter Two deals with establishment of a business company. It describes business company’s founder and focuses on issues related to the founder's deed including its substantial requirements. Chapter Three examines legal position of a business company prior to its creation. It addresses issues related to acting on behalf of a business company prior to its creation and describes proceeding required for obtaining of a business authorization. The final part of the Chapter Three concentrates on filling of company’s registration motion into the Commercial Register. Chapter Four describes recording of a company into the Commercial Register. Creation of a new legal entity is realised by recording of a company into the Commercial Register. The following chapter examines issues related to invalidity of a business company. That chapter contains general description of this matter and defines particular reasons for invalidity of a company.

Chapters Six and Seven focus on establishment and creation of European economic interest grouping and European company. The final chapter describes the most significant changes introduced by the new law that was adopted in the framework of the recodification of the private law.