

ABSTRACT

The topic of the thesis „Formation, Incorporation and Invalidity of the Business Company“ has been chosen by the author due to its permanent topicality. The goal is to analyse process of formation and incorporation of business companies according to the Czech legislation. The incorporation of new juridical person consists of two-stage process of establishment. This thesis is primarily based on the analysis of definitions of laws, expert publications and on examples of judicial decisions. It shows risk of insufficient or incorrect formulation in the Articles of Association. With the detection of serious drawbacks in founding legal action, the existing company is threatened with resolution of its invalidity.

The thesis is divided into seven parts including introduction and conclusion. The second chapter, most comprehensive, deals with the essentials of form and content of Articles of Association. The part dealing with content essentials is furthermore divided into five subchapters depending on figures, which the Articles of Association must contain so that a company can be properly incorporated. The third chapter describes a process how to get an entrepreneurship authorization aimed on Trade Certificate. The fourth chapter analyses the form of power of attorney, which is required when an associate is represented by his proxy in the course of formation and incorporation of company. Herein, the author pays attention to unclarity of legal interpretation and deals with the controversial resolution of the Supreme Court, which relates to imposed form of power of attorney. The fifth chapter is devoted to a process that precedes the incorporation of Business Company. Firstly, an institute of representing the preliminary business company is described, secondly the chapter provides essentials of proposal for certificate of incorporation. Last part of the thesis deals with the invalidity of the Business Company and analyses the cases that can cause an annulment of existing company.