

# **Companies in private international law**

## **Abstract**

The purpose of my thesis is to analyze the regulation of companies in private international law with the focus on the possibilities of cross-border movement of companies. In today's globalized society, the mobility of companies affects both economy of the state and lives of the employees, creditors and other parties. It is therefore subject to regulation. State's conflict of laws rules are based on two main methods to determine the status of the company, i.e. the incorporation doctrine and the real seat doctrine. These two doctrines are clashing in many aspects.

The thesis is composed of an introduction, followed by five chapters, and a summary. Chapter One is introductory and defines basic terminology used in the thesis: the terms company and private international law.

The second chapter explains the concept of status of a company and analyses the incorporation theory, the theory of real seat and the theory of super-addition. It also deals with the cross-border transfer of seat.

Chapter Three examines Czech legislation regarding the personal status of a company. It explains the historical background and recent Czech concept of the incorporation theory, addresses the issue of seat in Czech law and investigates the regulation of cross-border transfer of seat.

The fourth chapter deals with the topic from the European perspective. It investigates the primary law and the freedom of settlement, outlines the relevant case law and addresses the European legislation aimed at easing the cross-border mobility of companies.

Chapter Five deals with the Swiss regulation of company law. Swiss concept of incorporation theory is examined. It also describes the legal relations between Switzerland and EU and compares the differences in Swiss-Czech and Swiss-German conflict of law rules.

The Conclusion summarizes the acquired knowledge and evaluates the possibilities of cross-border mobility of companies. Whereas the tendency of EU to ensure the free movement of companies has resulted in numerous legislation, the conflict between the main two doctrines still remains an issue outside EU law and is a challenge for the future.