

Bodies of limited companies in liquidation

Abstract

This diploma thesis shows the position of the liquidator and the relation with other bodies of the stock corporation in process of liquidation of the stock corporation (further referred as “company”). There is an ambiguous interpretation of current legal regulations about the liquidation of legal entities, liquidator itself and particularly terms of reference of company authorities in liquidation. There are also a lot of arguably legal question about this relation that is answered in this thesis.

The purpose of this thesis is not a just definition of liquidator or valuation of problematic areas according to liquidator’s position. The thesis is also targeted on the activity of liquidator inside and outside the company related to solving reciprocal relation between liquidator and authorities of the company. The thesis is using critical analysis method of existing law regulations and contemporary legislation, judgments, articles to solve controversial questions which have not been removed during recodification of civil law which united civil and commercial adaptation of liquidation of the company. During this recodification was also changed the mode of acquisition of competence of statutory authority by the liquidator of the company.

The diploma thesis consists of five chapters.

The first chapter lists basic aspects of liquidation of the company, particularly terms and definitions of liquidation that are essential for further parts of the thesis.

The second chapter concerns with liquidator itself and his appointment. There is also discussed if the liquidator is part of the inner structure of the company.

The following chapters deal with the scope of the liquidator in context with general meeting, statutory authority and board of supervisors of the company. There are also stated changes with these listed parts when the company enters the liquidation. The main topics that are discussed broader are: “Scope of the general meeting and the transition when the company enters liquidation.“; “Existence of the statutory authority.“; “Who is authorized to call a general

meeting for the company in liquidation status.“; “Relation between liquidator and the board of supervisors of the company.“

The conclusion of the thesis contains answers to outlined controversial juristic questions related to the relationship between liquidator and other authorities of the company. Despite that, the legislation of liquidation is considered as the successful definition of the scope of authorities of the company in liquidation and their transfer to liquidator the legislation contains according to the conclusion of the thesis some interpretative confusions which would be appropriate to specify. The main reason of specification of these interpretative confusions is not to question liquidators' competitions in process of annulment of a capital company in liquidation.