

Abstract

The diploma thesis revolves around the theme of the conditions of creating a pledge over a share in a business corporation. The author aims to answer the question of which shares in business corporations can be subject to a pledge and under what conditions. Additionally, the work explores how members of individual business corporations can influence these conditions, and to what extent.

To achieve this goal, the work is divided into five chapters. The first chapter examines the ability of a share in a corporation to become a pledge from the perspective of civil law. Attention is given to the requirements for the characteristics of pledge set forth in the Civil Code and their reflection in the requirements for creation of a pledge over a share in a corporation. The possibility of incorporating certain shares in a corporation into a security or registered security taken into account. Possible approaches to the applicability of the general regulation of pledge of a share to a security representing a share, are presented.

The second chapter deals with the legal prerequisites for the ability of a share in individual business corporations to become a pledge. The material reason for such a setup is examined, especially in cases where legal regulations imply that a share in the respective business corporation is completely non-transferable. Considerable space is devoted to the issue of ability of securities representing a share in a business corporation to become a pledge.

The third chapter addresses the issue of corporate restrictions on the ability of a share in a business corporation to become a pledge. The procedures for introducing these restrictions into the founding legal act of a business corporation and the effects they trigger are described. Special attention is given to two basic forms of corporate restrictions on ability of a share in a business corporation to become a pledge, which are compared at the end of the chapter, taking into account the extent to which they satisfy the interests of the parties to the pledge agreement, the given business corporation, and its members.

The fourth chapter introduces the possibility of determining the conditions and restrictions on ability of a share in a business corporation to become a pledge in the form of an obligation. Differences in the effects of such restrictions compared to corporate restrictions are highlighted. The possibility of a one-time waiver of corporate restrictions on ability of a share to become a pledge is also presented. The closing part of the chapter also addresses the so-called negative pledge.

The fifth chapter presents a comprehensive conclusion of the diploma thesis and *de lege ferenda* recommendations based on the conclusions formulated earlier in the diploma thesis.

Key words: pledge, share, corporation