

Abstract

The diploma thesis deals with the topic of judicial review of the decision of the general meeting of a commercial corporation. It pays attention to the general meeting of a business corporation, its importance for the management of a business corporation, the decision of the general meeting of a business corporation, the protest against the decision of the general meeting as the basic premise of the judicial review of the decision of the general meeting.

It also defines general grounds on the nature of the proceedings and the judicial review of the general meeting's decision in uncontested proceedings, as well as the issues related to the initiation of the proceedings and procedural conditions and the status of the parties. It examines the involvement of the public prosecutor, the conduct of the proceedings and the evidence. Separately, it defines the scope of the review of defects of the decision of the general meeting in the registry proceedings, where it focuses on the formal and substantive review in the registry proceedings in relation to defects of the decision of the general meeting.

One of the objectives of this thesis was, besides the effort to provide a comprehensive treatment of the topic, also an effort to analyse specific principles and institutes of this form of civil proceedings, including its impact on the proceedings for the declaration of invalidity of a corporate body. One of the working methods used in this thesis is the comparative method, where the institutes of Czech civil procedure are compared mainly with German and Austrian civil procedural institutes.

In connection with the entry into force of the Act on special court proceedings, the proceedings in disputes between commercial corporations, their members or partners, as well as between members or partners among themselves, if they arise from participation in a commercial corporation, and in disputes between commercial corporations, their members or partners and members of their bodies or liquidators, if they concern relations relating to the performance of the functions of members of the bodies or liquidation, continue to be subject to regulation in the Civil Procedure Code. At the same time, proceedings in status cases of legal entities were removed from the Civil Procedure Code and incorporated into the Special Court Proceedings Act.

The scope of persons entitled to invoke the invalidity of a decision of a body of a commercial corporation is regulated by the Commercial Corporations Act. In view of the

applicable legislation, it must be concluded that the proceedings for the annulment of a resolution of the general meeting of a joint stock company, or for the annulment of a decision of the sole shareholder adopted in the capacity of the general meeting of a joint stock company, is a proceeding in the status of a legal person and is a so-called uncontested proceeding in which no interventions are admissible.

Key words

resolutions of the general meeting

nullity of the resolution of the general meeting

uncontested civil proceedings

review of the resolution of the general meeting