

# **Companies in private international law**

## **Abstract**

This master's thesis addresses one of the significant aspects of private international law, namely company law. In the context of increasing globalisation, companies' interests and very existence cut across many different jurisdictions and create complex legal challenges.

The main aim of this paper is to focus specifically on a company's personal statute as a very elementary essence of the company in the international environment, which derives from the nature of its domicile or incorporation. It also regards cross-border mobility, a related key issue that is also analysed in detail in the paper.

The topic in question, i.e. companies in private international law, is given the following structure: introduction, four chapters, and conclusion, all together forming a coherent framework.

The introduction presents the topic and introduces the reasons why the author decided to approach it.

The first chapter defines the underlying terminology, such as conflict of laws, company and foreign company.

The second part focuses on the personal statute and its fundamental criteria, such as the incorporation principle and the real seat principle, and its impact on the legal status of companies, including the phenomenon known as the Delaware effect. In addition, some of the lesser-known criteria of personal status are not overlooked as well.

The third chapter deals with a transfer of seat in the light of current Czech regulation, mainly the Civil Code (Act No. 89/2012 Coll.), the Conversions Act (Act No. 125/2008 Coll.), and the Private International Law Act (Act No. 91/2012 Coll.), as it thoroughly examines its (non)systematic nature and related difficulties.

The fourth chapter focuses on the EU perspective. It first outlines the role of CJEU case law. Then, it provides an analysis of European alternatives to cross-border mobility, with desirable attention to EU secondary law (relevant to this field).

Finally, the conclusion takes stock of the dynamics of companies in private international law, containing a summary of the key findings along with a possible outlook for the future.

**Key words:** company, private international law, conflict of laws, personal statute, incorporation theory, real seat theory, transfer of seat.