

POLAND

Budzowska Fiutowski & Partners, Legal Advisers
Jolanta Budzowska
+48 1242 800 70
krakow@bf.com.pl

BUDZOWSKA FIUTOWSKI I PARTNERZY
RADCOWIE PRAWNI



The system for company formations in Poland is mostly governed by the Commercial Companies Code of 2000 and provides diverse forms of companies, including four types of partnerships; a registered partnership, a professional partnership, a limited partnership and a limited joint stock partnership, and two types of capital companies; a limited liability company and a joint-stock company.

In order to establish a limited liability company the company's Deed of Association must be created. In order to be valid, it must be drafted in Polish and executed in the form of a notarial deed before a Polish notary. A person executing a Deed of Association on behalf of a foreign shareholder must provide a Polish notary with documentation proving that he has the authority to act on behalf of the foreign shareholder.

The Deed of Association must provide the business name and seat of the company, the scope of business, the duration of the company, the amount of share capital, a provision as to whether a shareholder is entitled to only one share or more, the number and value of shares held by individual shareholders and details of any contributions made in kind, including the details of any shareholder contributing in-kind and the number and value of shares given in exchange.

The formation of a company in Poland requires certain financial contributions. Members of partnerships are free to determine their contributions, and it is only in the case of a limited joint stock partnership that the law requires a share capital of at least 50,000 zloties (approx €14,700). The same minimum share capital is required for the limited liability company, and for

a joint-stock company the contribution must amount to 500,000 zloties (approx €147,000).

The overall costs of registration amount to 750 zloties (approximately €220) for registration of a partnership and 1,000 zloties (approximately €290) for the entry into the register of a capital company, and 500 zloties (approximately €145) for a public announcement of the registration.

We provide advice
throughout the whole process

To become a legal entity the company must be entered into the register of entrepreneurs of the National Court Register, which is kept by the commercial division of the appropriate District Court. Once registered, a company has full corporate status.

We provide advice throughout the whole process and all matters related to the business activity, including sale, rent, project and construction contracts, as well as on contracts connected with financing of undertakings (loans and securities). We also clarify the legal status of real estate, prepare due diligence reports on any kind of property and locate real estate for purchase or rent, and help by obtaining conditions of building and land development or building permits. Services that we render are of prime quality and to maintain this we have implemented a system of quality management and have become an ISO 9001:2000 certified law firm.