

Contents

Preface — V

List of Contributors — IX

Abbreviations — XI

Peter Hommelhoff / Christoph Teichmann

Societas Privata Europaea (SPE) – General Report — 1

Robert Drury

Why Do We Need The European Private Company (Societas Privata Europaea)? — 33

Yen-Lin Agnes Chiu

The SPE as a Corporate Form for International Investors — 47

Christoph Teichmann

The Law Applicable to the European Private Company — 71

Stephan Rammeloo

The Proposed SPE Regulation and Beyond – Complementary Functions of Private International Law — 99

Michał Bobrzyński and Krzysztof Oplustil

Formation of the European Private Company (SPE) in the Light of the CEE Company Law — 129

Edouard Jean Navez

The Internal Organisation of the European Private Company: Freedom of Contract under National Constraints? — 147

Hartmut Wicke

Model Articles for the Societas Privata Europaea? — 183

Mette Neville

Shareholders Conflicts in the European Private Company (SPE) — 193

Nuria Latorre

Directors' Duties and Liability — 243

Hanny Schutte-Veenstra and Maarten Verbrugh

The European Private Company and Capital Protection — 263

Wilhelm Niemeier

What Kinds of Companies will a “One-Euro-EPC” generate?

Market data and observations from the German “laboratory” — 293

Sebastian Mock

Insolvency of the European Private Company (SPE) — 349

Rüdiger Krause

Co-determination by Workers under the proposed European Private Company (SPE) — 375

Carl-Heinz Witt

The SPE in German Tax Law — 397

Claudia Hartmann

Annex I

Text of a Council Regulation on the Statute for a European private company as proposed by the European Commission and amended under the French, Czech, Swedish and Hungarian Presidency — 435

Annex II

Bibliography on the SPE — 497

Index — 505