

UK

1. **Public companies limited by shares/Public companies limited by guarantee having a share capital**
2. **Private companies limited by shares/ Private companies limited by guarantee having a share capital**

Brief overview: Establishment and structure of company

Statutory basis

Companies Act, 1985

Requirements for establishment

- Company agreement, consisting of
 1. Articles of Association (regulating internal powers) and
 2. Memorandum of Association (regulates external powers of company)
- Entry in register of corporations
- Issuing of certificate of establishment is requirement for company to acquire legal capacity

Minimum capital

for a plc £50,000

Organisation

1) General Meeting (of shareholders)

Tasks include

- Nomination and deselection of Board of Directors)
- Approval of year-end financial statement

Meeting: 1x year; extraordinary meetings are possible

2) Board of Directors

Tasks include

- Management of the company and representation internally and externally
- Drawing up annual balance sheet
- Drawing up profit and loss account
- Drawing up annual report
- Possibility of transferring certain tasks to a managing director

3) Auditor

Absolutely mandatory.

Powers

- Examination of business accounts
- Duty of information to shareholders

Brief overview: Employee participation at board level

None.

Source: Büggel, A. (2003) *Company law and existing legislative provision for employee participation in the EU member states*, in R. Köstler and A. Büggel, *The European Company and Company law and existing legislative provision for employee participation in the EU member states*, Brussels: ETUI. Report 79 (to order the whole report, please send an e-mail to etui@etuc.org; price: €20).