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Vice President
of Donor Recruitment
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"Ability and experience comparable to that of a large firm, combined with a very personal level of service."

CEO of
Wienerberger Ceramika
Budowlana Sp. z o.o.



How to set up a company

The most popular choice for investors in Poland is a limited liability company (*spółka z ograniczoną odpowiedzialnością*) which is similar to a German GmbH or Italian *Società a responsabilità limitata*. In the case of a larger investment, investors choose a joint stock company, especially if they are planning to enter the stock exchange. Both types of companies are regulated by the Commercial Companies Code. All companies need to be entered into the register of entrepreneurs in the commercial court.

What is the right business structure for you and whether a limited liability company will be the most appropriate choice – this should be established by your advisors. Getting things right from the start will increase your chances for a successful investment.

What documents are needed to set up a limited liability company in Poland?

- Articles of Association of a new company setting out what is its share capital and what is the way of representing the company as well as what are its governing bodies
- resolution of shareholders on the appointment of directors (there can be one or several directors)
- list of shareholders
- excerpt from the foreign register of companies (if one of the shareholders is a foreign legal person)
- declaration of directors that the contributions to the company's share capital were fully paid up by all shareholders
- declarations on the directors' delivery address
- directors' consent on the appointment as members of the management board of the company
- power of attorney for lawyers to register the new company in the commercial court
- power of attorney (in a notarial form) for lawyers to sign the Articles of Association

Registration by the court is completed within three to four weeks. From the very beginning a company should keep its accounting books in compliance with the relevant regulations. For this purpose, it is recommended to hire an accountant or to enter into an agreement with an accounting firm.

"The team at Woźniak Legal, headed up by Grzegorz Woźniak, have been extremely efficient, professional and competent."
The Legal 500, 2021

"Clients get the best of both worlds – the quality of an international law firm and the sound knowledge of the Polish market and clients."
The Legal 500, 2021



What kind of power of attorney is mandatory to authorize a Polish lawyer to establish a limited company on behalf of the foreign entity?

The power of attorney for lawyers should be made in a form of a notarial deed. It is advisable that the power of attorney is drafted both in Polish and in English. Then, it should be signed in front of the notary public by the duly empowered persons. Additionally, the power of attorney should be apostilled.

International reach

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