

Founding of a joint stock company (AG)

Here you will find all the steps required to set up a joint stock company (AG):

- ☐ Articles of association (as a notarial deed before an Austrian notary)
Minimum contents of the articles of association:
 - > Corporate name and registered office of company
 - > Whether shares to be issued are par-value or no-par value shares - In the case of par-value shares, the par value and in the case of no-par value, the number of shares and the issue price
 - > Subject matter of the company
 - > Amount of registered share capital
 - > Composition of management board, number of members on the management board
 - > Form of official publications by the company
 - > Reimbursement for costs of formation
- ☐ Minimum capital of € 70,000. Contributions in cash or in kind are permitted. At least one quarter of the cash contributions must be paid in at the time of the company's formation. Contributions in kind must be fully paid in.
Bank confirmation on payment of minimum contributions to the share capital
- ☐ Appointment of initial supervisory board (at least three persons)
- ☐ Resolution on appointment of management board by supervisory board
- ☐ Report of the founders (shareholders) on formation of an AG
- ☐ Formation audit report of management board and supervisory board
- ☐ Additional formation audit by court-appointed formation auditor if contributions in kind or acquisitions of assets have been agreed upon or if a member of the management board or supervisory board has a special advantage or an agreement on compensation (reward) for founding or preparation of the AG has been reached
- ☐ If foreign companies as shareholders, evidence of their identity must be provided (e.g. by means of an extract from the foreign Commercial Register or confirmation by the foreign Commercial Register or Chamber of Commerce)
- ☐ Specimen corporate signatures of members of the management board (with notarial certification of signatures)
- ☐ Application for registration on Commercial Register by all founders (shareholders), members of the management board and supervisory board (with notarial certification of signatures)

Hinweise:

- Supervisory board is mandatory in the case of an AG
- Audit of annual financial statements is mandatory for an AG
- Annual financial statements must be submitted to the Commercial Register and also published in the case of large AGs
- Minimum corporate income tax per year: € 3,500

