

1. The aim of the project. In order to hear and determine a given case pertaining to company law, the national court must often untie a knotty dilemma of interpretation of EU company law which may occur in two situations: **(i)** either when the national court applies EU provisions directly (*e.g.* applying the regulation pertaining to the European company or directly effective provisions of company law directives or when such provisions must be directly applied in lieu of domestic provisions in line with the principle of priority of EU law), **(ii)** or when the national court desires to interpret domestic company law provisions in a pro-European manner, which in turn requires that a rules of European law be decoded and serve as a point of reference. In both situations, the national court –when in doubt as to the interpretation of European law – may (and should its ruling be unappealable – must) refer to the Court of Justice of the European Union for preliminary ruling. By the same token, should the courts be left with no doubt, it is both authorised and obliged to conduct interpretation of European company law using in its own endeavour.

The proposed research project aims to put forward synthetic conclusions regarding the methods and results of the interpretation process conducted by the Court. The conclusions may be referred to in the course of interpretation of both European and domestic company law and will serve to verify of the conformity of the Court to the premises of the general theory of legal interpretation. From the perspective of Polish legal theory, it is reasonably purposeful to look into the extent to which the Court has regard to functional and systemic interpretation of European company law in order to determine whether it applies the theory of progressive legal interpretation.

2. Fundamental research conducted in the course of the project. From legal-theoretic point of view, it is crucial to determine the degree to which conclusions regarding the methods of interpretation of European company law may be applied by the general theory of legal interpretation, thus drawing such conclusions requires referring to the latter. The Court failed to work our distinctive methods of legal interpretation, to the contrary, it applies the familiar methods used in the course of interpretation of domestic legal provisions. The domestic provisions serve to realise the distinctive features of European law, such as: **(i)** autonomy of European company law (*i.e.* the terms of the provisions and the institutions of European company law must be construed independently from domestic provisions, unless there are sufficient grounds to assume that the lawmaker referred to the meaning expressed in domestic legislation), **(ii)** the principle of uniform interpretation, **(iii)** the specificity of European acts of law (specialised vocabulary, “neutrality” of language, the necessity of interpreting the secondary sources of law in line with the primary sources, the principle that all language versions are authentic, **(iv)** regulating only selected company law institutions, **(v)** reconstructing syntactic and semantic elements of rules of law from European and domestic company law provisions.

3. Rationale for selecting subject matter of research. Legal scholarship on the subject lacks a monographic outline of interpretation of European company law, which serves as a harmonising factor, bringing domestic company law regimes closer to a degree unprecedented in other branches of private law. Analyzing the manner of interpretation of this distinctive and pivotal to the functioning of the EU internal market domain of law will provide useful material which will allow to draw and verify conclusions pertaining to the interpretation of *l’acquis*. The analysis will focus on company law in the most general sense of the word, including regulations addressed to entrepreneurs doing business in other legal forms, *e.g.* the directives and case law in cases concerning disclosing financial statements, matters of jurisdiction, insolvency law, and conflict of laws, therefore the research material is vast. Moreover, the model of interpretation of EU company law is shaped by the Court’s rulings issued in cases pertaining to other fundamental freedoms (*e.g.* *Factortame*, *Cassis de Dijon*, *Keck-Mithouard* rulings).