

THE METAMORPHOSIS OF THE ASSOCIATE'S LIMITED LIABILITY FOR THE OBLIGATIONS OF THE COMPANY UNDERGOING DISSOLUTION¹

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ABSTRACT:*The present article seeks to analyze the metamorphosis of the extent of the associate's liability for the obligations of the limited liability company, namely that liability which modifies its extent – from liability limited to the associate's contribution to the share capital it develops into unlimited liability to this contribution.*

The metamorphosis occurs in well-determined cases, namely when, in the fraud of the creditors, the associate abuses of the limited character of its liability and of the distinct legal personality of the company, this happening in the stage of dissolution which precedes liquidation. The analysis of the consequences of metamorphosis of the extent of the associate's liability having in view the benefit it should have brought to the amelioration of the business environment, is not a favourable one, because of its limited applicability, seen from double perspective: only to the associate in the limited liability company and only to the companies from this category undergoing dissolution which precedes liquidation.

KEY WORDS: *piercing the corporate veil; metamorphosis of the extent of liability, distinct legal personality of the company; fraud of creditors; limited liability; dissolution; liquidation.*

JEL CODE: K 22

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¹ The present article is part of the research project "Guide to the legal regime of foreign investments in Romania – Doing business in Romania" that is carried out during the university year 2014-2016 within the "Dimitrie Cantemir" Christian University of Bucharest, Faculty of Law Cluj Napoca.