

UNIVERSITY OF DEBRECEN
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STUDIES



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**DIGITALIZATION IN COMPANY LAW -
AN ANALYSIS OF KEY ISSUES IN HUNGARIAN
AND ROMANIAN REGULATIONS IN LIGHT OF
EU LAW**

Theses of the PhD dissertation

DEBRECEN

2026

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Date of completion of the dissertation: August 20, 2026

I. Subject of the Thesis and Objectives

The subject of this dissertation is the examination of the digitalization of corporate law, with particular emphasis on its legal-theoretical, regulatory, and practical aspects. The research focuses on the question of how the emergence and spread of digital technologies are transforming the classical institutions of corporate law, as well as how these changes are reflected in the regulations of the European Union, as well as in the Romanian and Hungarian legal systems.

The research aims to explore how specific advances in digitalization affect corporate law regulations and the related legal practice. One of the primary objectives of the study is comparative legal analysis, specifically a comparison of the relevant legal provisions in the Romanian and Hungarian legal systems. The selection of these two legal systems as the focus of this comparative study was not arbitrary, as their analysis provides an opportunity to understand the regulatory and legal practice responses to the challenges of digitalization offered by the

region's two corporate legal systems—which share similarities in many respects yet have followed distinct paths of development.

The analysis of this topic is significant in several respects. On the one hand, as a result of digitalization, many fundamental institutions of corporate law are being placed within a new interpretive framework. The emergence of electronic company registration procedure, digital registries, decision-making supported by telecommunications tools, and electronic legal declarations raises questions that touch upon even the classical concepts of the exercise of shareholder rights and legal certainty.¹

Furthermore, it is worth noting that this research was conducted using a comparative legal approach. The examination of Romanian and Hungarian corporate law provides an opportunity to understand the differences between the various regulatory models, their doctrinal

¹ Mark FENWICK – Erik P.M. VERMEULEN: “Technology and Corporate Governance: Blockchain, Crypto, and Artificial Intelligence.” *Texas Journal of Business Law*, Vol. 48, No. 1, 2019, 1–22.

background, and their practical implications. Through this comparison, it becomes possible to identify solutions that can respond more effectively to the challenges of digitalization, as well as to uncover regulatory gaps and outline future directions for development.²

Finally, the significance of the topic is also reflected in the fact that digitalization does not manifest uniformly across different legal systems, but rather at varying paces and in different ways. The aim of this research is a comprehensive analysis of this dynamic process, which can contribute to a deeper understanding of the digitalization of corporate law and to the identification of future regulatory directions.³

Based on the foregoing, it can be concluded that the primary objective of this dissertation is a comprehensive examination of the digitalization of corporate law, with particular regard to its doctrinal, regulatory, and practical implications. The research therefore aims to explore how

² Mathias SIEMS: *Comparative Law*, 2nd ed., Cambridge University Press, 2018, 186–195.

³ Mireille HILDEBRANDT: *Smart Technologies and the End(s) of Law*, Edward Elgar, 2015, 101–110.

digital technologies affect the classical institutions of corporate law, as well as how these transformations are reflected in the regulations of the European Union and the Romanian and Hungarian legal systems.

The framework for this research is guided by Gyula Moór's idea that *“through the law, the past governs the present and the future.”*⁴ This observation is of particular significance in the examination of the digitalization of corporate law, given that reflection on contemporary challenges must be integrated into an already established dogmatic framework and fulfill its intended purpose.

The research conducted a detailed analysis of the extent to which digitalization can be considered merely a technical advancement, and to what extent it results in deeper, structural changes within the corporate law system. This issue is of particular significance in the digitalization of legal declarations, the digitalization of company registration procedure and the corporate registry, and corporate decision-making, where the use of digital solutions is transforming traditional procedural

⁴ Gyula MOÓR: *Logic in Law*, Budapest, Egyetemi Nyomda, 1928.

mechanisms and raising new types of legal issues regarding the validity and provability of legal declarations, as well as the public credibility of registry data.⁵

In light of all this, the three main pillars of the dissertation are as follows: an examination of the relevant Hungarian legal framework and case law; an examination of the Romanian legal framework and case law (and a comparison of the two); and an analysis of the relevant European Union regulations.

This three-part structure is also reflected in the fact that the research examines the impact of digitalization on corporate law across three main areas. These are the digitalization of company registration procedure, the electronic submission and communication of legal declarations, and the digitalization of corporate decision-making. These areas are of decisive importance in terms of the formation, operation, and internal decision-making mechanisms of business entities, while digitalization

⁵ Horst EIDENMÜLLER: “The Rise and Fall of Regulatory Competition in Corporate Insolvency Law in the European Union.” **European Business Organization Law Review**, 2019, 1–20.

brings about particularly noticeable changes in regulation and legal practice precisely in these areas.

The dissertation therefore employs a unique “*three-by-three*” approach. Drawing on Hungarian, Romanian, and European Union legal norms, it examines three main areas of law in order to provide a comprehensive overview of the subject matter and to enable the formulation of *de lege ferenda* proposals and forward-looking conclusions.

In line with these objectives, the dissertation is based on the following main hypotheses:

1. Hypothesis:

The digitalization of corporate law is not limited to technological modernization but transforms the operational and procedural structures of corporate law, particularly in the areas of corporate proceedings, legal declarations, and corporate decision-making.

2. Hypothesis:

The European Union’s legislation on digitalization contributes to the harmonization of Member States’ corporate law regulations; however, significant

differences still exist in the solutions adopted by national legal systems.

3. Hypothesis:

The regulation of digitalization in Romanian and Hungarian corporate law follows different trajectories, leading to different regulatory solutions even within the same EU framework. In interpreting these differences, the differing institutional traditions of the two legal systems, their historical legislative development, and the varying temporal and procedural integration of digitalization can be considered as likely explanatory factors.

4. Hypothesis:

The corporate law solutions emerging as a result of the development of digitalization—in particular, electronic corporate proceedings, electronic legal declarations, and decision-making via electronic means of communication—may be suitable for reducing procedural time, reduce administrative burdens and access costs, thereby contributing to increased economic efficiency; at the same time, they raise new types of risks related to legal certainty, identification, data protection, and system security.

5. Hypothesis:

In the long term, the digitalization of corporate law will result in a shift toward technology-neutral regulation, in which the legislature increasingly ties the application of legal institutions to functional requirements rather than to specific technological solutions. The essence of such regulation is therefore that corporate law does not prescribe the use of specific digital tools, but rather defines the functional requirements (in particular, identifiability, authenticity, and integrity) that must be met for legal effects to be triggered.

6. Hypothesis

Regulations concerning the digitalization of corporate law in the legal systems examined appear in a fragmented structure, spread across multiple sources of law, which reduces the transparency and coherence of the regulations and may result in uncertainty regarding the relationship between the norms and their applicability.

The aim of this research is to examine and evaluate these hypotheses, which will enable a comprehensive understanding of the digitalization of corporate law and

allow for the drawing of conclusions that may contribute to laying the groundwork for future legislative and judicial processes.⁶

II. Structure of the Dissertation

The structure of the dissertation, aligned with the research objectives and methodological approach, consists of several interrelated thematic units. The purpose of this structure is to examine the issue of the digitalization of corporate law comprehensively from historical, theoretical, and positive legal perspectives, as well as to provide an opportunity for a comparative analysis of European Union, Romanian, and Hungarian regulations, addressing the three main aspects identified earlier.

The first part of the dissertation is the introductory chapter, which defines the subject and significance of the research, sets forth the research objectives and hypotheses, presents the methodology used, and delineates the scope and boundaries of the study. This chapter lays the foundation

⁶ Wolfgang SCHÖN (ed.): Tax and Corporate Governance. *Springer*, 2008, 352.

for the remaining parts of the dissertation and provides a framework for the analysis.

The second major thematic section is devoted to presenting the development and doctrinal foundations of corporate law. Within this framework, the dissertation reviews the concept and functions of corporate law, then examines its development from ancient corporate forms to the emergence of modern, codified corporate law from a historical perspective. The purpose of the historical analysis is to demonstrate how economic and social changes influenced the development of corporate law institutions and how they laid the groundwork for the current phase of digitalization. The purpose of the historical overview is to illustrate the social and regulatory environment in which the fundamental institutions of corporate law took shape. The chapter therefore establishes the broader dogmatic and historical context for the subsequent analysis of digitalization, without attempting to reconstruct the immediate historical antecedents of digitalization.

In its third main section, the dissertation discusses the theoretical framework of the digitalization of corporate law. This section analyzes the effects of digitalization on legal systems and presents the transformation of certain institutions of corporate law. The aim of this chapter is to explore how digitalization affects the fundamental dogmatic categories of corporate law and what new interpretive frameworks it necessitates.

The next section focuses on an examination of the European Union's corporate law regulations, with particular regard to digitalization processes. The chapter provides an overview of the development of EU corporate law and the main trends in harmonization, and offers a detailed analysis of legal sources related to digitalization, particularly directives and regulations. The purpose of this section is to demonstrate how EU law shapes the framework of Member States' regulations and in what direction it steers the digitalization of corporate law.

The dissertation includes a separate chapter analyzing the digitalization of Romanian corporate law. The analysis covers the major milestones in the development of the law,

the system of corporate law regulations, and the digitalization of company registration procedure and the corporate registry. Particular emphasis is placed on issues related to the digitalization of legal declarations, electronic signatures, and electronic forms of corporate decision-making.

Following an analysis of Romanian regulations, the dissertation presents the digitalization of Hungarian corporate law, following a similar structural logic. This chapter discusses in detail the digitalization of the Hungarian corporate procedure system, electronic forms of legal declarations, and the implementation of corporate decision-making using digital tools.

This is followed by a comparative analysis, which can be considered one of the central elements of the dissertation. It examines the differences and similarities between Romanian and Hungarian regulations within the context of the European Union. The comparison covers the digitalization of company registration procedure, electronic forms of legal declarations, and digital solutions for corporate decision-making. The purpose of this section

is to explore how different legal systems apply varying solutions to address the same problems and what practical consequences these legislative solutions may entail.

The concluding section of the dissertation is devoted to drawing conclusions and summarizing the research findings. This chapter presents the main findings of the research, evaluates the differences between Romanian and Hungarian regulations, and seeks to draw forward-looking conclusions. In addition, the dissertation formulates *de lege ferenda* proposals regarding the future direction of legal development, which may contribute to more effective regulation of the digitalization of corporate law.

III. Research Methods Used

The dissertation examines the digitalization of corporate law through the combined application of multiple research methods, adopting a fundamentally interdisciplinary approach. Due to the nature of the chosen topic, the legal analysis cannot be limited solely to a normative examination but must necessarily extend to an assessment

of the impact of technological development on legal systems.

One of the key research methods is the historical method, which allows us to review the major stages in the development of corporate law, from ancient corporate forms to the emergence of modern, codified corporate law.⁷ The purpose of the historical analysis is to demonstrate how forms of economic organization and their associated legal constructs responded to the economic and social challenges of each era, as well as how this trajectory of development led to the current phase of digitalization.

The central methodological pillar of the dissertation is the comparative legal method. The study is primarily based on a comparison of Romanian and Hungarian corporate law, with particular emphasis on the digitalization of company registration procedure, electronic forms of legal declarations, and the implementation of corporate decision-making using digital tools. The comparison is not

⁷ Ilie PÂRVU: *Introduction to Epistemology*, Polirom Publishing House, Iași, 1998, 114–121.

merely descriptive but seeks to uncover the structural differences between the two legal systems, their doctrinal foundations, and the practical consequences of the differing regulatory approaches. The application of this method also makes it possible to assess the extent to which they are capable of strengthening legal certainty and improving procedural-functional efficiency.

The purpose of the comparative analysis is to provide a descriptive presentation of the rules of the two legal systems and to compare them from structural and operational perspectives. Within this framework, the study aims to uncover the legal-theoretical foundations underlying the various regulatory solutions, as well as to examine how the current norms serve the requirements of legal certainty, efficiency, and economic functioning. The method also aims, of course, to highlight the similarities and differences between legal systems and to facilitate the formulation of *de lege ferenda* proposals.⁸

⁸ Victor Dan ZLĂTESCU: *Panorama of Major Legal Systems*, Continent XXI Publishing House, Bucharest, 1994, p. 14 ff.

In applying this method, the research follows a functional approach⁹, according to which the basis for comparison is not solely the formal identity of legal institutions, but rather the social and economic functions they fulfill.¹⁰ This approach is particularly justified when examining digitalization, where individual legal systems may employ different technical solutions to address the same problems.

The comparative study also examines the impact of the European Union's regulatory framework on national legal systems and the extent to which it contributes to the harmonization of regulatory solutions. In this context, it is particularly important to examine the extent and nature of the differences in Member States' implementations, especially regarding the practical implementation of digitalization.

The application of the comparative legal method also makes it possible to assess the extent to which the solutions adopted by individual legal systems can be

⁹ Alexandrina ȘERBAN: *Law as a System*, Romanian Academy, Institute for Legal Research, doctoral dissertation, 2004, pp. 14–50.

¹⁰ SIEMS, *op. cit.*, p. 190.

considered adaptable, as well as which regulatory models can more effectively contribute to addressing the challenges associated with the digitalization of corporate law.¹¹

In this thesis, the dogmatic and normative methods predominate in the examination of the theoretical foundations and the applicable legal framework. Within this framework, a systematic analysis is conducted of the relevant EU and national legal sources, in particular the European Union's company law directives, as well as Romanian and Hungarian company law and corporate procedure regulations. In interpreting the legislation, in addition to grammatical and logical methods of interpretation, a systematic approach is also applied, with particular emphasis on exploring the interrelationships among legal institutions affected by digitalization.

Relevant case law is also examined in the course of the research. The purpose of the case law references is not to

¹¹ Ion CRAIOVAN: *A Possible Guide to Legal Research—Theses, Antitheses, and Hypotheses*, Pro Universitaria Publishing House, 2013, pp. 167–169.

provide a comprehensive analysis of case law, but to illustrate how the practical interpretation of EU law and national corporate law has contributed to the development of corporate law regulations and in what ways it has influenced the scope of action of economic actors in the single market. Case law thus serves primarily to support interpretation in this thesis.

The court decisions cited in this dissertation therefore do not constitute the basis for a systematic analysis of a case law database. The selection of these decisions is illustrative and functional in nature: it serves to highlight certain doctrinal and legal application issues related to the digitalization of corporate law within a practical context. Accordingly, the conclusions of this dissertation are primarily based on normative, doctrinal, and comparative legal analysis, while the case law references support the interpretation and illustration of these conclusions.

The dissertation also devotes special attention to the examination of new legal phenomena related to digitalization. In doing so, in addition to descriptive and analytical methods, a critical approach is employed, which

enables the evaluation of current regulatory models and the identification of future directions of development.

Within the methodological framework of the research, critical analysis plays a distinct role. The critical approach is particularly evident in the examination of regulatory solutions related to digitalization, where legislative responses often react to rapid technological changes and therefore do not always form a coherent system. Accordingly, this thesis analyzes potential gaps, contradictions, and practical difficulties in the regulations, with particular regard to the digitalization of company registration procedure, electronic forms of legal declarations, and new models of corporate decision-making. The application of a critical methodology also makes it possible to examine the extent to which current EU and national regulatory frameworks are capable of ensuring the requirements of legal certainty, transparency, and technology-neutral regulation, as well as the direction in which their further development is warranted.

Based on all of the above, we can confidently state that the chosen methodological framework ensures that this

dissertation is not merely descriptive but also contributes to the doctrinal development of corporate law and enables the formulation of well-founded conclusions and recommendations.

However, the methodological structure of the research does not imply that the listed methods are applied with equal intensity in every chapter. In the sections on historical and EU law, descriptive and systematizing analysis necessarily plays a greater role, as these sections establish the normative and conceptual foundation for the subsequent comparative analysis. The critical and functional comparative method comes to the fore primarily in those sections where Romanian and Hungarian regulatory solutions can be contrasted with one another, or where the practical legal effects, doctrinal consequences, and regulatory gaps of digitalization can be assessed. Accordingly, the methodological framework of this thesis progresses from a descriptive foundation toward a critical and comparative evaluation.

IV. Summary of the Research Findings and Their Application

The results of this dissertation can be summarized in the following theses. These findings are linked to the hypotheses formulated in the dissertation; however, they go beyond merely confirming those hypotheses, as the correlations uncovered during the study are systematized as independent research findings.

- 1. Thesis: The digitalization of corporate law should be understood not as a dogmatic break but as a functional transformation.**

Related Hypothesis: Hypothesis 1.

One of the fundamental findings of this research is that digitalization does not replace the classical dogmatic foundations of corporate law, but rather transforms their functioning. Legal personality, representation, the written form requirement, the exercise of member and shareholder rights, and decision-making by the supreme governing body remain the defining categories of corporate law. The change lies in the fact that these categories are increasingly

being applied in a digital environment. Digitalization, therefore, does not create a new body of corporate law doctrine, but rather reorganizes the conditions under which existing institutions are applied.

2. Thesis: The digitalization of corporate law has been institutionalized to varying degrees and according to differing legal logics in the areas examined.

Related hypotheses: Hypotheses 1, 4, and 6.

The result of the research does not lie in the fact that the dissertation examined company registration procedures, corporate legal declarations, and corporate decision-making, since the selection of these areas was the result of a deliberate methodological delimitation. Rather, the substantive conclusion of the study is that digitalization has not been integrated into the corporate law system in the same way across these areas. The digitalization of company registration procedure is relatively well-established and presents a more orderly picture from a procedural law perspective. In the case of digital legal declarations and corporate decision-making, however, the

interdependence of civil law, corporate law, legislation governing specific corporate legal forms, procedural law, and electronic signature standards remains strongly evident.

In some areas, digitalization operates within an already established institutional framework, while in others it raises questions regarding the validity and probative value of legal declarations; in the area of decision-making, it necessitates a rethinking of the safeguards for corporate decision-making and the creation of a more permissive legal framework (one that does not tie the various steps of digital decision-making to a specific prior declaration of corporate intent).

3. Thesis: The European Union's regulations on the digitalization of corporate law bring Member States' approaches closer together but do not eliminate national regulatory peculiarities.

Related Hypothesis: Hypothesis 2.

EU legislation clearly leads to convergence in the digitalization of corporate law. The interconnection of

business registers, the rules on online incorporation, the electronic identification framework, and recent EU digitalization initiatives establish common minimum operational standards. At the same time, the research also showed that this process does not lead to complete uniformity. The transposition of directives by Member States—which depends on the institutional background and existing legal traditions in the Member States—continues to result in divergent national models.

4. Thesis: The digitalization of Romanian and Hungarian corporate law follows different trajectories, even within the same EU framework.

Related Hypothesis: Hypothesis 3.

The digitalization of Hungarian corporate law was integrated into the legal system earlier and more gradually. In this model, digital solutions are mostly implemented through a technology-neutral interpretation of general private law and corporate law rules. Romanian law, by contrast, has progressed through intermittent, reform-oriented interventions and employs more formalized

solutions in several areas. The differing institutional development and legislative styles of the two legal systems are also evident in the area of digitalization.

In Hungarian law, the digitalization of corporate proceedings continues to bear the distinctive features of the fact that the commercial court operates as part of the judicial system, and the corporate registration process can be interpreted within the doctrinal framework of judicial corporate proceedings. In contrast, in Romania, the company registry is not, in an institutional sense, part of the court system; rather, it operates within a model that is more strongly administrative in nature and is linked to the National Trade Registry Office. This difference also affects the nature of digitalization solutions: while in the Hungarian system, electronic company registration is mandatory and aligns with the logic of court proceedings, in the Romanian model, digitalization is optional, and its development reflects the administrative nature of the company registry.

5. Thesis: The digitalization of company registration procedure is the most

institutionalized area of the digitalization of corporate law, but cross-border operations cannot yet be considered fully resolved.

Related hypotheses: Hypotheses 2, 4, and 6.

The digitalization of company registration procedure represents a significant step forward under both EU law and Romanian and Hungarian law. Electronic filing, online administration, and the interconnection of corporate registries are no longer exceptional solutions but a natural part of corporate operations. In the research conducted for this dissertation, we also highlighted that true cross-border interoperability is not yet fully realized. The automatic acceptance of company data, certificates of representation, official documents, and electronic records originating from other Member States remains an area in need of further development. The next phase of digitalization could therefore involve the secure reuse of data and documents at the EU level, alongside the maintenance and expansion of online administration.

6. Thesis: The corporate law treatment of digital legal declarations is currently not sufficiently

uniform; therefore, this area requires a more independent doctrinal and evidentiary framework.

Related hypotheses: Hypotheses 1, 5, and 6.

The digitalization of legal declarations under corporate law is not limited to the conversion of paper-based documents into electronic form. The crucial question is when a digital declaration is capable of producing legal effects, what evidentiary weight is attached to it, and how the identity of the declarant can be verified. According to the findings of this research, in many cases today these questions can only be answered through a combined interpretation of the rules of civil law, corporate law, electronic signatures, electronic identification, and procedural law. This causes significant uncertainty, particularly in Romanian law, and even consistent judicial precedent offers no guidance for eliminating the risks associated with proof.

7. Thesis: The digitalization of corporate decision-making is not merely a technical form of

participation, but also a matter that affects the quality of corporate decision-making.

Related hypotheses: Hypotheses 1, 3, and 4.

Digital or hybrid shareholder meetings, electronic voting, and decision-making without holding a physical meeting can significantly increase the flexibility of participation. However, the research also showed that corporate decision-making cannot be reduced to the technical act of casting a vote. Lawful decision-making requires prior information, the opportunity for actual participation, the ability to conduct a debate, and the ability to verify the decision-making process retrospectively, as well as the resolution that embodies the corporate decision. Consequently, the regulation of digital decision-making must take into account not only the authenticity of the vote but also the entire process by which the corporate will is formed.

8. Thesis: Digitalization does not weaken the requirement of legal certainty but rather ties it to new safeguards.

Related hypothesis: Hypothesis 4.

The efficiency benefits of digitalization are clearly identifiable from a normative and functional perspective, but their actual economic impact would require empirical analysis. At the same time, digital corporate operations can only be sustainably acceptable if the requirement of legal certainty is upheld in the digital environment as well. Based on this research, the reliability of identification, the integrity of data, the verifiability of authenticity, and the operability of the system are becoming new elements of guarantee in corporate law. Legal certainty, therefore, is not pushed into the background but is realized in part through technological and organizational safeguards.

9. Thesis: Technology-neutral regulation is one of the main directions of development in the digitalization of corporate law, but it has not yet been consistently implemented.

Related hypothesis: Hypothesis 5.

Based on this research, the digitalization of corporate law clearly points toward a technology-neutral approach in the long term. The essence of this approach is that the legislature links regulation not to the use of a specific

digital tool, but to the functional requirements necessary to produce legal effects. This approach is particularly evident in the EU's Electronic identification and trust services framework, as well as in Hungarian law's more general concept of written form. Although Romanian law contains more formalized solutions (and regulation spread across multiple legal sources is more common), recent legislative developments also tend toward the technology-neutral model.

10. Thesis: One of the most important future tasks in the digitalization of corporate law is to make the currently fragmented regulatory environment more coherent.

Related hypotheses: Hypotheses 5 and 6.

The research conducted in this dissertation reveals that the body of corporate law governing digitalization is not currently structured according to a unified logic. The rules governing digital company registration procedure, digital legal declarations, and digital corporate decision-making (and its various stages) appear in different legal sources, often with different doctrinal backgrounds, and are not

always organized into a clear system of interrelationships. This situation can also pose difficulties for the application of the law. In many cases, legal practitioners must deduce—not from a single provision of corporate law, but from a combined reading of provisions in corporate law, civil law, procedural law, and the laws governing electronic signatures and electronic identification—what legal effects a digital legal declaration or a digital corporate decision-making act is capable of producing. This fragmentation is one of the essential characteristics of the digitalization of corporate law, which, based on the comparative analysis running throughout this dissertation, is evident in both Romanian and Hungarian law.

Concluding Synthesis: Future Directions for the Digitalization of Corporate Law

The dissertation examined the digitalization of corporate law from historical, doctrinal and comparative legal perspectives. Based on the research, it can be concluded that digitalization does not lead to the dissolution of the classical doctrinal framework of corporate law, but rather to its functional transformation. Legal personality,

representation, written form, the exercise of members' and shareholders' rights, and decision-making by the supreme corporate body remain defining categories of corporate law, but they increasingly operate in a digital environment.

In this process, the European Union primarily plays a framework-setting role and promotes harmonization. It establishes common minimum standards in the areas of online formation, the interconnection of company registers, electronic identification and interoperable data use, but it does not eliminate the differences between Member State models. The comparison of Romanian and Hungarian law shows that, even under common EU directions, different institutional and doctrinal solutions continue to exist: Hungarian regulation operates within an earlier developed, more technology-neutral and more flexible framework, whereas the development of Romanian law is more strongly connected to successive, reform-oriented legislative interventions.

The practical advantages of digitalization can primarily be identified in the reduction of procedural time,

administrative burdens and access costs. These advantages, however, can only be realized without prejudice to legal certainty if appropriate safeguards are ensured with regard to electronic identification, authenticity, data integrity, data protection, system security and retrospective verifiability.

The strengthening of the technology-neutral approach indicates that the legislator increasingly thinks in terms of functional requirements and is less tied to specific technical solutions. At the same time, this tendency cannot be regarded as complete: in a rapidly changing technological environment, corporate law must continuously adapt to new solutions relating to identification, communication, decision-making and registration.

The digitalization of corporate law is therefore not a completed reform process, but a continuous task of adaptation. The central question for future legal development is not whether digitalization is necessary, but what kind of technology-neutral, transparent and interoperable regulatory framework can simultaneously

ensure efficiency, flexibility and legal certainty. Accordingly, the challenge is not the mere recognition of digitalization, but its integration into legal frameworks that are capable of ensuring the predictability of corporate operation and the security of commercial transactions in the long term.

The findings of the dissertation may be applied in several directions. From a legislative perspective, they may contribute to the clarification of rules concerning electronic legal declarations, digital corporate decision-making and the interoperability of company registers. For legal practice and the work of attorneys, the research offers interpretive guidance in particular with regard to electronic identification, documentary form, evidentiary value and the retrospective verifiability of the decision-making process. From an academic perspective, the findings may serve as a basis for further comparative and empirical research, especially concerning procedural time, costs, user experience and the actual effectiveness of digital safeguards.

V. My own publications related to the topic of this dissertation



Registry number: DEENK/549/2026.PL
Subject: PhD Publication List

Candidate: Tamás Szendrei
Doctoral School: Géza Marton Doctoral School of Legal Studies
MTMT ID: 10082593

List of publications related to the dissertation

Articles, studies (4)

1. **Szendrei, T.:** A társaság legfőbb szervei döntéseinek digitalizációja a román és a magyar jogban = Digitalization of the Decision-Making of the Supreme Body of Companies in Romanian and Hungarian Law.
Erdélyi Jogélet. 6 (3), 113-128, 2025. ISSN: 2734-6226.
DOI: <http://dx.doi.org/10.47745/ERJOG.2025.03.07>
HAS Committee on Legal and Political Sciences: B
2. **Szendrei, T.:** Eastern and Central European Member State Solutions for Transposing Directive 2019/1151 (EU).Part II. Finland and Poland. Conclusions.
Acta Universitatis Sapientiae, Legal Studies. 12 (2), 143-164, 2023. ISSN: 2285-6293.
DOI: <http://dx.doi.org/10.47745/AUSLEG.2023.12.2.09>
HAS Committee on Legal and Political Sciences: B
3. **Szendrei, T.:** Eastern and Central European Member State Solutions for Transposing Directive 2019/1151 (EU) Part I. The Baltic States.
Acta Universitatis Sapientiae, Legal Studies. 12 (1), 137-165, 2023. ISSN: 2285-6293.
DOI: <http://dx.doi.org/10.47745/AUSLEG.2023.12.1.09>
HAS Committee on Legal and Political Sciences: B
4. **Szendrei, T.:** A 2019/1151. EU-irányelv átültetése a román nemzeti jogrendbe = The Transposition of Directive (EU) 2019/1151 into Romanian National Law.
Erdélyi Jogélet. 3 (1), 69-83, 2022. ISSN: 2734-6226.
DOI: <http://dx.doi.org/10.47745/ERJOG.2022.01.06>
HAS Committee on Legal and Political Sciences: B





List of other publications

Articles, studies (6)

5. **Szendrei, T.:** A társasági szerződés elektronikus úton történő megkötésének lehetőségei.
Erdélyi Jogélet. "közlésre elfogadva", 1-23, 2026. ISSN: 2734-6226.
HAS Committee on Legal and Political Sciences: B
6. **Szendrei, T.:** Újvári Ferenc: „Magyar jogászsors Erdélyben”.
In: *Erdélyi jogászok. Jogásziportrék III. / (szerk.) Veress Emőd, Forum Iuris Könyvkiadó, Kolozsvár, 174-188, 2023. ISBN: 9786069061633*
7. **Szendrei, T.:** The European Union's Energy Policy From the Perspective of a Central-Eastern European Country: Romania.
In: *Maastricht 30 : A Central European Perspective / Szilágyi, János Ede; György, Marinkás (szerk.), Central European Academic Publishing, Miskolc–Budapest, 633-651, 2025, (Studies of the Central European Professors' Network)*
8. **Szendrei, T.:** Legal Representation in Civil Proceedings, as Human Rights Protection Measure, in Different Jurisdictions.
Revista de Note și Studii Juridice – Juridice.ro, Romanian Lawyers Week.1-19, 2023. EISSN: 2066-0944.
9. **Szendrei, T.:** Behind the corporate veil: Liability of shareholders in Europe.
Revista de Note și Studii Juridice – Juridice.ro, Romanian Lawyers Week.1-12, 2022. ISSN: 2066-0944.
10. **Szendrei, T.:** Private enforcement of EU competition law under Directive 2014/104/EU on antitrust damages actions.
Public Goods and Governance. 2 (2), 24-34, 2017. ISSN: 2732-2882.
DOI: <http://dx.doi.org/10.21868/PGnG.2017.2.4>.
HAS Committee on Legal and Political Sciences: C

By the directives of HAS Committee on Legal and Political Sciences:

Publications in periodicals level „B”: 5, related to the dissertation: 4.

Publications in periodicals level „C”: 1, related to the dissertation: 0.

The Candidate's publication data submitted to the Tudóster have been validated by DEENK on the basis of the Journal Citation Report (Impact Factor) database.



26 August, 2026