

YTK 105

Hukuk İngilizcesi

ŞİRKETLER VE TİCARET HUKUKU

80 TERİM

Türkçesi ve örnek cümlesiyle

Şirket türleri, organlar, pay sahipliği

Birleşme ve devralma, finansman

İflas, rekabet ve uyum

Bu kaynak bir dil çalışma materyalidir; hukuki tavsiye değildir. Terimlerin Türk hukukundaki karşılıkları yaklaşıktır.



01 Şirket türleri ve kuruluş

16

1	company "The company was founded in 2015."	şirket	☐
2	corporation "The corporation is registered in Delaware."	şirket, tüzel kişi (ABD)	☐
3	limited liability company "They set up a limited liability company."	limited şirket	☐
4	joint stock company "A joint stock company can issue shares to the public."	anonim şirket	☐
5	public company "A public company must publish its accounts."	halka açık şirket	☐
6	private company "It is a private company with three shareholders."	halka kapalı şirket	☐
7	partnership "The two lawyers formed a partnership."	ortaklık (adi ya da şahıs şirketi)	☐
8	sole trader "She works as a sole trader."	tek kişilik işletme sahibi	☐
9	subsidiary "The German subsidiary employs 200 people."	bağlı şirket	☐
10	parent company "The parent company guarantees the loan."	ana şirket	☐
11	holding company "The shares are owned by a holding company."	holding şirket	☐
12	branch "The bank opened a branch in Izmir."	şube	☐
13	joint venture "The two firms formed a joint venture."	ortak girişim	☐
14	incorporation "The certificate of incorporation is attached."	şirketin kuruluşu (tescil)	☐
15	articles of association "The articles of association were amended."	esas sözleşme	☐
16	registered office "The registered office is in Istanbul."	kayıtlı merkez adresi	☐

02 Organlar ve yönetim

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17	shareholder "Each shareholder has one vote per share."	pay sahibi	☐
18	board of directors "The board of directors meets every month."	yönetim kurulu	☐
19	director "She was appointed as a director."	yönetim kurulu üyesi	☐
20	chairman "The chairman signed the minutes."	yönetim kurulu başkanı	☐
21	chief executive officer "The chief executive officer resigned."	genel müdür (CEO)	☐
22	company secretary "The company secretary filed the forms."	şirket sekreteri	☐
23	general meeting "The general meeting approved the accounts."	genel kurul	☐
24	resolution "The resolution was passed unanimously."	karar	☐
25	quorum "There was no quorum at the meeting."	toplantı yeter sayısı	☐
26	proxy "He voted by proxy."	vekil; vekâleten oy	☐
27	minutes "The minutes were signed by the chairman."	toplantı tutanağı	☐
28	fiduciary duty "Directors owe a fiduciary duty to the company."	sadakat ve özen yükümlülüğü	☐
29	conflict of interest "The director declared a conflict of interest."	çıkar çatışması	☐
30	corporate governance "Investors look at corporate governance."	kurumsal yönetim	☐
31	signing authority "Two directors have signing authority."	imza yetkisi	☐
32	legal entity "The branch is not a separate legal entity."	tüzel kişi	☐

03 Pay ve sermaye

16

33	share "He owns 30 percent of the shares."	pay, hisse	☐
34	share capital "The share capital was increased."	sermaye	☐
35	ordinary shares "Ordinary shares carry voting rights."	adi paylar	☐
36	preference shares "Preference shares receive dividends first."	imtiyazlı paylar	☐
37	dividend "The company declared a dividend."	kâr payı, temettü	☐
38	shareholders' agreement "The shareholders' agreement restricts transfers."	pay sahipleri sözleşmesi	☐
39	pre-emption right "Existing shareholders have a pre-emption right."	ön alım hakkı	☐
40	majority shareholder "The majority shareholder controls the board."	çoğunluk pay sahibi	☐
41	minority shareholder "The law protects minority shareholders."	azınlık pay sahibi	☐
42	share transfer "The share transfer was registered."	pay devri	☐
43	capital increase "The capital increase was approved."	sermaye artırım	☐
44	issue of shares "The issue of shares raised ten million euros."	pay ihracı	☐
45	stake "The fund bought a 20 percent stake."	pay, ortaklık oranı	☐
46	voting right "Each share carries one voting right."	oy hakkı	☐
47	drag-along right "The drag-along right applies if 75 percent agree to sell."	birlikte satışa zorlama hakkı	☐
48	tag-along right "Minority investors asked for a tag-along right."	birlikte satma hakkı	☐

04 Birleşme, devralma ve finansman

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49	merger "The merger created the largest bank in the region."	birleşme	☐
50	acquisition "The acquisition was completed in May."	devralma, satın alma	☐
51	takeover "The board rejected the takeover bid."	ele geçirme	☐
52	due diligence "Due diligence took six weeks."	hukuki ve mali inceleme	☐
53	share purchase agreement "The share purchase agreement was signed in June."	pay alım satım sözleşmesi	☐
54	asset purchase "The deal was structured as an asset purchase."	varlık devri	☐
55	closing "Closing is expected in September."	kapanış (işlemin tamamlanması)	☐
56	letter of intent "The parties signed a letter of intent."	niyet mektubu	☐
57	non-disclosure agreement "Please sign the non-disclosure agreement first."	gizlilik sözleşmesi	☐
58	disclosure letter "The seller prepared a disclosure letter."	açıklama mektubu	☐
59	escrow "Part of the price is held in escrow."	emanet hesabı	☐
60	loan agreement "The loan agreement contains strict covenants."	kredi sözleşmesi	☐
61	security "The bank took security over the shares."	teminat	☐
62	pledge "The shares are subject to a pledge."	rehin	☐
63	mortgage "The loan is secured by a mortgage."	ipotek	☐
64	guarantee "The parent company gave a guarantee."	garanti, kefalet	☐

05 iflas, rekabet ve uyum

16

65	insolvency "The company is facing insolvency."	aciz hali, ödeme güçlüğü	☐
66	bankruptcy "The court declared bankruptcy."	iflas	☐
67	liquidation "The company went into liquidation."	tasfiye	☐
68	liquidator "A liquidator was appointed."	tasfiye memuru	☐
69	creditor "The creditors voted on the plan."	alacaklı	☐
70	debtor "The debtor failed to pay."	borçlu	☐
71	restructuring "The restructuring saved the business."	yeniden yapılandırma	☐
72	winding up "The shareholders voted for winding up."	sona erdirme, tasfiye	☐
73	competition law "The merger was reviewed under competition law."	rekabet hukuku	☐
74	antitrust "The antitrust authority opened an investigation."	rekabet hukuku (ABD)	☐
75	cartel "Three firms were fined for running a cartel."	kartel	☐
76	dominant position "The company abused its dominant position."	hâkim durum	☐
77	merger control "The deal needs merger control approval."	birleşme denetimi	☐
78	data protection "The transfer must comply with data protection rules."	kişisel verilerin korunması	☐
79	anti-bribery "All staff receive anti-bribery training."	rüşvetle mücadele	☐
80	regulatory approval "Closing is subject to regulatory approval."	düzenleyici kurum onayı	☐

BU KAYNAKLA NASIL ÇALIŞMALI?

1

Şirket türlerinin ve organların adları ülkeye göre değişir; Türkçe karşılıklar yaklaşıktır.

2

Günde bir bölüm çalış ve örnek cümleleri sesli oku.

3

Bir şirketin esas sözleşmesinin ya da bir pay devri sözleşmesinin İngilizcesini aç ve bu terimleri işaretle.

KENDİ NOTLARIN

Bu kaynak bir dil çalışma materyalidir; hukuki tavsiye değildir. Terimlerin Türk hukukundaki karşılıkları yaklaşıktır.

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BUNLARI KENDİ İŞİNDE, BİREBİR DERSTE ÇALIŞ

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