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Home ► All Journals ► Economics, Finance & Business ► Management & Organizational History ▶ List of Issues ▶ Volume 14, Issue 4 ▶ Small and medium-sized enterprises and t

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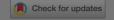
Small and medium-sized enterprises and their use of organizational forms in Japan after World War II

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fulfill all the legal obligations. Even though this situation was chilicized as

of the corporate form, SMEs continued to use it, but the extent to which they preferred it to the PLLC form has changed over time.

By referring to discussions of legal scholars as well as statistical data, I found that several different factors affected this phenomenon: the trustworthiness of corporations, the cost of using the corporate form, and its usefulness for the modernization of management.

KEYWORDS:



Disclosure statement

No potential conflict of interest was reported by the author.



- 3. When we use the corporate price index, the current price is about 1,000 times larger than that in 1931. A previous study suggested the scale factor might be about 2, 000 (Iwase 2006). It means that 10 million yen then is almost equal to 10–20 billion yen in present-day terms, or approximately US\$ 80–160 million.
- 4. In Japanese, 'yugen' means 'limited,' and 'kaisha' means incorporated business entities, including partnership (under the Commercial Law), limited partnership (under the Commercial Law), corporations, and yugen kaisha. When we consider the pronunciation, it should be written as 'yugen-gaisha.' However, because Japanese people often use YK as an abbreviation of 'yugen kaisha' to express this form, in this paper I will use 'yugen kaisha' as the name of this form. See Hannah and Kasuya (2016) for details of the use of these words.
- 5. Nicholas (2015) presented similar figures from 1896 to 1939 based on a different data set, which was based on Tables of Company Statistics. Compared with Tax Statistics used in this study, Tables of Company Statistics reported more detailed data on companies, but Tax Statistics covered more companies. For the details of the data, see Shimizu (2012).

6. Nicholas (2015) pointed out that the increase in the number of PLLCs after 1940 did not cause a decrease in the number of corporations, and suggested this was because

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- 9. The current Companies Act abolished the duty of issuing stock certificates and at present corporations basically do not issue stock certificates. If a corporation wants to issue stock certificates, it should indicate that it issues stock certificates in the Articles of Incorporation (Art. 214).
- 10. Even in recent days we can see some attempts to prevent this 'abusive use' of the corporate form. For example, in 1990 the Commercial Code was amended and the regulation on the minimum capital amount (10 million yen for a corporation and 3 million yen for a PLLC) was introduced. The difference in the minimum capital amount between a corporation and a PLLC suggests that one of the purposes of the Amendment was to provide an incentive for SMEs to use the PLLC form. However, in the Amendment of Commercial Code in 1974 and the enactment of the Special Law on Audit Practices under Commercial Law, small corporations were exempt from some regulations and this might have encouraged the establishment of such small corporations. In this sense, the Japanese legislature's attitude toward small corporations was not consistent.
- 11. Moreover, it was customary for the owner-president of a small company to become a guarantor of the company's debt (see Ishii et al. <u>1961</u>, for example). In such a case, the limited liability is almost useless the owner has an obligation to repay the debt of the company angular.

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recommendation from a business partner and is not a voluntary action of the company itself.

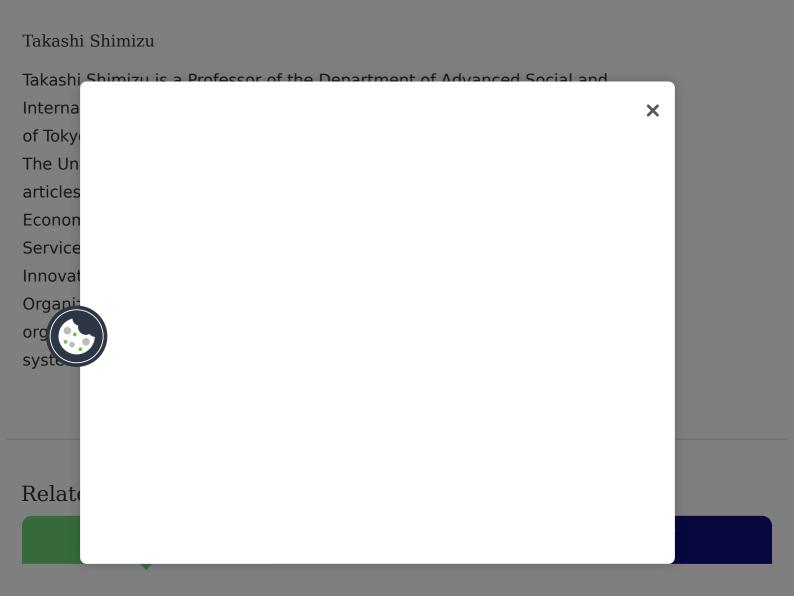
16. In 2006, the enactment of the new Company Act as an independent law abolished the PLLC form; however, it facilitated greater flexibility of the corporate form so that SMEs can use the corporate form with an internal structure which is suitable for them.

Additional information

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