

**COURSE DATA****Data Subject**

|                      |             |
|----------------------|-------------|
| <b>Code</b>          | 35832       |
| <b>Name</b>          | Company law |
| <b>Cycle</b>         | Grade       |
| <b>ECTS Credits</b>  | 4.5         |
| <b>Academic year</b> | 2020 - 2021 |

**Study (s)**

| <b>Degree</b>                                                       | <b>Center</b>        | <b>Acad. year</b> | <b>Period</b> |
|---------------------------------------------------------------------|----------------------|-------------------|---------------|
| 1313 - Degree in Business Management and Administration             | Faculty of Economics | 4                 | First term    |
| 1330 - Degree in Business Management and Administration (Ontinyent) | Faculty of Economics | 4                 | First term    |
| 1926 - D.D. in Tourism-Business Management Administration           | Faculty of Economics | 5                 | Annual        |

**Subject-matter**

| <b>Degree</b>                                                       | <b>Subject-matter</b>                      | <b>Character</b> |
|---------------------------------------------------------------------|--------------------------------------------|------------------|
| 1313 - Degree in Business Management and Administration             | 23 - Management tools and skills           | Optional         |
| 1330 - Degree in Business Management and Administration (Ontinyent) | 23 - Herramientas y Habilidades Directivas | Optional         |
| 1926 - D.D. in Tourism-Business Management Administration           | 8 - Asignatura optativa de quinto curso    | Optional         |

**Coordination**

| <b>Name</b>               | <b>Department</b>                         |
|---------------------------|-------------------------------------------|
| LLORENS FERNANDEZ, AMPARO | 70 - Mercantile Law 'Manuel Broseta Pont' |

**SUMMARY**



English version is not available

### 1) Situación de la asignatura en el plan de estudios.

1. La asignatura *Régimen Legal del gobierno de las sociedades mercantiles* es una asignatura optativa de carácter semestral. Su carga lectiva es de un total de 4,5 créditos ECTS (112,5 horas).
2. Aun cuando no se exigen requisitos previos para cursar esta asignatura, es conveniente haber cursado la asignatura de Derecho Mercantil, en la que se estudia el régimen jurídico de las sociedades mercantiles.

### 2) Descripción de la materia, tipo de contenidos y aplicaciones posibles.

La asignatura Régimen Legal de las sociedades de capital se estructura en cuatro partes. La primera es una introducción para situar a las sociedades de capital como tipología dentro de las sociedades mercantiles. Se analizarán las características de las sociedades de capital y sus diferencias con las personalistas.

En la segunda parte se aborda la documentación social y el papel del Registro Mercantil en la realidad de las sociedades: libros obligatorios, documentación y registro de las cuentas anuales, escritura y estatutos sociales, etc.

En la tercera parte se analiza la junta general de socios. Las competencias y funcionamiento y su relación con el órgano de administración en referencia a la distribución de poderes. Se observarán las distintas realidades de las sociedades cotizadas y las no cotizadas.

Por último, se profundiza sobre el régimen jurídico de los administradores de las sociedades de capital, haciendo especial hincapié en el aspecto de la responsabilidad.

## PREVIOUS KNOWLEDGE

### Relationship to other subjects of the same degree

There are no specified enrollment restrictions with other subjects of the curriculum.

### Other requirements

## OUTCOMES

### 1313 - Degree in Business Management and Administration

- Know the legal regime and the functioning of the bodies of mercantile companies.
- Be able to prepare the company's corporate documents and commercial registration.



- Know the different shareholder remuneration policies and their effects on the value of the company.

## LEARNING OUTCOMES

English version is not available

## WORKLOAD

| ACTIVITY                   | Hours         | % To be attended |
|----------------------------|---------------|------------------|
| Theory classes             | 30,00         | 100              |
| Classroom practices        | 15,00         | 100              |
| Study and independent work | 45,00         | 0                |
| Resolution of case studies | 22,50         | 0                |
| <b>TOTAL</b>               | <b>112,50</b> |                  |

## TEACHING METHODOLOGY

English version is not available

## EVALUATION

English version is not available

## REFERENCES

### Basic

- BROSETA PONT, M., Manual de Derecho Mercantil (Edición revisada por Fernando Martínez Sanz), Editorial Tecnos.
- JIMÉNEZ SÁNCHEZ, G.J. (coord.), Derecho Mercantil. Editorial Ariel.
- SÁNCHEZ CALERO, F., Instituciones de Derecho Mercantil. Editorial, MacGraw Hill.
- MENENDEZ, A. y otros: Lecciones de Derecho Mercantil, Editorial Thomson-Civitas.
- VICENT CHULIA, F., Introducción al Derecho Mercantil. Editorial Tirant lo Blanch
- OLAVARRIA/SORIA/FAJARDO, Casos y materiales de Derecho Mercantil, Ed. Tirant lo Blanch.
- FAJARDO (coord.) Y OTROS, Apuntes de Derecho Mercantil, L. C. Books, Serie Derecho, Valencia.



- Son imprescindibles los textos legales correspondientes a las materias comprendidas en el programa.

## ADDENDUM COVID-19

**This addendum will only be activated if the health situation requires so and with the prior agreement of the Governing Council**

This addendum to the academic guide of the subject will be applicable in the event that a re-outbreak of the pandemic determines the temporary closure of the classrooms (with a general or particular nature of the affected group), and only while it lasts, if applicable. , the confinement situation.

### 1. Contents

The contents initially collected in the teaching guide will be maintained.

### 2. Volume of work and temporary planning of teaching

1. Maintenance of the weight of the different activities that add up to the hours of dedication in ECTS credits marked in the Teaching Guide.
2. Regarding the temporary planning of teaching, the sessions will be held on the days and times scheduled through the videoconferencing tool: Blackboard Collaborate, enabled for this purpose in the Virtual Classroom.
3. When necessary, materials and practices will be uploaded to the Virtual Classroom.
4. The distribution of the grade between the exam and the continuous assessment will be maintained. 60% of the qualification corresponds to the final exam grade. According to the Teaching Guide, 40% of the grade is assigned to continuous assessment and is distributed between supervised activities and complementary activities.

### 3. Teaching methodology

1. Face-to-face teaching will be replaced during class hours by videoconference. Students can make the appropriate comments and raise their doubts.
2. The Virtual Classroom will incorporate materials and practices, necessary in the development of teaching.
3. The resolution of the practices will take place through the corresponding sharing. This will take place through videoconference, as one more class of the course. The appropriate debate between the teacher and the students will take place.
4. The tutorials will take place through the institutional mail of the University of Valencia and through the Virtual Classroom, through the electronic tutorials tool.

### 4. Evaluation

1. The final grade will be obtained from the sum of the two blocks: continuous assessment (40% of the grade) and final exam (60%).
2. The continuous assessment activity developed during the face-to-face period of the course will only be recoverable if it was provided for in each teacher's Teaching Guide, not being so in any other case.
3. The exam will be oral and will take place by videoconference, through the BBC platform, installed in the Virtual Classroom. It will be recorded in any case. In each group the criteria indicated in the Teaching Guide will be maintained.

### 5. Bibliography

1. The bibliography is available to students in the Teaching Guide from the beginning of the course. In the event of the closure of the Library facilities, students are recommended to use the library's own online servers and Tirant Online.
2. Teaching materials uploaded to the Virtual Classroom, as well as other information resources freely accessible in different repositories and online databases, with special attention to those provided by the



libraries service of the University of Valencia.

3. If a physical copy is not yet available, the necessary information will be provided to access reference manuals available in electronic version.

