

**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>	2023 - 2024

**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>
LATORRE CHINER, NURIA	70 - Mercantile Law 'Manuel Broseta Pont'

**SUMMARY**

- 1) Status of the subject in the study plan.
1. The subject Legal Regime of the government of mercantile companies is an optional subject of a semester nature. Its workload is a total of 4.5 ECTS credits (112.5 hours).
  2. Even though no prerequisites are required to take this subject, it is convenient to have taken the subject of Commercial Law, in which the legal regime of commercial companies is studied.



## 2) Description of the subject, type of content and possible applications.

The subject Legal Regime of Capital Companies is structured in four parts. The first is an introduction to place capital companies as a typology within commercial companies. The characteristics of capital companies and their differences with personal companies will be analyzed.

The second part deals with social documentation and the role of the Mercantile Registry in the reality of companies: mandatory books, documentation and registration of annual accounts, articles of incorporation and bylaws, etc.

In the third part the general meeting of partners is analyzed. The powers and operation and its relationship with the administrative body in reference to the distribution of powers. The different realities of listed and unlisted companies will be observed.

Finally, it delves into the legal regime of administrators of capital companies, with special emphasis on the aspect of responsibility.

## 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

The results that the student must obtain once this subject has been completed will be the following:  
Ability to interpret legal, jurisprudential and legal texts. Ability to differentiate the regulations applicable to a specific case and the hierarchy of regulations, in order to know the legal limits. Knowledge of the functioning of the corporate bodies and their current problems.



## 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

Exhibition of theoretical contents. The teacher will present and explain those fundamental elements that should guide students in the study and understanding of the subject. The student, for his part, must actively engage in the learning process through reading, prior to the teacher's explanation, or in class, depending on the organization of teaching time, of those materials, manuals, monographs or texts provided or indicated previously.

Activities applied: They will consist of commenting on judgments or press news, the resolution of cases or questionnaires, the analysis of commercial issues, etc. through which the student must develop the aforementioned competencies.

These activities may either serve as a complement to the presentation of theoretical knowledge carried out by the teacher, or focus on specific points of the subject program that will not be the object of presentation by the teacher.

These activities will be participatory and each teacher will indicate, where appropriate, which ones will be evaluated.

Through them, the student will be introduced and accustomed to handling those materials and techniques typical of the discipline.

Activities outside the classroom.

Complementary activities: Such as seminars, collective tutorials, visits to public institutions, etc., will be programmed in the context of the subject and will consist of specific activities of the subject or of an interdisciplinary or transversal nature, and always in coordination with the groups of the same subject or with other subjects. Where appropriate, the teacher must indicate whether they are subject to evaluation.

Directed activities: Both for the follow-up of the theoretical exposition and the realization of the applied activities, the teacher will indicate what readings, search for sentences or preparation of cases, etc., the student will carry out.

Although they are not the object of work in the classroom, the teacher may also schedule, within the student's workload, other activities that serve to reinforce or review the knowledge acquired by the student.

Attendance at unscheduled tutorials: To make inquiries about any topic or aspect related to the subject and its work dynamics, students may attend, at the time set by each teacher, the unscheduled tutorials set by every teacher



## EVALUATION

- Final theoretical-practical test equivalent to 60% of the value of the final grade. The test will be written and the legal texts may be used in the practical part. To pass the course it will be necessary to pass this global test.

Regardless of the general evaluation system (written or oral), the teacher may determine in the annex the possibility of changing the examination system when he is forced to take the objective test on dates other than the official one in application of the rules provided for case of coincidence in the dates of examinations in the Regulation of evaluation and qualification of the University of Valencia.

- Additional assessable activities. They will have a value of 40% on the final grade. Applied, directed and complementary activities. The grade obtained in this part will be saved, where appropriate, for the second call. In the first call, it will not be possible to approve if this part is not approved.

Continuous assessment activities (directed or complementary) will not be recoverable on second call when, due to their nature, it is not possible to design a test that assesses the acquisition of learning results on second call. This fact will be determined in the annex of the teacher who will specify the directed and complementary activities that will be carried out within the framework of this teaching guide.

Although the continuous evaluation has been followed, totally or partially, if the student does not appear for the final evaluation test, the note that will be included in the minutes will be NOT PRESENTED.

Exceptionally, if the student requests it, and in view of the circumstances of the specific case, they may qualify with SUSPENSO, with the percentage mark resulting from the continuous evaluation.

Applied activities:

1. Carrying out practical cases and / or multiple choice forms. They will be collected randomly by the teacher at the end of the practical class, so that each student delivers 4 during the course. They will be valued at 1 point each.

Complementary activities:

1. Scheduled visit to the Mercantile Registry of Valencia.

General Assessment System

Final Prova60%

Additional assessable activities40%

Final qualification100%

## 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.