

## Corporate Law

Academic Year: ( 2023 / 2024 )

Review date: 24-06-2021

Department assigned to the subject: Private Law Department

Coordinating teacher: RAMOS MUÑOZ, DAVID

Type: Electives ECTS Credits : 3.0

Year : 2 Semester : 1

## REQUIREMENTS (SUBJECTS THAT ARE ASSUMED TO BE KNOWN)

Práctica Mercantil

## DESCRIPTION OF CONTENTS: PROGRAMME

- 1) Introduction: legal personality and limited liability, delegated management, company interest, company interest, shareholder agreements
- 2) Conflicts between shareholders/stakeholders and directors and mechanisms of solution: functioning of company bodies, appointment and removal, decision-making and liability, specialties for listed companies.
- 3) Conflicts between majority and minority shareholders/stakeholders and mechanisms of solution: shareholders/stakeholders rights in decision-making and appointment, double majorities, annulment of acts, and shareholder agreements and their clauses
- 4) Conflicts with creditors: the regime on company capital, treasury shares, financial assistance and deterioration of financial position
- 5) Modification of bylaws
- 6) Acquisitions and Structural Modifications

## ASSESSMENT SYSTEM

Pursuant to the eminently practical nature of the activities and methodology the continuous assessment will have a preponderant importance. This will be undertaken considering the students' participation in class (15% of evaluation) and the resolution of cases (50% of evaluation).

The final exam will consist of a multiple choice, and will be a 35% of the final grade.

Everything in accordance with the applicable regulations

If the continuous assessment system is not followed, which requires attendance at 90% of the sessions, the final mark in both ordinary and extraordinary sessions will be obtained on 60% of the final exam.

<b>% end-of-term-examination:</b>	35
<b>% of continuous assessment (assignments, laboratory, practicals...):</b>	65