

## **27558 - Commercial legal framework for business**

### **Syllabus Information**

**Academic year:** 2024/25

**Subject:** 27558 - Commercial legal framework for business

**Faculty / School:** 109 - Facultad de Economía y Empresa

**Degree:** 449 - Degree in Finance and Accounting

**ECTS:** 6.0

**Year:** 4

**Semester:** First semester

**Subject type:** Optional

**Module:**

### **1. General information**

The main goal of this subject is to familiarize students with the operation of the various types of commercial companies through which business activity is carried out in the market and with the main contracts that are carried out for the development of such activity. Through the teaching of this subject, seeks to contribute to the complete training of future graduates in Finance and Accounting (FICO), providing them with tools that allow them to evaluate and resolve situations in their advisory and business management tasks.

These approaches and goals are aligned with the Sustainable Development Goals (SDGs) of the 2030 Agenda of the United Nations (<https://www.un.org/sustainabledevelopment/es/>), in particular, the activities planned in the course will contribute to the achievement of goals 4, 8 and 9 and targets 4.4 and 8.3.

### **2. Learning results**

**The student, in order to pass this subject, must demonstrate the following results:**

1. -To know the legal process of incorporation of the capital companies and the legal regime of the social contributions, of the participations and shares and of the rights of the partner.
2. -To know the competences and functioning of the general meeting and the administrative body of capital companies.
3. -To know the legal obligations and the liability regime of the administrators of the capital company.
- 4.-To know the legal regime for the modification of the statutes of capital companies (increase and reduction of capital, modification of the corporate purpose, transfer of the registered office, modifications to the statutes justifying the right of separation of the partner).
5. -To know the legal regime of dissolution and liquidation of capital companies.
6. -To know the particularities of listed companies and the European public limited company.
- 7.-To know the legal processes of structural modifications of commercial companies (transformation, merger, spin-off, global transfer of assets and liabilities, international transfer of registered office abroad).
8. -To know and study the legal aspects related to the legal status and activity of entrepreneurs in the field of commercial contracts.
9. -Use correctly and fluently, both orally and in writing, the technical language and legal arguments applicable to commercial contracting law.
10. Know, understand and know how to apply the legal structure governing commercial contracts.

### **3. Syllabus**

Unit 1.- Trading companies

Unit 2º.- Capital Companies (I)

Unit 3º.- Capital Companies (II)

Unit 4º.- Mutual companies

Unit 5º.- Joint ventures and corporate groups

Unit 6º.- Obligations and commercial contracts

Unit 7º.- The commercial sale and purchase and the contract of carriage

Unit 8.- Collaboration contracts

Topic 9º.- Banking and stock market contracts

Topic 10º.- Insurance contracts

## 4. Academic activities

Lectures: sessions with the teaching staff in which the course syllabus will be presented in an active way: 30 hours  
Practical classes: student intervention in the classroom to help them develop their ability to identify and analyze legal problems, as well as their critical sense and oral presentation skills. In addition, in this way, the student becomes familiar with the use of the technical-legal language of the subject: 30 hours

Personal Study: 88 hours

Assessment tests. 2 hours

6 ECTS = 150 hours

In principle, the teaching methodology and its evaluation is planned to be based on face-to-face classes . However, if circumstances so require, they may be carried out online.

## 5. Assessment system

The subject will be evaluated in the first call by means of continuous and/or global evaluation, and by means of global evaluation in the second call.

**In the FIRST CALL:**

### **Continuous assessment**

Students who attend class regularly will be able to pass the course by means of the evaluation of the following activities:

- The elaboration and presentation in class of a work on any of the subjects that appear in the program according to the guidelines indicated by the teacher: 70%
- The resolution of the theoretical-practical questions that are raised in class: 30%

### **Global Assessment**

It will consist of a single global written test of theoretical-practical nature that will deal with the 10 topics of the subject and the case studies that have been solved in class. The test will contain open-ended questions: 100%

For those students who do not pass the subject in the first call, there will be a **SECOND CALL** with **global assessment** that will consist of a final written test following the same criteria as in the first call.

### **Assessment Criteria:**

To pass the subject, by both evaluation systems, the student must obtain a score equal to or higher than five (5) out of a total of ten (10) points.

## 6. Sustainable Development Goals

- 4 - Quality Education
- 8 - Decent Work and Economic Growth
- 9 - Industry, Innovation and Infrastructure