

DATOS DE IDENTIFICACIÓN

Titulación:	Grado en Análisis de Negocios/Business Analytics
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Rama de Conocimiento:	Ciencias Sociales y Jurídicas
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Facultad/Escuela:	Derecho, Empresa y Gobierno
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Asignatura:	Derecho Empresarial II / Company Law II
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Tipo:	Optativa
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Créditos ECTS:	3
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Curso:	3
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Código:	5365
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Periodo docente:	Quinto semestre
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Materia:	Derecho
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Módulo:	Formación Disciplinar
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Tipo de enseñanza:	Presencial
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Idioma:	Castellano
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Total de horas de dedicación del alumno:	75
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Equipo Docente	Correo Electrónico

DESCRIPCIÓN DE LA ASIGNATURA

Taught in English, this course is structured as a complement and development of specific topics learned by students in its first part (Company Law I)

OBJETIVO

Upon completion of the course, students must be able to deal, both theoretically and practically, with specific problems related to company law and reach solutions adopted to the real needs of business transactions. In Company Law I students obtained a general approach to Company Law which will be reinforced in Company Law II by working with specialized topics affecting companies in the XXI century.

CONOCIMIENTOS PREVIOS

Students should have taken Company Law I in the previous semester.

CONTENIDOS

BUSINESS LAW ISSUES

1. Sources applicable to business law: specific issues affecting sources in the XXI century
2. Courts and business law
3. Business dependent and independent auxiliaries: legal status
4. Transfer of ownership of a business and related mechanisms
5. The Commercial Registry in detail
4. Competition law and business law

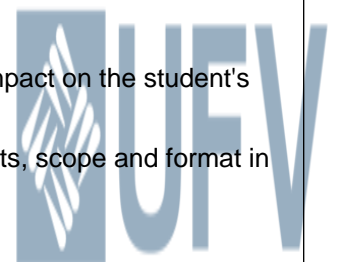
COMPANY LAW ISSUES

1. Digitalization of company law
2. Separation and exclusion of share/quota holders
3. The end of corporate life: dissolution and liquidation
4. M&A and related operations

ACTIVIDADES FORMATIVAS

The following learning activities will be developed throughout the course:

- 1) Course presentation with review of the academic guide, the learning objectives and its impact on the student's academic curriculum
- 2) When applicable, pre-assigned readings of bibliographical materials with different contents, scope and format in relation to topics to be addressed in the classroom
- 3) Lectures intertwined with participative debates with the students
- 4) Presentations of cases extracted from real life situations



- 5) Study and analysis of problems in accordance with the protocol established by the course professor
- 6) Review and analysis of case law

Specific methodologies used in this course will be, along with regular lectures, the following two: flipped classroom and problem-based learning. Flipped classroom aims at bringing students at the heart of the learning process by facilitating them materials which will promote their independent learning out of the classroom and will also provide higher value at the activities developed in the classroom. Problem-based learning is a method which will help students to obtain knowledge on the course topics through the analysis and solution of problems presented by the course professor.

Tutorships and follow-ups on the students' work will be performed either face-to-face or virtually.

DISTRIBUCIÓN DE LOS TIEMPOS DE TRABAJO

ACTIVIDAD PRESENCIAL	TRABAJO AUTÓNOMO/ACTIVIDAD NO PRESENCIAL
30 horas	45 horas

COMPETENCIAS

Competencias básicas

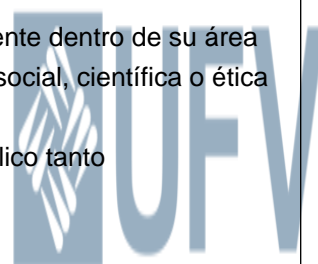
Que los estudiantes hayan demostrado poseer y comprender conocimientos en un área de estudio que parte de la base de la educación secundaria general, y se suele encontrar a un nivel que, si bien se apoya en libros de texto avanzados, incluye también algunos aspectos que implican conocimientos procedentes de la vanguardia de su campo de estudio

Que los estudiantes sepan aplicar sus conocimientos a su trabajo o vocación de una forma profesional y posean las competencias que suelen demostrarse por medio de la elaboración y defensa de argumentos y la resolución de problemas dentro de su área de estudio

Que los estudiantes tengan la capacidad de reunir e interpretar datos relevantes (normalmente dentro de su área de estudio) para emitir juicios que incluyan una reflexión sobre temas relevantes de índole social, científica o ética

Que los estudiantes puedan transmitir información, ideas, problemas y soluciones a un público tanto especializado como no especializado

Que los estudiantes hayan desarrollado aquellas habilidades de aprendizaje necesarias para emprender estudios



posteriores con un alto grado de autonomía

Competencias generales

Capacidad de organización, sistematización y planificación en la identificación de problemas, pautas y modelos en el contexto del big data

Compromiso ético en la sociedad de la información

Capacidad de liderazgo y de trabajar en equipo en la sociedad de la información

Capacidad de pensamiento crítico, autocrítico, analítico y reflexivo

Capacidad de aprendizaje autónomo en la sociedad de la información

Competencias específicas

Manejar las fuentes jurídicas (legales, jurisprudenciales y doctrinales) aplicables al caso de estudio.

Conseguir la percepción del carácter unitario del ordenamiento jurídico y de la necesaria visión interdisciplinaria de los problemas jurídicos.

Conocer los conceptos jurídicos fundamentales, las formas jurídicas de la empresa y los aspectos jurídicos de la actividad empresarial

RESULTADOS DE APRENDIZAJE

Understands thoroughly how company law is inserted into the legal system applicable to business activities in complex situations

Knows in detail the specific legal aspects derived from specialized and/or complex situations affecting companies and businesses

Identifies, understands and evaluates specific and complex problems derived from the application of different legal sources to company and business activities

SISTEMA DE EVALUACIÓN DEL APRENDIZAJE

REGULAR (FIRST) CALL In this first call, students will be graded as follows:

A) Final exam (weight: 60% of the final grade): written exam dealing with theoretical and/or practical issues covered



by the course program

B) Team work (weight: 15% of the final grade)

C) Individual work (weight: 15% of the final grade)

D) Class participation (10% of the final grade) Specific instructions:

1. Exams will be developed face-to-face as long as the health situation permits so, but they may be modified with the purpose to comply with the authorities' health instructions
2. Attendance to class, both in face-to-face and virtual scenarios, shall be mandatory
3. Class participation does not measure attendance but active, reasoned and significant student participation in the classroom
4. Team and individual work assignments will include, among others, analysis and solution of problems, critical review of case-law and preparation of short essays on the courses's topics
5. In order to be entitled to receive a final grade, students must have passed the final exam and must have delivered on time the required team and individual work assignments

RE-TAKE In the event an student does not pass the course in the regular call, the evaluation will consist of a final exam with a 70% weight in the final grade. The rest of the final grade (30%) will come from the results obtained in the work assignments and, if applicable, in class participation, during the regular call.

SECOND CALL Students failing the re-take will move on to the second call, where the final written exam will bear a 70% percent of the final grade weight and they will have to perform the work assignments indicated by the professors, with a total weight of 30%.

STUDENTS WITH ACADEMIC WAIVER AND ASSIMILATED SITUATIONS In situations duly authorized by the degree academic supervisor where a student is exempted from attending classes, the final evaluation will consist of a final exam (70%) and of working assignments (30%). Students will be duly informed by the course's professor of the course's readings, materials and assignments which they will have to prepare.

HONORS An award of honors to an student is an acknowledgment of excellence and is a sole competence of the course's professor to be adopted under the academic criteria rules and as long as the student has demonstrated a special involvement in the course, command of the subject matter, interrelation abilities with other subjects from the academic curricula, independent research capacities, etc.

RULES OF ACADEMIC COEXISTENCE Plagiarism behaviors, as well as the use of illegitimate means in the evaluation tests, will be sanctioned in accordance with the provisions of the Evaluation Regulations and the University's Coexistence Regulations.

BIBLIOGRAFÍA Y OTROS RECURSOS

Básica

José María de la Cuesta Rute. El dinero y la representación de las posiciones acreedoras y deudoras en el tráfico mercantil / Madrid :Marcial Pons,2006.

