

## **CORPORATE LAW**

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Code: 16307

Main Scientific Area: Business Law

Lecturer: Sara Maria Pires Leite da Silva

Language of Instruction: Portuguese

Regime: S2

Contact Hours: 60h Total Workload: 108h

ECTS: 6,0

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### **Objectives**

1. To provide students with sufficient knowledge to understand several issues whose regulation is part of the branch of Commercial Law;
2. To provide students with sufficient knowledge to the legal regime applicable to different types of commercial companies.

### **Learning Outcomes**

Identification of the concept of acts of commerce and legal categories of traders with knowledge of the respective legal systems;

- Knowledge of "estabelecimento comercial" as the object of contracts, mainly of sales and of leases.
- Knowledge of the relevance and legal framework of the matter related to industrial property.
- Identification of the concept of commercial company and its defining elements, as well as assimilation of a practical overview of the general characteristics of the legal types of companies;

### **Course Contents**

- I. Introduction to Commercial Law (The commercial transactions; merchants, the general regime of negotiable instruments, industrial property)
- II. Corporate Law (Concepts, types of commercial companies, memorandum of association and the articles of association, the company as a legal person, the shareholding: rights and duties, the financing of the company, management and supervision, general meetings and resolutions of the members, liability of the directors, groups of companies)
- III. Legal Regime of Industrial Property (Industrial Property and Intellectual Property; The distinctive signs of trade, Unfair Competition)

### **Recommended Bibliography**

- Coutinho de Abreu, J. (2022). Curso de Direito Comercial - Volume I. Coimbra: Almedina. ISBN: 9789894007029
- Pupo Correia, M. (2018). Direito Comercial. 14ª ed. Reimpressão 2022. Lisboa: Ediforum. ISBN: 9789898438201
- Cunha, P. O. (2019). Direito das Sociedades Comerciais. Coimbra: Almedina. ISBN: 9789724079646
- Gonçalves, L. C. (2023). Manual de Direito Industrial. Coimbra: Almedina. ISBN: 9789894014102

### **Learning and Teaching Methods**

According to the curricular unit syllabus, the main goal is that students understand the principles and the essential knowledge of commercial and corporate law and, also, develop the skills to acknowledge the basic law concepts and be able to apply them in multiple case studies.

The contents were defined with relation to the objectives to be attained within this curricular unit, as well as the competencies to be acquired by the students.

Considering that the central purpose of this study unit is to give an overview of various areas of Law (Commercial Law), with particular depth, Corporate Law, the selected points for the composition of the syllabus correspond to a core of material considered essential within those areas.

### **Assessment Methods**

- The continuous assessment consists, both in the daytime regime and after work, in two written tests with a weighting of 50% each.
- The two moments of the evaluation are mandatory, the absence of one of the tests implies failure in continuous evaluation.
- Students who, in the final weighted global grade, have at least 9.5 values will be approved.
- There is a minimum score of 6 in both tests, which is justified by the delivery of the objectives proposed in the UC.
- The final evaluation by exam consists of a written test with evaluation of all the material covered in the semester (100%).
- There is no place for oral exams in any evaluation moment.
- It is only allowed to consult non-annotated legislation previously authorized by the teacher.
- The use of electronic elements during the written tests is not allowed. - Students must take the tests according to the regime in which they are registered.