



## Teaching Guide

Identifying Data					2020/21
Subject (*)	Commercial Law: Company Law and Securities			Code	612G01022
Study programme	Grao en Dereito				
Descriptors					
Cycle	Period	Year	Type	Credits	
Graduate	1st four-month period	Third	Obligatory	6	
Language	Spanish				
Teaching method	Face-to-face				
Prerequisites					
Department	Dereito Privado				
Coordinador	Garcia Perez, Rafael	E-mail	rafael.garcia.perez@udc.es		
Lecturers	Arean Lalin, Manuel Cernadas Lázare, Marta Garcia Perez, Rafael	E-mail	manuel.arean@udc.es marta.cernadas.lazare@udc.es rafael.garcia.perez@udc.es		
Web					
General description	Na materia estúdase o Dereito de sociedades, con especial atención ás sociedades de capital, e o Dereito dos títulos-valores, facendo particular fincapé no réxime xurídico da letra de cambio.				
Contingency plan	1. Modifications to the contents  2. Methodologies *Teaching methodologies that are maintained  *Teaching methodologies that are modified  3. Mechanisms for personalized attention to students  4. Modifications in the evaluation  *Evaluation observations:  5. Modifications to the bibliography or webgraphy				

## Study programme competences / results

Code	Study programme competences / results
A1	Knowledge of the main legal institutions
A2	Knowledge of the role of law as a regulatory system of social relations
A3	Grasping the systematic nature of the legal system
A4	Appreciating the interdisciplinary nature of legal problems
A9	Ability to handle legal sources (legal, jurisprudential and doctrinal).
A10	Ability to interpret and critically assess the legal system.
A11	Ability to understand and write legal documents.
B2	Ability to know how to apply their knowledge to their work or vocation in a professional way and possess the skills that are usually demonstrated through the elaboration and defense of arguments and the resolution of problems within their area of study.
B3	Ability to gather and interpret relevant data (usually within their area of study) to make judgments that include a reflection on social, scientific or ethical relevant issues.
B5	Acquisition and assessment of those learning skills necessary to undertake further studies with a high degree of autonomy
B7	Effective problem solving.
B8	Critical, logical, and creative thinking.



B11	Ethical and social responsibility.
C1	Adequate oral and written expression in the official languages.
C3	Using ICT in working contexts and lifelong learning.
C5	Understanding the importance of entrepreneurial culture and knowing the useful means for enterprising people.
C7	Assume as a professional and citizen the importance of lifelong learning.
C8	Valuing the importance of research, innovation and technological development for the socioeconomic and cultural progress of society.

Learning outcomes			
Learning outcomes	Study programme competences / results		
Coñecemento dos aspectos fundamentais do Dereito de sociedades e dos títulos-valores.	A1 A2 A3 A4 A9 A11	B7 B8 B2 B3 B5	C5 C7 C8
Capacidade para o manexo de fontes xurídicas (legais, xuurisprudenciais e doctrinais) relacionadas coa materia da asignatura.	A9 A11	B11	C1 C3
Capacidade para interpretar e analizar criticamente as normas relacionadas coa materia da asignatura.	A9 A10 A11	B11	C1 C3
Capacidade para comprender e redactar documentos xurídicos relacionados coa materia da asignatura.	A11		
Resolver casos prácticos relacionados coa materia da asignatura.	A9 A11	B7 B11	C1 C3
Aplicar un pensamento crítico ás materias da asignatura.	A9 A11	B8 B11	C1 C3
Reflexionar sobre o papel e a importancia das institucións xurídicas obxecto da asignatura no mundo moderno.	A9 A11	B11	
Expresarse correctamente, tanto de xeito oral como escrito.			C1
Utilizar las ferramentas básicas das novas tecnoloxías para a resolución de problemas xurídicos.			C3

Contents	
Topic	Sub-topic
1. Teoría xeral das sociedades mercantiles. A sociedade colectiva e a sociedade comanditaria.	-
2. As sociedades de capital: nocións fundamentais.	-
3. A fundación das sociedades de capital: achegas sociais e prestacións accesorias.	-
4. As accións, as participacións e as obrigas das sociedades de capital.	-
5. Os órgaos das sociedades de capital.	-
6. Outros aspectos das sociedades de capital: contas anuais, modificación de estatutos, separación e exclusión de socios, modificacións estruturais, disolución e liquidación.	-
7. Outros tipos de sociedades: especial atención ás sociedades cooperativas e ás sociedades profesionais.	-
8. Teoría xeral dos títulos-valores.	-
9. A letra de cambio.	.



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Planning				
Methodologies / tests	Competencies / Results	Teaching hours (in-person & virtual)	Student?s personal work hours	Total hours
Long answer / essay questions	A1 A2 A3 A4 A9 A10 A11 B7 B8 B11 C1 C3	2	0	2
Guest lecture / keynote speech	A1 A11 B7 B8 C1 C3	26	0	26
Workbook	A1 A2 A3 A4 A9 A10 A11 B7 B8 B11 B2 B3 B5 C1 C3 C5 C7 C8	0	10	10
Case study	A1 A9 A10 A11	40	0	40
Events academic / information	A1 A9 A10	8	0	8
Problem solving	A1 A9 A10 A11 B7 B8 B11 C1 C3	35	15	50
Objective test	A1 A9 A10 A11 B7 B8 B11 C1 C3	2	0	2
Personalized attention		12	0	12

(\*)The information in the planning table is for guidance only and does not take into account the heterogeneity of the students.

Methodologies	
Methodologies	Description
Long answer / essay questions	Consiste nun caso práctico que pode resolverse utilizando un código de leis non comentado.
Guest lecture / keynote speech	Os temas iniciaránse cunha exposición teórica.
Workbook	Proporcionaránse textos aos alumnos para a súa lectura atenta.
Case study	As clases prácticas dedicaránse, en boa medida, ao estudo de casos e sentenzas.
Events academic / information	Organizaránse xornadas ou impartirase algunha conferencia por algún especialista nun tema relacionado coa materia.
Problem solving	O alumno aprenderá a resolver problemas xurídicos.
Objective test	Consistirá nun exame teórico.

Personalized attention	
Methodologies	Description
Case study Problem solving	Os profesores da materia axudarán aos alumnos a resolver as dúbidas referentes á resolución dos casos prácticos, identificando os problemas máis comúns que mostren os alumnos ao longo do curso.

Assessment			
Methodologies	Competencies / Results	Description	Qualification
Case study	A1 A9 A10 A11	Avaliarase a actividade dos estudantes nas clases prácticas, en función da súa asistencia e participación.	10
Problem solving	A1 A9 A10 A11 B7 B8 B11 C1 C3	Avaliarase a actividade dos estudantes nas clases prácticas, en función da súa asistencia e participación.	10
Objective test	A1 A9 A10 A11 B7 B8 B11 C1 C3	A proba consiste nun exame final teórico preferentemente tipo test. Será necesario aprobar esta proba para superar a materia.	50



Long answer / essay questions	A1 A2 A3 A4 A9 A10 A11 B7 B8 B11 C1 C3	A proba consiste na resolución dun caso práctico coa utilización dun código de leis non comentado.	30
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#### Assessment comments

Será en todo caso necesario obter como mínimo un 5 sobre 10 na proba obxectiva final para aprobar la asignatura.

#### Sources of information

<b>Basic</b>	<ul style="list-style-type: none"><li>- MENÉNDEZ/ROJO (Última). Lecciones de Derecho Mercantil. Civitas Tomson Reuters</li><li>- EMBID IRUJO y otros (Última). Derecho de sociedades de capital. Marcial Pons</li><li>- SÁNCHEZ CALERO (Última). Instituciones de Derecho Mercantil. Aranzadi</li><li>- BROSETA PONT/MARTÍNEZ SANZ (Última). Manual de Derecho Mercantil. Tecnos</li><li>- GARCÍA CRUCES (Última). Derecho de sociedades mercantiles. Tirant</li></ul>
<b>Complementary</b>	

#### Recommendations

##### Subjects that it is recommended to have taken before

EU Competition Law and Intellectual property/612G01011

##### Subjects that are recommended to be taken simultaneously

##### Subjects that continue the syllabus

Commercial Law: Business, Contracts, Bankruptcy Law and Maritime Law/612G01035

##### Other comments

(\*)The teaching guide is the document in which the URV publishes the information about all its courses. It is a public document and cannot be modified. Only in exceptional cases can it be revised by the competent agent or duly revised so that it is in line with current legislation.