**Commercial Law**

Prof. Chiara Presciani

***COURSE AIMS AND INTENDED LEARNING OUTCOMES***

The course is divided into two parts: the first part will explore in depth the rules of the entrepreneur (business and company), and the second will address companies, with particular focus on the organisation and financing of joint-stock companies.

At the end of the module, students will have acquired adequate theoretical knowledge of Italian business and corporate law, with specific regard to companies (both partnerships and corporations) and their functioning. Furthermore, the course aims to teach students how to apply the acquired notions to practical cases, which will be addressed during lectures.

***COURSE CONTENT***

- The notion of entrepreneur pursuant to Art. 2082 CC

- Types of entrepreneur

- The agricultural entrepreneur

- The commercial entrepreneur

- The business and its transfer

- The company case

- Partnerships

- The establishment of the joint stock company and the amendments to the articles of association

- The financial structure of joint stock companies

- The organisational structure of joint stock companies

- The financial structure of limited liability companies

- The organisational structure of limited liability companies

- Simplified and marginal capital limited liability companies

- Groups of companies

- Extraordinary operations (transformations, mergers and divisions)

- The dissolution and cessation of companies

***READING LIST***

M. Cian, *Manuale di diritto commerciale*, Giappichelli, latest edition. (Compulsory.)

***TEACHING METHOD***

The course involves frontal lectures in which direct dialogue with students is encouraged. To this end, in addition to the theoretical lectures (aimed at explaining the key concepts of the subject matter to students) the students will also be opportunities to analyse practical cases, where they will try their hand at applying the notions they've learned.

***ASSESSMENT METHOD AND CRITERIA***

The exam consists of a written test (true or false) and an oral examination. The written part represents 1/3 of the overall grade and the oral part the remaining 2/3. In both the written and oral examination, questions on the program will be asked in order to assess the student's preparation and knowledge.

The final mark is expressed in thirtieths and will take into account the relevance and completeness of the answers given in the oral examination as well as the adequate use of legal language.

***NOTES AND PREREQUISITES***

For studying purposes, it is recommended consulting the updated Civil Code.

It is also beneficial for students to have already successfully taken the course on Private Law Institutions.

Information on office hours available on the teacher's personal page at <http://docenti.unicatt.it/>