

COURSE: Commercial Law

ACADEMIC YEAR: 2016/2017

TYPE OF EDUCATIONAL ACTIVITY: (Basic, Characterizing, Affine, Free choice, Other)

TEACHER: MAURO SERRA

e-mail: mauro.serra@unibas.it

website:

phone:

mobile (optional):

Language: italiano

ECTS: (lessons e  
tutorials/practice)

n. of hours: (lessons e  
tutorials/practice)

Campus: Potenza/Matera  
Dept./School:  
Program:

Semester:

#### EDUCATIONAL GOALS AND EXPECTED LEARNING OUTCOMES

**Knowledge and understanding:** The course goal learning is to give to the students the whole pattern about the corporate and company law in Italy.

**Applying knowledge and understanding:** students will be able to understand legal institution, to link between the concrete and the abstract cases issues and to analyze critically the current legislation.

**Making judgements:** individual critical skills and their applications to make judgments or reflections on their own. Hermeneutic skills, understanding of the alternative solutions available in the interpretive plan abstract and identification and selection of the preferred and responsive to normative data.

**Communication skills:** Ability to communicate situations and / or problems and / or methodological tools to specialist and non-specialist interlocutors, with propriety of language, with proper technicality and good articulation of thought.

**Learning skills:** Ability to link theory to practice, to find solutions to the new problems of the theory and practice and to undertake further studies with a high degree of autonomy.

#### PRE-REQUIREMENTS

Recommended Prerequisites: private law

You must have acquired and assimilated the following knowledge provided by the "Private Law" courses: knowledge of the fundamental discipline of obligations and contracts, the system of advertising and guarantees.

#### Syllabus:

Entrepreneur and business: Introductory notions; historical introduction of the category of commercial law. The different categories of entrepreneurs and business entrepreneur discipline. Size of enterprise. The discipline of the financing of the business. Accounting entries. The company. The distinctive signs, intellectual and industrial inventions works. The discipline of competition.

The notion of society. Organization, corporate, representation. Termination of the contractual relationship.

Corporations: The joint stock company. Constitution; contributions; shareholder agreements; allocated assets; shares and treasury share transactions; significant holdings; groups of society; management and coordination of the company; assembly; administration; controls; balance; amendment of the statutes; withdrawal; share capital transactions; bonds; company listed; partnership limited by shares; limited liability company; cooperatives and mutual associations; dissolution; extraordinary transactions. Consortia and other collaboration tools among business owners. Cooperative societies. The European Company and the European Cooperative.

Securities brokerage: Investment services; undertakings for collective investment schemes; the public offer of financial products.

Systematic profiles of bankruptcy law:

bankruptcy proceedings. The process of resolution of the crisis by over-indebtedness of Law 27 January 2012, n. 3

#### TEACHING METHODS

ronal lectures.

Exercises.

study groups or working.

Study and / or discussions of cases.

Discussions and testing in the classroom.

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#### EVALUATION METHODS

Evidence of intermediate verification . Tests of oral verification for groups of individual parts of the program . oral discussions of court cases . Oral examination.

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#### TEXTBOOKS AND ON-LINE EDUCATIONAL MATERIAL

G.F. CAMPOBASSO, Manuale di diritto commerciale, Utet, ultima edizione (a cura di Mario Campobasso), parti I (pp. 1 - 117) e II (pp. 118 - 402) e parte III limitatamente al paragrafo XXXVI dell'intermediazione mobiliare (pp. 490 – 506); oppure V. BUONOCORE (a cura di), Istituzioni di diritto commerciale, Giappichelli, ult. ed., limitatamente alle parti indicate nel programma. oppure ASSOCIAZIONE PREITE, Il diritto delle società, a cura di G. Olivieri, G. Presti, F. Vella, Il Mulino, ultima edizione.

A. PISANI MASSAMORMILE, La crisi del soggetto non fallibile, Giappichelli, 2016.

During the course it will be distributed literature and jurisprudence , functional to the discussion of practical cases .

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#### INTERACTION WITH STUDENTS

Office hours (on Monday morning from 8.45 to 10.00).

In addition to weekly reception , the instructor is available at all times for a contact with the students , through their e-mail .

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#### EXAMINATION SESSIONS (FORECAST)<sup>1</sup>

Riportare le date inserite nella scheda in lingua italiana

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SEMINARS BY EXTERNAL EXPERTS    YES     NO

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#### FURTHER INFORMATION

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<sup>1</sup> Subject to possible changes: check the web site of the Teacher or the Department/School for updates.