

COURSE GUIDE

2025/26

**Faculty** 151 - Faculty of Economics and Business. Álava Department

**Cycle** .

**Degree** GADEMP10 - Bachelor's Degree in Business Management & Administration

**Year** Fourth year

COURSE

25850 - Company Law

**Credits, ECTS:** 6

COURSE DESCRIPTION

The subject of Company Law is taught in the first four-month period of the 4th year. This is the second subject of legal content of the Degree in Business Administration and Management after the subject of Introduction to Law that is taught in the first year. The subject deals with differentiated part of Commercial Law: commercial companies, the Law of Competition and intangible assets, the Law of the Securities and Credit Market, the securities and the Bankruptcy Law.

By means of this, the Graduate in Business Administration and Management will be familiar with the fundamental institutions and the legal regime of the company and the entrepreneur, as well as acquiring skills for handling legal texts related to business activity.

The general purpose of the subject is that the student obtain sufficient knowledge in the subjects specified in the agenda, valuing the importance of company law as a regulatory system for business activity. To obtain this purpose, the following will be necessary:

- a) Identification, distinction and classification of the specific categories of company law.
- b) Management and understanding of legal texts related to company law.
- c) Identification of the problems related to the subject presented in the daily business life.
- d) Proper search for legal solutions to conflicts in the matters expressed in the agenda.
- e) Elaboration and defense of convincing legal arguments, both orally and in writing through orderly and understandable documents.

Currently, this subject is part of the curricular itinerary of the Educational Innovation Project HBP/PIE i3lab24-11 "Recognition/integration of artificial intelligence in the teaching and learning processes of degrees of the Álava Section of the Faculty of Economics and Business".

COMPETENCIES/LEARNING RESULTS FOR THE SUBJECT

TRANSVERSAL COMPETENCES

Capacity for written communication

Written communication is a very important competence. The above means that this competence will be evaluated in all the activities of the subject (exams, practices, text comments), in such a way that if it's not approved, the subject will be suspended.

SPECIFIC COMPETENCES

- Facilitate the knowledge and management by the students of the regulatory sources of the different institutions of Commercial Law
- Approach students to solve legal problems that arise in the field of companies, competition, industrial property, securities market, securities and bankruptcy law.
- Search and use of the appropriate legal and jurisprudential tools to solve legal problems that may arise in the development of the activity of the employer.
- Individual capacity to explain in a comprehensible and appropriate way the contents of the subject with precision of concepts and specific terminology of the subject.

LEARNING OUTCOMES:

- Identify the regulations governing business activity and the employer.
- Knowledge and assimilation of legally relevant concepts.
- Capacity for a fluent and well-structured written communication.

Theoretical and Practical Contents

PART I: COMMERCIAL LAW

- SUBJECT 1 INTRODUCTION TO THE RIGHT
- SUBJECT 2 COMMERCIAL ENTREPRENEUR AND ITS STATUTE
- SUBJECT 3 COMMERCIAL REGISTRY
- SUBJECT 4 INCORPORATED COMPANY
  - 1. CHARACTERISTICS AND CONSTITUTION

2. CAPITAL AND CONTRIBUTIONS
3. SHARES
4. CORPORATE BODIES. GENERAL ASSEMBLY
5. CORPORATE BODIES. MANAGEMENT BODY
6. STATUTORY MODIFICATIONS
7. EXTINCTION

SUBJECT 5 LIMITED LIABILITY COMPANY  
SUBJECT 6 INSOLVENCY PROCEEDING

PART II: CIVIL LAW

SUBJECT 6 OBLIGATIONS  
SUBJECT 7 CONTRACTS

TEACHING METHODS

The subject will be taught according to the following class structure:

Master class:

The teacher will present the theoretical program in class so that the student, together with the teaching materials indicated in this guide, can obtain a vision of the proposed contents.

Practical/Seminars:

Students must reflect and solve a practical case that the teacher has given them before or during the same class, identifying the question raised, as well as the relevant data and the legal framework for the solution that is most appropriate. The purpose is to apply the acquired theoretical foundations to an assumption of concrete fact and to do it by means of a juridical argumentation.

These classes reinforce specific issues of the subject. They will be preceded by a work on the part of the student of the material that the teacher has indicated previously and will also develop the transversal competences proposed in the subject.

TYPES OF TEACHING

Types of teaching	M	S	GA	GL	GO	GCL	TA	TI	GCA
Hours of face-to-face teaching	50	4	6		0				
Horas de Actividad No Presencial del Alumno/a	66	12	12		0				

**Legend:** M: Lecture-based S: Seminar GA: Applied classroom-based groups  
GL: Applied laboratory-based groups GO: Applied computer-based groups GCL: Applied clinical-based groups  
TA: Workshop TI: Industrial workshop GCA: Applied fieldwork groups

Evaluation methods

- Continuous evaluation
- End-of-course evaluation

Evaluation tools and percentages of final mark

- Written test, open questions 80%
- Exercises, cases or problem sets 20%

ORDINARY EXAMINATION PERIOD: GUIDELINES AND OPTING OUT

The teaching evaluation system will be continuous. On the one hand, evaluation will be continued, students will be able to obtain 20% of qualification through that system, on the other hand, the end-of-term test, in which case the teacher will evaluate 80% of the qualification.

Continued evaluation shall be carried out through the decisions of practical cases, at the same time as the magistrate schools are progressing, the teacher shall present practical cases in the schools, which shall be grouped, and shall be qualified at the same time.

On the other hand, there will be a written termination test, allowing for 80% of the qualification. The student will have to answer some of the questions that need to be developed.

To pass the instruction through a continuous evaluation system, the student will have to draw five out of ten points, but four of those five points will have to be drawn from that final written test. In other words, the student to pass the instruction



will need to pass the final written test (with eight points), at least four points.

However, the student will have the right to pass 100% of the evaluation qualification by writing an end-of-term test, which he assigns to the teacher before the eighth week of school, in order to reach the teacher's decision through the electronic message. In that case, the final test will have development questions and practical cases to solve. The professor will determine the criteria mentioned in the test.

#### EXTRAORDINARY EXAMINATION PERIOD: GUIDELINES AND OPTING OUT

In the extraordinary call, all students will be entitled to a 100% examination.

#### MANDATORY MATERIALS

COMPLEMENTARY TEACHING MATERIALS of the program indicated by the teacher.

Basic Regulations:

- Constitución española de 1978- Spanish Constitution
- Código civil
- Código de Comercio
- Estatuto de los Trabajadores.

#### BIBLIOGRAPHY

##### Basic bibliography

BERGEL SAINZ DE BARANDA: Handbook of Spanish civil patrimonial law, Tecnos publisher, 2011.

MERINO-BLANCO: Spanish Law and Legal System, Thomson, London, 2006.

RODRIGUEZ DE LAS HERAS: Introduction to Spanish Private Law, Routledge-Cavendish, London and New York, 2010.

VAN ERP, S & VAQUER, A: Introduction to Spanish patrimonial Law

SAN PÍO: Código civil de España. Edición bilingüe. International Legal Publications, 2009.

SPANISH

DÍEZ-PICAZO, L y GULLÓN, A: Sistema de Derecho civil. Vol. II. Editorial Tecnos, Madrid, última edición,

G.J.JIMÉNEZ SÁNCHEZ, Lecciones de Derecho Mercantil, última edición

RAMÍREZ MARTÍNEZ: Curso básico de Derecho del Trabajo (para titulaciones no jurídicas), editorial Tirant lo Blanch, Valencia, última edición.

##### Detailed bibliography

BROSETA/MARTÍNEZ SANZ, Manual de Derecho Mercantil, última edición

SÁNCHEZ CALERO, Instituciones de Derecho Mercantil, última edición

SÁNCHEZ CALERO, Principios de Derecho Mercantil, última edición

JIMÉNEZ SÁNCHEZ, Lecciones de Derecho Mercantil, última edición

VICENT CHULÍA, Introducción al Derecho Mercantil, última edición

URÍA/MENÉNDEZ, Curso de Derecho Mercantil I y II, última edición

ALCOVER GARAU, Introducción al Derecho Mercantil, última edición

BERCOVITZ RODRÍGUEZ-CANO, Apuntes de Derecho Mercantil,

Respecto a la regulación de las relaciones de trabajo en la empresa, pueden consultarse, entre otros, los manuales universitarios. Entre ellos, vid. ALONSO OLEA, M., y CASAS BAAMONDE, M<sup>a</sup>. E., Derecho del Trabajo, ed. Civitas Ediciones S. L., (última edición). Asimismo, MARTÍN VALVERDE, A., RODRÍGUEZ-SAÑUDO GUTIÉRREZ, F., y GARCÍA MURCIA, J., Derecho del Trabajo, ed. Tecnos, (última edición).

##### Journals

Revista de Derecho mercantil

Revista de Derecho social.

Revista Relaciones Laborales.

Revista General del Derecho del Trabajo y de la Seguridad Social.

Aranzadi Social.

Civitas-Revista española de Derecho del Trabajo.

Actualidad Laboral.

Web sites of interest

- [http://www.boe.es/diario\\_borme/](http://www.boe.es/diario_borme/)
- <http://www.rmc.es/>
- Boletín Oficial del Estado: [www.boe.es](http://www.boe.es)
- Boletín oficial del País Vasco: [www.bopv.es](http://www.bopv.es)
- [Noticias.juridicas.com](http://Noticias.juridicas.com)
- [www.todalaley.com](http://www.todalaley.com)
- [westlaw aranzadi](http://westlaw.aranzadi)
- Unión Europea:[http://europa.eu/index\\_es.htm](http://europa.eu/index_es.htm)
- Ministerio de Trabajo e Inmigración (Gobierno de España): <http://www.mtin.es/es/index.htm>
- Departamento de Empleo y Asuntos Sociales (Gobierno Vasco): <http://www.gizartelan.ejgv.euskadi.net/r45-home/es>

OBSERVATIONS