



Module code	ULAW/5/COMLW/19/E	NQF level	5
Credit value	30	Study duration	18 weeks

Company Law

Module description

This is a 30 credit level 5 module which is a elective module on the LLB. The module focuses on business and organisational structure, legal personality and limited liability, the process of forming a company or partnership, finance, corporate governance and compliance, processes specific to partnerships, insolvency and taxation of business organisations.

This module aims to:

- Provide knowledge and understanding of and insight into the legal principles which govern the formation and operation and dissolution of business organisations in England and Wales.

Learning outcomes

Students should be able to:

- demonstrate a knowledge and critical understanding of the fundamental doctrines and principles of law relating to companies from their inception until their end
- demonstrate an ability to research and critically analyse the law from primary resources on specific matters
- critically analyse legal issues in familiar and unfamiliar scenarios
- critically apply to a range of questions in a variety of legal contexts
- demonstrate the ability to find relevant sources and identify their relevance, weight and quality
- present and sustain critical and reasoned arguments and conclusions
- communicate complex ideas and sustain arguments in a coherent and effective manner (using appropriate legal terminology) and organise and present information relevant to the intended audience
- use information technology, such as word processing, databases and the web effectively, to access legal information and produce well-presented, professional documents
- critically discuss legal issues with fellow students and reach a well-reasoned conclusion

Syllabus

- Introduction: business enterprise and the company
- Corporate form and structure: legal personality and lifting the veil
- Corporate form and structure: memorandum of association
- Corporate form and structure: articles of association
- Corporate form and structure: altering the articles of association
- Ownership and control: corporate governance
- Ownership and control: corporate management and disclosure
- Directors' duties 1
- Directors' duties 2
- Finance: shareholders and share class right
- Finance: share and loan capital
- Finance: share capital maintenance
- Minority shareholder protection 1
- Minority shareholder protection 2
- Dealing with 3rd parties: contractual liability
- Corporate insolvency 1
- Corporate insolvency 2
- Directors' obligations in Insolvency

Learning and teaching methods

Teaching will be delivered through the provision of specified reading materials that will be provided on the University of Essex Online learning platform, and will be supported by specified discussion forums, pre-recorded lecturecasts and biweekly live seminars (using synchronous communication software and application sharing facility).

Students will be provided with indicative guidance on and encouraged to look at relevant websites which are appropriate to the learning outcomes, and to identify and share appropriate web-based resources (as learning support references) with their fellow students.

The pre-recorded lecturecasts and the online question and answer sessions will include referenced use of selected case studies which will be drawn from the reading materials and the practice-based and professional/educational contexts and experience of the tutors.

There will be also provision for weekly meetings with tutors in their office hours supplementing online students' self-managed learning, discussing their individual queries, and directing them to require and indicative reading.

Description of unit of assessment	Length/Duration	Submission date	Weighting
2 assessed discussion activities	2 weeks	N/A	20%
Mid module assignment: written submission (argument outline) presentation	Written submission (argument outline <500 words) plus a 12-15-minute oral presentation	Mid term	30%
End of module project	3,500 words	End term	50%