



Information about the subject

Degree: Bachelor of Arts Degree in Law

Faculty: Faculty of Legal, Economic and Social Sciences

Code: 310305 **Name:** Commercial Law IV

Credits: 6,00 **ECTS Year:** 3 **Semester:** 1

Module: Commercial Law

Subject Matter: Commercial Law **Type:** Compulsory

Field of knowledge: Social and Legal Sciences

Department: -

Type of learning: Classroom-based learning

Languages in which it is taught: Spanish

Lecturer/-s:

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Module organization

Commercial Law

| Subject Matter | ECTS | Subject | ECTS | Year/semester |
|----------------|-------|--------------------|------|---------------|
| Commercial Law | 24,00 | Commercial Law I | 6,00 | 1/2 |
| | | Commercial Law II | 6,00 | 2/1 |
| | | Commercial Law III | 6,00 | 2/2 |
| | | Commercial Law IV | 6,00 | 3/1 |

Recommended knowledge

Not required

Learning outcomes

At the end of the course, the student must be able to prove that he/she has acquired the following learning outcomes:

- R1 Knowledge of the fundamentals and functioning of the most important regulated sectors (financial, stock market and insurance).
- R2 Knowledge of the fundamentals of contracts concluded by financial institutions (banking) and insurance companies (insurance) as well as stock market agents and operators.
- R3 Knowledge of the fundamentals of the system of obligations and commercial contracts.
- R4 Personal skills: teamwork, organizational skills, search and critical treatment of information.



Competencies

Depending on the learning outcomes, the competencies to which the subject contributes are (please score from 1 to 4, being 4 the highest score):

| GENERAL | | Weighting | | | |
|----------|--|-----------|---|---|---|
| | | 1 | 2 | 3 | 4 |
| CG1 | Knowledge of the Science being studied, in this case of the science of Law, fundamentally of the most practical branches, with their international and economic implications and their specialized language. | | | | X |
| CG2 | Analysis and synthesis capacity | | | | X |
| CG3 | Capacity for organization and planning | | | X | |
| CG4 | Problem-solving capacity. | | | X | |
| CG5 | Computer skills related to the field of knowledge. | | X | | |
| CG6 | To be able to effectively obtain information from books and specialized journals, and from other sources. | | X | | |
| CG7 | Critical reasoning when analysing information. | | | X | |
| CG8 | Ethical commitment to information management. | | | X | |
| CG11 | Professional relationships: be able to establish and maintain relationships with other relevant professionals and institutions. | | X | | |
| CG15 | Ability to work in interdisciplinary teams. | | | | X |
| SPECIFIC | | Weighting | | | |
| | | 1 | 2 | 3 | 4 |
| CE3 | Ability to use constitutional principles and values as a working tool in the interpretation of the legal system. | | | | X |
| CE10 | Ability to negotiate accounting instruments, | | | X | |



| | | | | |
|------|--|---|---|---|
| CE16 | Acquisition of a critical conscience in the analysis of the legal system and acquisition of values and ethical principles. | x | | |
| CE18 | To learn how to use the existing legal bibliographic information. | x | | |
| CE19 | Ability to handle the different legal sources (legal, jurisprudential and doctrinal). | | | x |
| CE20 | Mastery of computer techniques in obtaining legal information and communication of legal data (Internet, databases of legislation, jurisprudence, bibliography). | | x | |
| CE21 | Ability to read and interpret legal texts. | | | x |
| CE22 | Ability to make legal arguments. | | | x |
| CE26 | Assumption of the necessary interdisciplinary vision of legal problems. | | x | |
| CE27 | Capacity for negotiation and conciliation. | | | x |
| CE28 | Ability to give legal form to bilateral and multilateral relations of individuals. | | x | |
| CE29 | Ability to legally articulate projects, agreements, or disagreements. | | x | |



Assessment system for the acquisition of competencies and grading system

| Assessed learning outcomes | Granted percentage | Assessment method |
|----------------------------|--------------------|--|
| R1, R2, R3, R4 | 40,00% | Practical tests |
| R1, R2, R3 | 40,00% | Written theoretical tests |
| R1, R2, R3 | 20,00% | Attendance and active participation in seminars, tutored interviews and practical activities |

Observations

Assistance and active participation in class sessions, group work, tutorials and seminars. Its evaluation will be carried out through attendance monitoring records by the teacher.

Practical evaluation: Resolution of the different practices that will be proposed to the student throughout the course. The evaluation of the practices and group work will be carried out through the attendance and oral and / or written presentation of the different practices and works. The work developed in groups and / or individually by the student will be evaluated. The evaluation of the works presented will be carried out taking into account the structure of the work, the quality of the documentation, the spelling and the presentation and mainly, the argumentation and legal-legal basis. The qualification will be obtained from the average of all the qualifications obtained in this section. The lack of unjustified assistance at 20% of the practical sessions prevents the calculation of this percentage.

Theoretical evaluation: Theoretical-practical written tests in which the theoretical and practical knowledge acquired and knowledge of current legislation will be exposed. It is essential to obtain a minimum of 5 out of 10 in the exam to be able to do the average with the practice mark. Grades below 5 do not count in the percentage. If a grade lower than 5 is obtained in the official exam of the first call, the final average mark of the practices carried out in class and / or group work will be kept for the second call.

MENTION OF DISTINCTION:

According to Article 22 of the Regulations governing the Evaluation and Qualification of UCV Courses, the mention of "Distinction of Honor" may be awarded by the professor responsible for the course to students who have obtained, at least, the qualification of 9 over 10 ("Sobresaliente"). The number of "Distinction of Honor" mentions that may be awarded may not exceed five percent of the number of students included in the same official record, unless this number is lower than 20, in which case only one "Distinction of Honor" may be awarded.



Learning activities

The following methodologies will be used so that the students can achieve the learning outcomes of the subject:

- M1 Group work sessions supervised by the teacher. Study of legal cases, both true and fictitious. Significant construction of knowledge through student interaction and activity. Critical analysis of values and social commitment.
- M8 Exposition of contents by the teacher, analysis of competences, explanation and demonstration of capacities, skills and knowledge in the classroom.
- M9 Supervised monographic sessions with shared participation.
- M11 Personalised attention and in small groups. Period of instruction and/or orientation carried out by a tutor with the aim of reviewing and discussing the materials and topics presented in the classes, seminars, readings, completion of assignments, etc.
- M12 Set of written and/or oral tests used in the initial, formative or summative evaluation of the student.
- M13 Group preparation of readings, essays, resolution of problems, seminars, papers, dossiers, etc., to be presented or delivered in theory classes, practical classes, and/or small group tutorials.
- M14 Student's study: individual preparation of readings, essays, problem-solving, seminars, works, reports, etc. to present or deliver in the theoretical classes, practical classes and/or small group tutorials.



IN-CLASS LEARNING ACTIVITIES

| | LEARNING OUTCOMES | HOURS | ECTS |
|-------------------------------------|-------------------|--------------|-------------|
| Practical cases. M1, M13, M14 | R4 | 24,00 | 0,96 |
| Theoretical classes. M8, M9, M11 | R1, R2, R3 | 18,00 | 0,72 |
| Seminar. M13 | R2 | 6,00 | 0,24 |
| Tutorial. M11 | R4 | 6,00 | 0,24 |
| Assessment M12 | R1, R2, R3 | 6,00 | 0,24 |
| TOTAL | | 60,00 | 2,40 |

LEARNING ACTIVITIES OF AUTONOMOUS WORK

| | LEARNING OUTCOMES | HOURS | ECTS |
|-------------------------|-------------------|--------------|-------------|
| Group work. M13 | R4 | 45,00 | 1,80 |
| Individual work. M14 | R4 | 45,00 | 1,80 |
| TOTAL | | 90,00 | 3,60 |



Description of the contents

Description of the necessary contents to acquire the learning outcomes.

Theoretical contents:

Content block

Contents



BANK CONTRACTS

Unit 1.- General framework.I. General aspects.II. Banking legislation.III. Supervisory bodies.IV. Fundamentals of bank contracts.V. Classes of bank contracts.

Unit 2.- Active operations.

I.- The loan contract.1. Concept and characteristics.2. Merchandise of the contract.3. Secured loans.4. Syndicated loans.5. Participative loans.6. Consumer credit.7. Bank loan of securities.8. Project financing.9. Refinancing.

II.- The opening of credit.1. Concept.2. Obligations of the parties.3. Termination of the contract.4. Classes.

III.- The bank discount.1. Concept and function.2. Content of the contract.3. Classes.4. Obligations of the parties.

Unit 3.- Passive operations.

I.- The bank deposit.1. Legal nature.2. Concept and characteristics.3. Classes.4. Obligations of the parties.5. Pledge of deposit balances.6. The blocked deposit or escrow account.

Unit 4.- Neutral operations.

I.- The current account contract.1. Legal nature and characteristics.2. Obligations of the parties.

II.-The bank transfer.1. Concept and classes.2. Applicable regulations.3. Legal nature.4. Legal effects

III.- The bank card.1. Concept and nature.2. Legal function.3. Applicable regulations.4. Rights and obligations.

IV.- Bank guarantees.1. Concept and function.2. Classes.3. Special bank guarantees.

V.- The documentary credit.1. Concept and nature.2. Economic function.3. Parties.4. Procedure.5. Advantages and risks.6. Classes.

VI.- Management of investment portfolios.1. Concept and classes.2. Content.3. Rights and obligations.

VII.- Deposit and administration of securities.1. Concept and content.2. Rights and obligations.

VIII.- The rental of safes.1. Concept and economic function.2. Legal nature and applicable regulations.3. Rights and obligations.4. Extinction.

Unit 5.- Atypical banking contracts.

I.- The leasing contract.1. Concept and characteristics.2.



Classes.3. Rights and obligations.

II.- The renting contract1. Concept and applicable regulations.2. Features.3. Classes.

III.- The factoring contract.1. Concept and characteristics.2. Applicable regulations.3. Content.4. Parties.5. Legal nature.6. Classes.7. Rights and obligations.8. Procedure.

IV.- The confirming contract.1. Concept and characteristics.2. Classes and applicable regulations.3. Rights and obligations.



STOCK MARKET

Unit 1.- Organization of the Stock Market

- I-. The Financial Market. Characteristics.
- II-. Stock Market Law.1. Features.2. Guiding principles
- III-. Basic structure of the operation of the Stock Market.1. Subjects2. Special reference to the object.3. Representation of the security4. Negotiable securities.5. Financial instruments
- IV-. Sources of the law of the stock market.

Unit 2.- The National Securities Market Commission

- I-. Application regulations.II-. Legal natureIII-. Administrative economic regimeIV-. OrganizationV-. StructureVI-. Features

Unit 3.- The primary stock market

- I-. Background and current regimeII-. BeginningIII-. Differences between issuance of securities and public offering of securitiesIV-. Procedure to carry out a securities issue. Special reference to the information brochure.

Unit 4.- Official Secondary Securities Markets

- I-. Economic function and classesII-. Admission of trading securities on secondary markets1. Admission to trading2. Suspension of trading3. Exclusion from trading
- III-. Special reference to the organization of the Stock Exchanges1. Nature of the Stock Exchanges2. Members of the Stock Exchanges3. Governing Companies of the Stock Exchanges4. The Stock Market Interconnection System5. Clearing and settlement of securities transactions
- IV-. Public debt market in book entries.V-. Official futures and options markets.VI-. Fixed Income Market AIAF.VII-. Notion of market operations.

Unit 5.- Investment services companies and investor protection

- I-. Concept of intermediation in the financial market.II-. Function and natureIII-. BeginningIV-. Requirements for acting as an intermediaryV-. Classes

Unit 6.- Obligations of listed companies and market abuse

- I-. Information types1. Regulated2. Relevant3. Periodic
- II-. Significant holdingsIII-. Corporate governance.IV-. Market abuse.



Unit 7.- Alternative stock market

I.- Concept II.- Legal regime and operation. III.- Conditions for access.

Unit 8.- Public offers for the acquisition of shares (POAS)

I.- Notion and legal regime II.- Relevant features of his regime III.- Reference to voluntary POAS

Unit 9.- Collective investment institutions

I.- Concept and general characteristics II.- Classes



THE INSURANCE CONTRACTS

Unit 1.- General theory of the insurance contract.

I. General issues.II. Insurance legislation.III. Supervisory bodies.IV. Concept.V. Types of insurance.VI. Mediation.

Unit 2.- Insurance.

I. General aspects.

1. Objective and assured interest.2. Value and sum insured.3. Relationship between value and sum insured.4. Obligations of the parties.5. Causes and extinction.

II. Fire insurance.

1. Concept.2. Covered risk and compensation.3. Applicable regulations.

III. Theft insurance.

1. Concept.2. Covered risk and compensation.3. Applicable regulations.

IV. Agricultural insurance.

1. Concept.2. Applicable regulations.

V. Freight transport insurance.

1. Concept.2. Covered risk and compensation.3. Applicable regulations.

VI. Liability insurance.

1. Concept.2. Covered risk and compensation.3. Applicable regulations.4. Types

VII. Mandatory automobile insurance.

1. Concept.2. Covered risk and compensation.3. Applicable regulations.4. Obligations of the parties.5. Types.

VIII. Other damage insurance.

1. Reinsurance.2. Loss of profits.3. Legal defense.4. Credit and surety.

Unit 3.- Personal insurance.

I. General aspects.

1. Object.2. Obligations of the parties.3. Causes of extinction.

II. Life insurance.

1. Concept.2. Elements of the contract.3. Types.4. Applicable regulations.

III. Health insurance.

1. Concept.2. Elements of the contract.3. Applicable regulations.

IV. Accident insurance.

1. Concept.2. Contract elements.3. Types.4. Applicable



regulations.
V. Pension schemes.
1. Concept and nature.2. Economic function.3. Types.4.
Applicable regulations.

Temporary organization of learning:

| Block of content | Number of sessions | Hours |
|-------------------------|--------------------|-------|
| BANK CONTRACTS | 11,00 | 22,00 |
| STOCK MARKET | 12,00 | 24,00 |
| THE INSURANCE CONTRACTS | 7,00 | 14,00 |

References

BROSETA PONT, M., Manual de Derecho Mercantil, Vol. II., 27ª ed., Tecnos, Madrid, 2020. ROJO FERNÁNDEZ-RÍOS, A., y MENÉNDEZ MENÉNDEZ, A. (dirs.), Lecciones de Derecho Mercantil, Vol. II, 16ª ed., Civitas, Madrid, 2018. SÁNCHEZ CALERO, F., y SÁNCHEZ CALERO-GUILARTE, J., Instituciones de Derecho Mercantil, Vol. II., 37ª ed., Aranzadi, Madrid, 2015. CAMPUZANO LAGUILLO, A.B.; CONLLEDO LANTERO, F., y PALOMO ZURDO, R.J. (Dirs.), Los Mercados Financieros, 2ª ed., Tirant Lo Blanch, Valencia, 2017. Mercados Financieros 2020-2021, Memento Práctico Francis Lefebvre. ORDUÑA MORENO, F.J. (dir.), Derecho de Consumo y Correcto Funcionamiento de los Mercados, Tirant Lo Blanch, Valencia, 2023.