



## COURSE DESCRIPTION COMMERCIAL AND MARITIME LAW

**SSD: DIRITTO COMMERCIALE (IUS/04)**

DEGREE PROGRAMME: HOSPITALITY MANAGEMENT (P31)  
ACADEMIC YEAR 2025/2026

### COURSE DESCRIPTION

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### GENERAL INFORMATION ABOUT THE COURSE

INTEGRATED COURSE: NOT APPLICABLE  
MODULE: NOT APPLICABLE  
TEACHING LANGUAGE: ITALIANO  
CHANNEL:  
YEAR OF THE DEGREE PROGRAMME: II  
PERIOD IN WHICH THE COURSE IS DELIVERED: SEMESTER I  
CFU: 6

#### REQUIRED PRELIMINARY COURSES

Civil, touristic and agricultural - industrial law.

#### PREREQUISITES

The student must be able to know and understand the basic notions of civil law.

#### LEARNING GOALS

The course aims to provide students with the knowledge and basic methodological tools necessary to analyze the reference regulatory sources.

#### EXPECTED LEARNING OUTCOMES (DUBLIN DESCRIPTORS)

##### Knowledge and understanding

The student learns the discipline of entrepreneur and companies and the problems connected to them in the perspective of the solution of interpretative problems, even complex ones, concerning the topics covered by the program.

## **Applying knowledge and understanding**

The student is facilitated in the solution, through the application of the principles inferable from law, problems that could concern relationships between entrepreneurs, relationships between entrepreneurs and third parties, relationships between shareholders, relationships between shareholders and companies.

## **COURSE CONTENT/SYLLABUS**

I - The entrepreneur ·The notion of entrepreneur and the qualifying profiles of business activity ·The categories of entrepreneurs: agricultural entrepreneur and commercial entrepreneur; the small business owner; the family business; the collective enterprise; public enterprise ·Acquisition of the quality of entrepreneur: attribution of business activity; start and end of the business; business and capacity ·The statute of the commercial entrepreneur: legal advertising, accounting records; commercial representation ·The company: concept, constituent elements and regulation of the company's circulation. Consortia between entrepreneurs II- Companies ·General features and common profiles of the collective enterprise ·The types of companies ·The simple partnership and the general partnership: the constitution; asset profiles; social activity, the dissolution of the individual social relationship; the dissolution of the company ·The limited partnership ·The joint stock company: general profiles and evolutionary features of the case; the constitution of the s.p.a., the s.p.a. a personal and destined assets; contributions ·Shares: shares and share capital; the discipline of shareholding; the categories of shares; the circulation of shares; the operations of the company on its own shares ·Relevant shareholdings ·Groups of companies ·The assembly: the notion; the assembly procedure; the vote in the assembly; invalid resolutions ·The administration: the management function; the structure of the administrative body; relations with the assembly; appointment, termination and remuneration of directors; the board of directors, the executive committee; the delegated administration; the responsibility of the directors; general managers, de facto administration ·Controls: the board of statutory auditors and the sole auditor; the statutory audit of the accounts ·The alternative systems of administration and control ·The external controls on the management ·The modifications of the statute ·The obligations ·The dissolution of the joint stock company: the causes for dissolution; the liquidation of the s.p.a. ; the termination of the company ·The limited partnership by shares ·The limited liability company ·Transformation, merger and demerger III –Main aspects of Navigation law. The sources of the navigation law; the shipping company; the auxiliaries of the shipping company; the transport contract.

## **READINGS/BIBLIOGRAPHY**

G.F. Campobasso, Manuale di diritto commerciale, Utet, latest edition, pages 1-381 and 405-409; S. Zunarelli - M.M. Comenale Pinto, Manuale di diritto della navigazione e dei trasporti, CEDAM, ult. ed., capp. II, V, XI.

Further teaching material is provided by the teacher during the course.

## **TEACHING METHODS OF THE COURSE (OR MODULE)**

The course will take place with lectures.

#### EXAMINATION/EVALUATION CRITERIA

##### a) Exam type

- Written
- Oral
- Project discussion
- Other

##### In case of a written exam, questions refer to

- Multiple choice answers
- Open answers
- Numerical exercises

##### b) Evaluation pattern

The evaluation takes into account the discussion of the project work and the outcome of the oral test. Each student is asked questions. The theoretical knowledge acquired by the student, the ability to critically analyze the topics and the mastery of the technical-legal vocabulary used are tested.