



APPLIES TO ACADEMIC YEAR  
2002/2003

## JUR 2011 Corporate Law

### Program

The Bachelor of Business Administration Program in Business Law

### Responsible for the course

Bjørn Stordrange, Tore Bråthen

### Department

Accounting - Auditing and Law

### Term

Spring

### ECTS Credits

18

The course consists of four sections. Objective, literature, course outline and course structure are listed for each section.

### Objective

Specified for each section.

### Prerequisites

No particular prerequisites are required.

### Compulsory literature

Andenæs, Mads Henry. 1998. *Aksjeselskaper og allmennaksjeselskaper*. 3. utg. Bergen: Distribusjon: Grafisk hus.  
Aarbakke, Magnus. 2000. *Ansvarlige selskaper og indre selskaper*. 5. utg. Oslo: Universitetsforlaget.  
Woxholth, Geir. 2001. *Avtaleinngåelse, ugyldighet og tolkning*. 4. utg. Oslo: Gyldendal akademisk.  
Bergo, Knut. 1998. *Børs- og verdipapirrett*. Oslo: Cappelen akademisk forlag. Følgende er ikke pensum: kap. 4, 6.2, 6.8, 7.3, 7.4.6, 7.5, 7.6, 9 og 10.  
Hannevik, Kjell. 1999. "Egenhandel i finansielle instrumenter for ansatte og tillitsvalgte i foretak som opererer i finansmarkedet". *Tidsskrift for Forretningsjus*. 1999 (3): 294-318.  
Backer, Inge Lorange. 1999. *Innføringi naturressurs- og miljørett*. 3. utg. Oslo: Ad Notam Gyldendal. s. 25-127 og s. 199-225.  
The following acts: Pollution Act and Concession Act.

### Recommended literature

Ingen.

### Course outline

Specified for each section.

### Computer-based tools

Computer-based tools are not required.

### Course structure

Specified for each section.

### Evaluation

Two individual written 5-hour exams conclude the course. These two exams are common for all four sections. The students will be tested in a small practical assignment and several theoretical questions. The grader's evaluation will emphasize knowledge, reasoning, methodology, analytical skills and writing ability.

### Evaluation code(s)

JUR 20111 - written exam which accounts for 50% of the grade in JUR 2011, 6 credits.  
JUR 20112 - written exam which accounts for 50% of the grade in JUR 2011, 6 credits.

### **Aids at the examination**

The Norwegian code of laws, relevant regulations and drafts of new legislation.

### **Makeup exam**

A re-sit is held in connection with the next scheduled exam in the course.

## **Section 1: General corporate law, including bankruptcy in corporations**

### **Responsible for the course**

Tore Bråthen

### **Prerequisites**

No particular prerequisites are required.

### **Objective**

The students shall be introduced to the various forms of ownership and given an in-depth knowledge of the laws on limited companies (private and public limited companies) and partnerships (general partnerships and apportioned liability partnerships). Bankruptcy laws for corporations will also be covered.

### **Compulsory literature**

Andenæs, Mads Henry. 1998. *Aksjeselskaper og allmennaksjeselskaper* . 3. utg. Bergen: Distribusjon: Grafisk hus.  
Aarbakke, Magnus. 2000. *Ansvarlige selskaper og indre selskaper* . 5. utg. Oslo: Universitetsforlaget.

### **Course outline**

- Types of ownership
- Various types of limited companies
- Commercial ventures of limited companies
- Overview of the main features of company reorganization and restructuring
- Establishing partnerships (general partnerships and apportioned liability partnerships)
- Commercial ventures of partnerships
- Reorganization and restructuring
- Choice of ownership type
- Bankruptcy law

### **Course structure**

16 hours of lectures are given, not all topics will be covered. After the lectures the students are divided into seminar groups, there are 20 hours of seminars. The students are expected to participate in discussions and do assignments in the seminars.

## **Section 2: Conclusion of contract and breach of contract**

### **Responsible for the course**

Bjørn Stordrange

### **Prerequisites**

No particular prerequisites are required.

### **Objective**

The students are to gain an understanding of the contract conclusion process, based on the contract act and methods for concluding contracts that are not directly regulated by the contract act. They will also learn about the consequences of non-fulfilment of the contract.

### **Compulsory literature**

Woxholth, Geir. 2001. *Avtaleinngåelse, ugyldighet og tolkning* . 4. utg. Oslo: Gyldendal akademisk.

**Course outline**

- Conclusion of contracts according to the contract act system
- Conclusion of contracts by other models
- Power and representation
- Interpretation and completion of contracts
- Nullity and modification
- Various forms of non-performance
- Effects of breach of contract (breach)
- Effects of claimant's default

**Course structure**

16 hours of lectures are given, not all topics are covered during the lectures. After the lectures, the students are divided into seminar groups, there are 20 hours of seminars. The students are expected to take part in discussions and do assignments during the seminars.

**Section 3: Securities legislation/stock exchange law****Responsible for the course**

Tore Bråthen

**Prerequisites**

No particular prerequisites are required.

**Objective**

The students are to gain an understanding of the legislation on securities trading and stock exchange regulations.

**Compulsory literature**

Bergo, Knut. 1998. *Børs- og verdipapirrett*. Oslo: Cappelen akademisk forlag. Except: chap. 4, 6.2, 6.8, 7.3, 7.4.6, 7.5, 7.6, 9 og 10.

Hannevik, Kjell. 1999. "Egenhandel i finansielle instrumenter for ansatte og tillitsvalgte i foretak som opererer i finansmarkedet". *Tidsskrift for Forretningsjus*. 1999 (3): 294-318.

**Course outline**

- Company takeovers
- Obligation to bid
- Mergers
- Insider trading
- Market manipulation
- Notification requirement for players in the securities market

**Course structure**

8 hours of lectures are given, not all the topics are covered in the lectures. After the lectures the students are divided into seminar groups, there are 10 hours of seminars. The students are expected to take part in discussions and do assignments during the seminars.

**Section 4: Environmental law****Responsible for the course**

Tore Bråthen

**Prerequisites**

No particular prerequisites are required.

**Objective**

The students are to be given an understanding of the main aspects of public law framework legislation for establishing and running businesses. The topic must be considered together with other legal topics that also cover the public law framework for business activity, e.g. labour legislation, accounting and taxation legislation etc.

**Compulsory literature**

Kompendium

**Course outline**

- Registration in the Register of Business Enterprises
- Business subject to notification
- Business subject to a licence
- Public licence terms
- Pollution act

**Course structure**

8 hours of lectures are given, not all the topics are covered in the lectures. After the lectures the students are divided into seminar groups, there are 10 hours of seminars. The students are expected to take part in discussions and do assignments during the seminars.

**Evaluation**

Two individual written 5-hour exams conclude the course. These two exams are common for all four sections. The students will be tested in a small practical assignment and several theoretical questions. The grader's evaluation will emphasize knowledge, reasoning, methodology, analytical skills and writing ability.

**Evaluation code(s)**

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JUR 20112 - written exam which accounts for 50% of the grade in JUR 2011, 6 credits.

**Aids at the examination**

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**Makeup exam**

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