



APPLIES TO ACADEMIC YEAR 2012/2013

## **JUR 3517 Law II**

### **Programme**

Bachelor in Business Law (2. year)

### **Responsible for the course**

Jone Engh

### **Department**

Department of Accounting - Auditing and Law

### **Term**

According to study plan

### **ECTS Credits**

15

### **Language of instruction**

Norwegian

### **Introduction**

The course focuses on questions relating to monetary claims and company law that may be relevant for an enterprise. The course is organized in four sub-courses:

- Company law
- Stock exchange and securities regulation
- Law of negotiable instruments
- Law of mortgages and pledges

The course follows a problem-based learning approach. The teaching is therefore composed of traditional lectures and seminar teaching. For the seminar teaching the class is divided into two smaller groups. After the subject for the seminar has been introduced the students work on assignments in study groups. The assignments will then be reviewed in a plenary session.

### **Learning outcome**

#### **Acquired knowledge**

The students shall be familiar with the various forms of ownership in company law. They shall have gained in-depth knowledge of the laws on limited companies (private and public limited companies) and partnerships (general partnerships and apportioned liability partnerships). The students shall be familiar with the main rules in the stock exchange and securities legislation, in particular the duties and rights of investors and issuers. They shall have a good understanding of the rules concerning negotiable instruments in the law on debentures and the law on financial agreements. The students shall also be familiar with mortgage law issues, including the legal protection institution and the parties' control of the collateral and hypothecary claim.

#### **Acquired skills**

The students shall be able to identify company law and securities law issues. They shall also be able to account for the main rules regulating these areas. The students shall be able to account for the rules in the law on debentures and the law on financial agreements. They shall be able to recognize and assess problems relating to money claims. They shall be able to identify and account for the mortgagor's position in relation to the mortgagee, other parties who acquire a right by way of contract, and creditors.

#### **Reflection**

The students shall have a conscious attitude towards the legal standards and ethical principles on which the rules in the company law, securities law, the law of negotiable instruments and the law of mortgages and pledges are based.

### **Prerequisites**

### **Compulsory reading**

#### **Books:**

Bergo, Knut. 2008. Børs- og verdipapirrett. Ny utg. Cappelen akademisk forl. Kap 3, 4, 6, 8 og 10

Bergsåker, Trygve. 2001. Lærebok i pengekravsrett : tilpasset privatrett grunnfag ved Universitetet i Oslo. 2. utg. T. Bergsåker

Bråthen, Tore. 2008. Selskapsrett. 3. utg. Focus : Universitetsforlaget

Engh, Jone. 2009. Finansrådgivers ansvar og plikter. Cappelen Akademisk. Utvalgte kapitler  
Falkanger, Thor. 2004. Introduksjon til panteretten : stiftelse og virkninger, herunder om  
tvangsfullbyrdelse. Universitetsforlaget

## **Recommended reading**

### **Course outline**

#### **Company law**

- Types of ownership
- Commercial ventures of limited companies
- Establishing partnerships (general partnerships and apportioned liability partnerships)
- Commercial ventures of partnerships
- Distribution of dividend and the relationship to accounting law
- Review of main features concerning reorganization and restructuring

#### **Stock exchange and securities regulation**

- Acquisitions, including rules on mandatory bids and flag duty
- Public emissions, including prospectus rules
- Insider trading
- Market manipulation
- Information and notification requirement
- Main issues in investment counselling

#### **Law of negotiable instruments**

- Content and fulfilment of money claims (financial obligations)
- Main provisions in the law on debentures
- Settlement correction
- Annulment of money claims due to limitation, etc.
- Consequences of incorrect fulfilment of money claims
- Claims with several debtors
- Main provisions in the law on financial agreements

#### **Law of mortgages and pledges**

- Creation of a mortgage
- Limitations in the access to create mortgages
- Legal protection rules
- Security for unpaid purchase
- Legal effects at the disposal of collateral stage
- Mortgagee's position in debt negotiations and bankruptcy

#### **Computer-based tools**

No specified computer-based tools are required.

### **Learning process and workload**

The duration of the course is 90 teaching hours consisting of lectures and seminars covering the four sub-courses.

The lectures are regular teaching in the auditorium. In the seminars the students are organized in study groups for discussions and solving of assignments. The assignments that the students have worked on in the study groups will be reviewed in class in a plenary session. Students are required to take an active part in the seminars. Three voluntary hand-in assignments are set in the course. The students will be given a tentative grade and individual feedback on these hand-in assignments.

Recommended workload in hours:

| <b>Activity</b>                       | <b>Use of hours</b> |
|---------------------------------------|---------------------|
| Participation in lectures             | 42                  |
| Participation in seminars             | 48                  |
| Preparations for lectures             | 80                  |
| Self-tuition/reading syllabus         | 150                 |
| Work on cases/assignments             | 74                  |
| Exam                                  | 6                   |
| <b>Total recommended use of hours</b> | <b>400</b>          |

The allocation of lecture hours and seminar hours for each sub-course is as follows:

#### **Company law**

14 hours of lectures followed by 12 hours of seminars.

**Stock exchange and securities regulation**

10 hours of lectures followed by 10 hours of seminars.

**Law of negotiable instruments**

10 hours of lectures followed by 12 hours of seminars.

**Law of mortgages and pledges**

10 hours of lectures followed by 12 hours of seminars.

**Use of hours**

90 hours altogether, with 44 hours of lectures and 46 hours of seminars.

It is also necessary to use 3 hours in the auditorium for the seminars, since these classes are organized somewhat differently, with an introduction to the assignments and then a plenary review afterwards. The students will work in study groups for 1-1.5 hours during the seminars and the lecturers are available for questions while the students are working.

**Examination**

A six-hour individual written exam completes the course.

**Examination code(s)**

JUR 35171 Written exam which accounts for 100% of the grade in JUR 3517 Law II – 15 ECTS credit.

**Examination support materials**

The Norwegian code of laws or another compilation of laws, reprints of laws, regulations and draft laws.

Exam aids at written examinations are explained under exam information in our web-based Student handbook. Please note use of calculator and dictionary.

<http://www.bi.edu/studenthandbook/examaids>

**Re-sit examination**

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

**Additional information**