

Global Learning Semesters

Course Syllabus

Course: LAW-361 Company Law I

Department: Law

Host Institution: University of Nicosia, Nicosia, Cyprus



Course Summary		
Course Code	Course Title	Recommended Credit Hours
LAW-361	Company Law I	3
Semester Offered	Contact Hours	Prerequisites
Fall	42	Sophomore standing
Department	Level of Course	Language of Instruction
Law	Upper Division	English

Course Description

1. The nature of legal personality and lifting the veil of incorporation.
2. Incidents of corporate personality; differences between incorporated and unincorporated associations, The rule in Salomon v Salomon & Co Ltd.
3. The formation of the company: the preparation and submission of the memorandum and Articles of Association; Pre-incorporation contract.
4. The duties and liabilities of promoters, the requirements for prospectuses and listing particulars.
5. Different types of companies; The name of the company and the role of the Registrar of Companies.
6. The relations between the company and outsiders.
7. The growth and decline of the doctrines of ultra vires and constructive notice; the Turquand rule and the application of principles of agency; The commission of crimes and torts by the company.
8. Vicarious liability and the Alter Ego doctrine.
9. The relations between the company and its members and among the members inter se.
10. The contract between the company and its members, different capabilities of members; altering the contract and the remedies for breach.

Instructor

Ms Koula Michaelidou

Course Aims and Objectives

To introduce the student to the nature of legal and corporate personality, to examine the rules which govern the function of a company and the relations between the company and outsiders and between the company and its members.

Teaching Methods

The course is delivered through a mixture of lectures, discussions, presentations, and problem-solving activities.

Course Teaching Hours

42 hours (30 hours of lectures, 12 hours of seminars/tutorials and student-led presentation/seminars). The course is delivered during the Fall semester in 14 weeks (3 hours/week).

Evaluation and Grading

Assigned work:	25%
Interim tests:	25%
Final Exam:	50%

Readings and Resources

Required Textbook

L.S. Sealy, *Cases and Materials in Company Law*, 7th ed., Butterworths, 2001

Recommended Reading

D. Keenan, *Smith & Keenan's Company Law for Students*, 11th ed., FT Prentice Hall, 1999