



COURSE UNIT (MODULE) DESCRIPTION

Course unit (module) title	Code
COMPARATIVE COMPANY LAW	14627

Lecturer(s)	Department(s) where the course unit (module) is delivered
Coordinator: assoc. prof. dr. Lina Mikalonienė Other(s):	Vilnius University, Faculty of Law, Department of Private Law Sauletekio av. 9, Building 1, LT-10222, Vilnius, 311 room, phone (8 5) 236 6170, e-mail: ptkatedra@tf.vu.lt

Study cycle	Type of the course unit (module)
Second	Optional

Mode of delivery	Period when the course unit (module) is delivered	Language(s) of instruction
Face-to-face	Autumn semester	English

Requirements for students	
Pre-requisites: Basics on Company Law; Civil law	Co-requisites (if any): -

Course (module) volume in credits	Total student's workload	Contact hours	Self-study hours
5	133	32	101

Purpose of the course unit (module): programme competences to be developed		
The aim of the course is to provide students with the overall framework on different types of the key business organizations and their fundamental operating principles on comparative basis and build students' competences to apply the comparative method in that area. The course is also aimed at formation of students' abilities to develop analytical as well as interpersonal and communication skills.		
Learning outcomes of the course unit (module)	Teaching and learning methods	Assessment methods
<ul style="list-style-type: none"> - Students will be able thoroughly explain the aims and purpose of the Comparative Company Law, its scope and content; - Students will be able to analyse the overall framework on different types of the key business organizations and their fundamental operating principles on comparative basis; - Students will be able to compare domestic and foreign business organization forms by identifying their essential similarities and differences; - Students will be able to select an appropriate business form by identifying and critically evaluating their advantages and disadvantages; - Students will understand the benefits of comparative method and will be able to apply it in the Company Law area; - Students will be able to systemically interpret the legal sources of the Company Law, as well as to apply relevant rules and regulations in support of their legal decisions; - Students will be able to argue their position in written or orally, and convey their ideas in a critical and reasonable manner; - Students will be able to enhance acquired knowledge and abilities independently, inter alia, to use legal information data bases and other sources, to select relevant theoretical and practical material. 	<p>Lectures, seminars (compulsory), individual work.</p> <p>The method of delivery involves comparative, systematic, analytical, case-analysis and group-knowledge-sharing based learning. Methods targeted to both individual work and team-building are used.</p>	Cumulative score method of class work, tests and essays.

Content: breakdown of the topics	Contact hours							Self-study work: time and assignments	
	Lectures	Tutorials	Seminars	Exercises	Laboratory work	Internship/work placement	Contact hours	Self-study hours	Assignments
1. General characteristics on Comparative Company Law: concept, method, scope and sources.	2						2	2	Analysis of study materials
2. The most typical classification of companies.	1						1	3	Analysis of study materials, case studies
3. Commercial partnership (general partnership and limited partnership)	2		2				4	12	Analysis of study materials, case studies, preparation for test
4. Cooperative society	2		2				4	12	Analysis of study materials, case studies, mid-term essay
5. Company limited by shares (public corporation and private limited liability company)	4		4				8	20	Analysis of study materials, case studies, mid-term essay, preparation for test
6. Hybrid business entities (LLC, LLP, small partnership)	2		2				4	12	Analysis of study materials, case studies, mid-term essay
7. Regulatory competition of different Company Law regimes. Pan-European business entity forms	3		2				5	8	Analysis of study materials, case studies
8. Final essay			4				4	32	Preparation and presentation
Total	16		16				32	101	

Assessment strategy	Weight, %	Deadline	Assessment criteria
Class work	10	During the semester	Max. 2 points (1 point is a part of the compulsory cumulative score and 1 point may be additional point): the assessment will be based on the capability to effectively orally present and discuss the topics of Company Law, to raise important questions, to provide own legal insights and arguments in a logical and structured manner, to critically assess the discussed legal issues, to provide other critical remarks as well as to contribute to other participants' ideas, effectively participate in a group work. The work during the lectures and seminars (which will be organized for max. 15-20 student-group) will be subject to the assessment.
Written assignments (compulsory)	60	During the semester	<p>Max 6 points: mid-term essays (max 5 points) and tests (max 1 point).</p> <p>3 mid-term essays for written analysis of the essential similarities and differences of appropriate business vehicles on comparative basis.</p> <p>The assessment will be based on:</p> <ul style="list-style-type: none"> - work content (comprehensive subject-matter analysis, which does not include out-of-scope matters, proper source application, critical analytical thinking, conclusions); - work structure and style (clear structural parts, scientific language style, exact wording, source references, proper and ethical citation use, compliance with formal requirements). <p>Assessment of each mid-term essay is max. 10 points. The average of assessment of all 3 mid-essays shall be computed as the evaluation for the interim essays. The average assessment is recomputed to 50%.</p> <p>2 tests: each test comprises of 10 closed-type questions related to appropriate business vehicles on comparative basis, assessment of each is 1 point for a fully correct answer. Total evaluation of the test is max. 10 points. The average of the assessment of both tests shall be computed as the evaluation for the tests, which is recomputed to 10%.</p>
Final essay (compulsory)	30	End of the semester	Max. 3 points: a final essay for a written analysis of the essential similarities and differences of appropriate business vehicles on comparative basis. Assessment of final essay is max. 10 points, which is recomputed to 30%.

			<p>The assessment will be based on:</p> <ul style="list-style-type: none"> - work content (comprehensive problem analysis, which does not include out-of-scope matters, proper source application, critical analytical thinking, conclusions); - work structure and style (clear structural parts, scientific language style, exact wording, source references, proper and ethical citation use, compliance with formal requirements); - work presentation (concentrated work presentation, adhesive scientific language, the use of informative visual aids); - efficient and active participation in discussion, answering to questions, contribution to other participants' ideas.
Cumulative score			Max. 10 points (in case the total assessment exceeds 10 points, assessment will be 10 points).

Author	Year of publication	Title	Issue of a periodical or volume of a publication	Publishing place and house or web link
Compulsory reading				
BACHMANN, G.; FLEISCHER, H.; EIDENMÜLLER, H.; ENGERT, A.; IR SCHÖN, W.	2014	Regulating the closed corporation		Berlin [etc.]: De Gruyter
GERNER-BEUERLE, C.; SCHILLING, M.	2019	Comparative company law	1 st ed.	Oxford: Oxford University Press
CRACOGNA, Dante; FICI, Antonio; HENRÏ, Hagen (eds)	2013	International Handbook of Cooperative Law		Berlin, Heidelberg: Springer
MIKALONIENE, L.	2018	Small partnership company form as a vehicle for small and medium-size business in Lithuania: is the theoretical model effective in practice?	European Company and Financial Law Review Volume 15, Issue 1	pp. 101-122 DOI: https://doi.org/10.1515/ecfr-2018-0004
RIBSTEIN, L.E.	2010	The rise of the unincorporation		Oxford [etc.]: Oxford Univ. Press
Optional reading				
ANDENAS, M. T.; WOOLDRIDGE, F.	2009	European comparative company law	1 st ed.	Cambridge [u.a.]: Cambridge Univ. Press
CAHN, A.; DONALD, D.C.	2010	Comparative company law: text and cases on the laws governing corporations in Germany, the UK and the USA	1 Publ.	Cambridge [etc.]: Cambridge Univ. Press
DORRESTEIJN, A., <i>et al.</i>	2009	European corporate law	2 nd ed.	Austin [etc.]: Wolters Kluwer Law & Business
KRAAKMAN, R. H., <i>et al.</i>	2017	The anatomy of corporate law: a comparative and functional approach	3 ^d ed.	Oxford: Oxford University Press
SIEMS, M.; CABRELLI, D. (eds)	2013	Comparative company law: a case-based approach		Oxford; Portland [Or.]: Hart Publishing
VERMEULEN, E. P.	2003	The Evolution of Legal Business Forms in Europe and the United States: Venture Capital, Joint Venture and Partnership Structures		The Hague, etc.: Kluwer Law International, cop.