COURSE DATA

DATA SUBJECT

Code: 35087
Name: Mercantile law
Cycle: Undergraduate Studies
ECTS Credits: 6
Academic year: 2025-26

STUDY (S)

Degree	Center	Acad. year	Period
1302 - Degree in Criminology	Facultat de Dret	4	First quarter

SUBJECT-MATTER

Degree	Subject-matter	Character
1302 - Degree in Criminology	Private investigation	ELECTIVES

COORDINATION

GOMEZ ASENSIO CARLOS

SUMMARY

Commercial Law

Course Overview:
Commercial Law is an optional, semester-long course within the Criminology degree program, specifically designed for students pursuing the detective specialization. The course introduces students to the fundamental principles, concepts, and legal frameworks of key commercial law institutions, with content tailored to the professional profile of future criminologists.

Main Topics Covered:

- The Entrepreneur and the Business
- Competition Law (Antitrust and Unfair Competition)
- Industrial Property
- Company Law
- Means of Payment
- Commercial Contracts
- Financial Markets

- Insolvency Law

Course Objectives:
The course aims to equip students with the legal knowledge and practical tools necessary to perform professional activities related to commercial and business law in criminological contexts. Emphasis is placed on:

- Understanding the legal sources of commercial law
- Defining the entrepreneur and business, including types, legal status, and obligations
- Exploring commercial representation (agents, managers, proxies)
- Learning about accounting obligations and commercial registry publicity

Special Focus Areas:

- Competition Law: covering both antitrust regulations and unfair competition practices
- Industrial Property: including trademarks, trade names, designations of origin, patents, utility models, and industrial designs
- Means of Payment and Contracts: introducing students to the legal instruments used in commercial transactions
- Financial Markets: basic concepts of market organization, conduct rules, and market abuse
- Insolvency Law: understanding the legal framework for business crisis situations

This course provides criminology students with a legal foundation that enhances their ability to analyze and interpret commercial activities, particularly in investigative and forensic contexts.

PREVIOUS KNOWLEDGE

RELATIONSHIP TO OTHER SUBJECTS OF THE SAME DEGREE

There are no specified enrollment restrictions with other subjects of the curriculum.

OTHER REQUIREMENTS

COMPETENCES / LEARNING OUTCOMES

1302 - Degree in Criminology

Saber aplicar las técnicas de investigación adecuadas para la persecución de delitos y la resolución de conflictos sociales, garantizando la seguridad ciudadana y los derechos fundamentales.

Saber trasladar a un informe criminológico los datos psicológicos, sociales y jurídicos de relevancia criminológica.

DESCRIPTION OF CONTENTS

1. SOURCES OF COMMERCIAL LAW. ENTREPRENEUR AND BUSINESS

1. Legal system: formal and material sources
2. Legal concept of entrepreneur and business; defining features
3. Legal status of the entrepreneur: capacity, obligations, and liability
4. Dependent collaborators of the entrepreneur

2. COMPETITION LAW AND DEFENSE OF COMPETITION

1. Defense of competition
   A. Content, objectives, and scope of application
   B. Prohibited practices
   C. Business mergers
   D. State aid
   E. Authorities responsible for enforcing competition law. Procedures
2. Unfair competition and advertising
   A. Concept, characteristics, regulatory framework, and scope of application
   B. General prohibitive clause on unfair competition acts
   C. Legally defined acts of unfair competition
   D. Legal actions and procedural rules against unfair competition
   E. Unlawful advertising

3. INDUSTRIAL PROPERTY RIGHTS

1. Protection of inventions
   A. Patents
   B. Utility models
2. Distinctive signs
   A. Trademarks
   B. Trade names and signs
   C. Legal actions and procedural rules for the protection of distinctive signs
3. Protection of industrial design
4. Designations of origin
5. Internet domain names
6. Protection of know-how and trade secrets

4. COMPANY CONTRACT AND COMMERCIAL COMPANIES

1. The associative phenomenon and commercial companies. Concept of company. Legal personality. Piercing the corporate veil and irregular companies
2. Classification of commercial companies. Special commercial companies and other organizational forms used in business
3. Incorporation of capital companies. Shares and equity interests
   A. Concept and guiding principles of share capital

B. Contributions and ancillary services
C. Shares and equity interests. Shareholder rights. Transferability of shareholder status

5. ORGANIC STRUCTURE OF CAPITAL COMPANIES

1. Organizational structure: distribution of powers among corporate bodies
2. General meeting in public and private limited companies
   A. Powers and types of meetings
   B. Convening, constitution, and functioning of the meeting
3. Administrative body
   A. Powers and organizational forms
   B. Capacity, appointment, term, removal, and remuneration
   C. Scope of representative authority
   D. Duties and liabilities
4. Challenging corporate resolutions

6. STATUTORY, STRUCTURAL CHANGES AND COMPANY DISSOLUTION

1. Amendment of bylaws
   A. Basic procedure
   B. Increase and reduction of share capital
2. Structural changes: concept and types
3. Dissolution and liquidation
4. Director¿s liability for failure to initiate dissolution

7. PAYMENT INSTRUMENTS

1. Negotiable instruments: concept, economic function, types, essential features, and circulation
2. Bill of exchange, check, and promissory note: economic functions, formal requirements, legal status of obligated parties

8. COMMERCIAL CONTRACTING

1. Structure and basic concepts of contracts for the transfer of goods
2. Structure and basic concepts of collaboration and distribution contracts
3. Structure and basic concepts of financing and guarantee contracts
4. General aspects of financial market regulation

9. INSOLVENCY OF THE COMMERCIAL ENTREPRENEUR

1. Characteristics of insolvency proceedings
2. Objective and subjective requirements
3. Insolvency administration
4. Composition of the estate: assets and liabilities
5. Termination of proceedings: agreement and liquidation
6. Effects of insolvency

WORKLOAD

PRESENCIAL ACTIVITIES

Activity	Hours
Theoretical and practical classes	60,00
Total hours	**60,00**

NON PRESENCIAL ACTIVITIES

Activity	Hours
Attendance at other activities	10,00
Individual or group project	0,00
Independent study and work	55,00
Preparation of lessons	10,00
Preparation for assessment activities	0,00
Resolution of case studies	15,00
Total hours	**90,00**

TEACHING METHODOLOGY

Theoretical Content Delivery

The instructor will present and explain the fundamental elements that should guide students in the study and understanding of the subject. Students, in turn, are expected to actively engage in the learning process by reading¿either before or during class, depending on the schedule¿materials, textbooks, monographs, or texts provided or previously indicated.

Applied Activities

These will include case law analysis, press article discussions, case resolution, puzzle activities, quizzes, and analysis of commercial law issues, among others. Through these activities, students will develop the previously outlined competencies.

These activities may either complement the theoretical content presented by the instructor or focus on specific topics from the syllabus that are not covered in lectures.

They will be interactive, and each instructor will indicate which activities will be subject to assessment.

These exercises will also help students become familiar with the materials and techniques specific to the discipline.

Out-of-Class Activities

Complementary Activities

These may include seminars, group tutorials, visits to public institutions, etc. They may be scheduled within the context of the course and may be specific to the subject or interdisciplinary, always coordinated with other groups or subjects. Instructors will indicate whether these activities are subject to evaluation.

Guided Activities

To support both theoretical learning and applied activities, the instructor may assign readings, case preparation, legal research, etc.

Even if not addressed in class, the instructor may assign additional tasks within the student¿s workload to reinforce or review acquired knowledge.

Unscheduled Tutoring Sessions

Students may attend unscheduled office hours during the times set by each instructor to ask questions or seek clarification on any topic or aspect related to the course and its structure.

EVALUATION

Final Grade Composition

The final grade will be the result of two components:

- Continuous assessment and participation in proposed activities: 30% of the final grade
- Final theoretical-practical exam: 70% of the final grade

The entire course syllabus will be covered in the final exam. There will be no midterm exam.

The final exam may be oral or written, at the instructor's discretion (as specified in the course guide), and students will be allowed to use legal texts during the exam.

Regardless of the general evaluation method (oral or written), the instructor may allow a change in the exam format if the student is required to take the exam on a different date than the official one, in accordance with the Regulations on Evaluation and Grading of the University of Valencia regarding exam date conflicts.

Students are entitled to two exam sittings. To pass the course, it is mandatory to pass the final exam.

In the second sitting, the same maximum weightings (70%/30%) will apply, meaning the exam will be graded out of 7 points. The continuous assessment grade obtained during the course will be retained, but

missed or failed directed or complementary activities cannot be retaken, as they are based on tasks completed during the course.

Even if the student has participated in continuous assessment, if they do not attend the final exam, the grade will be recorded as ABSENT. Exceptionally, upon request and depending on the specific circumstances, the student may be graded as FAIL, with the proportional grade resulting from the continuous assessment.

Evaluable Components and Weighting

1. Final theoretical-practical exam using legal texts: 70% of the final grade
2. Evaluable activities (complementary or directed), conducted in or outside the classroom: 30% of the final grade

2.1. Complementary Activities

One or more complementary activities may be carried out, either at the initiative of the instructor or the students (with the instructor's approval).

2.2. Directed Activities

Directed activities may be conducted in class. The instructor may collect a random selection of assignments at the end of the session and will communicate the evaluation results to students as soon as possible.

In all cases, students will be informed of their continuous assessment grade before the end of the course.

The instructor will specify in the annex to the course guide the composition of the evaluable activities for the academic year.

REFERENCES

- Cualquiera de los textos relacionados por orden alfabético es suficiente para atender al programa y permiten al alumno preparar la asignatura. Siempre debe tratarse de la última edición publicada. BROSETA PONT, M., Manual de Derecho Mercantil (Edición revisada por Fernando Martínez Sanz), Editorial Tecnos. JIMÉNEZ SÁNCHEZ, G.J. (coord.), Derecho Mercantil. Editorial Ariel. SÁNCHEZ CALERO, F., Instituciones de Derecho Mercantil. Editorial, MacGraw Hill. SÁNCHEZ CALERO, F., Principios de Derecho Mercantil. Editorial, MacGraw Hill. MENENDEZ, A. y otros: Lecciones de Derecho Mercantil, Editorial Thomson-Civitas. VICENT CHULIA, F., Introducción al Derecho Mercantil. Editorial Tirant lo Blanch Para Derecho de sociedades: EMBID IRUJO, J.M., (Dir.), Introducción al Derecho de Sociedades de capital. Ed. Marcial Pons. Son imprescindibles los textos legales de las materias comprendidas en el programa.