

<b>Module Title</b> <b>Company And Commercial</b>	Reference BSM562 SCQF SCQF Level 11 SCQF Points 15 ECTS Points 7.5 Created March 2004
<b>Keywords</b> Law, company, commercial	Approved March 2013 Amended March 2013 Version No. 2

## This Version is No Longer Current

The latest version of this module is available [here](#)

### Prerequisites for Module

None in addition to SCQF 11 entry requirement or equivalent.

### Corequisite Modules

None.

### Precluded Modules

None.

### Aims of Module

To develop practical legal skills relating to the formation, management and administration of private companies and the transactions and procedures typically undertaken in the context of their corporate activities.

### Indicative Module Content

Interviewing skills, formation and management of company, drafting skills, company documentation and conducting meetings, shares and tax implications

### Indicative Student Workload

	Full	Part
<i>Contact Hours</i>	Time	Time
Assessment	10	10
Seminars	60	60

#### *Directed Study*

Directed study	40	40
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#### *Private Study*

Private Study	40	40
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### Mode of Delivery

Seminars, role play, problem solving, drafting exercises,

## Learning Outcomes for Module

On completion of this module, students are expected to be able to:

1. On receiving instructions from a client, draft appropriate documentation in connection with the incorporation of a company, including basic articles of association
2. Understand, explain and discuss the procedures for the issue and transfer of shares, the distinction between asset and share purchase and sales, common form warranties, the reasons for and procedures involved in a company own share buy back, minority rights and remedies
3. Advise on the more commonly encountered duties and responsibilities of directors and secretaries; and understand ongoing company secretarial administration including in relation to maintenance of statutory registers and annual returns
4. Advise on procedures in connection with the convening and conduct of both directors and members meetings and drafting of appropriate documentation

simulated transactions and portfolio building.

## Assessment Plan

	Learning Outcomes Assessed
Component 1	1,2
Component 2	3,4,5
Component 3	1,2,3,4,5

Written coursework exercise worth 40% (C1)

Class participation worth 20% (C3)

Written coursework worth 40% (C2)

## Indicative Bibliography

1. WILD C., et al., 2016. *Smith and Keenan's company law*. 17th ed. Harlow: Pearson/Longman.

## Additional Notes

In addition to the text in the indicative bibliography, the student will be required to purchase the course materials.

5. Draft basic disclosure letters,  
basic company forms, revisals  
of subscription agreements and  
of instruments of alteration