



# UNIVERSITÀ DEGLI STUDI DI PALERMO

<b>DEPARTMENT</b>	Giurisprudenza
<b>ACADEMIC YEAR</b>	2018/2019
<b>MASTER'S DEGREE (MSC)</b>	LAW
<b>SUBJECT</b>	COMMERCIAL LAW II
<b>TYPE OF EDUCATIONAL ACTIVITY</b>	B
<b>AMBIT</b>	20006-Commercialistico
<b>CODE</b>	02419
<b>SCIENTIFIC SECTOR(S)</b>	IUS/04
<b>HEAD PROFESSOR(S)</b>	MELI VINCENZO      Professore a contratto in      Univ. di PALERMO quiescenza PERRINO MICHELE      Professore Ordinario      Univ. di PALERMO
<b>OTHER PROFESSOR(S)</b>	
<b>CREDITS</b>	6
<b>INDIVIDUAL STUDY (Hrs)</b>	102
<b>COURSE ACTIVITY (Hrs)</b>	48
<b>PROPAEDEUTICAL SUBJECTS</b>	02424 - COMMERCIAL LAW I
<b>MUTUALIZATION</b>	
<b>YEAR</b>	4
<b>TERM (SEMESTER)</b>	2° semester
<b>ATTENDANCE</b>	Not mandatory
<b>EVALUATION</b>	Out of 30
<b>TEACHER OFFICE HOURS</b>	<b>MELI VINCENZO</b> Friday      09:30      11:00      Dipartimento di giurisprudenza. Stanza del titolare della materia. Si prega di prenotare il ricevimento via mail (vincenzo.meli@unipa.it), in modo da evitare assembramenti negli stessi orari. <b>PERRINO MICHELE</b> Thursday      10:00      13:00      Dipartimento di Giurisprudenza - Sezione Diritto privato - Piano 1° - Stanza n. 12

<b>PREREQUISITES</b>	Knowledge of Private Law and of Commercial Law I
<b>LEARNING OUTCOMES</b>	<p>Knowledge and comprehension of the main topics of Commercial and Business Law.</p> <p>Ability to:</p> <ul style="list-style-type: none"> <li>- identify issues of Enterprise Law, select relative rules, define the dominant interpretative framework and give solutions to theoretical and practical problems;</li> <li>- formulate original solutions to the problems identified, with a capacity of orientation among doctrine and courts solutions, showing ability to select and most appropriate solution processing, with an adequate case by case approach;</li> <li>- Express orally and in writing about topics of Commercial and Business Law, with ability for orderly processing;</li> <li>- Increase the learning capacity necessary for preparing written dissertations and being admitted to exercise of legal professions.</li> </ul>
<b>ASSESSMENT METHODS</b>	<p>Oral Final exam - Grades on a scale between 18 and 30 cum laude.</p> <p>The student's assessment is based on an oral exam, which consists of an interview on questions related to topics object of the programme of the course. Questions are aimed to ascertain the achievement by students of learning outcomes. In particular, are aimed to ascertain: 1) level and quality of knowledge; 2) ability to explain legal concepts and to connect them; 3) possession of an adequate capacity of communication and of technical-judicial language.</p> <p>The assessment will take place in conformity to the following grid</p> <ul style="list-style-type: none"> <li>- Excellent 30- 30 cum laude: excellent knowledge of topics object of the programme, excellent property language, excellent capacity of analysis, full ability to apply theoretical knowledge to real cases</li> <li>- Very good 26-29: good knowledge of topics and of general legal concept of the matter; fully property of language, very good ability to apply theoretical knowledge to solve questions proposed.</li> <li>- Good 24-25: good knowledge of main topics, good property of language, with limited ability to apply autonomously theoretical knowledge to the solution of questions proposed.</li> <li>- Satisfactory 21-23: more than sufficient mastery of main topics and property language; poor ability to apply autonomously knowledge.</li> <li>- Sufficient 18-20: minimum basic knowledge of general concepts and technical language; minimum ability to autonomously apply knowledge.</li> <li>- Insufficient: does not have minimum basic knowledge of the notions of the matter.</li> </ul>
<b>EDUCATIONAL OBJECTIVES</b>	<p>The course aims at providing students of knowledge, expertise and skills which are necessary to:</p> <ul style="list-style-type: none"> <li>- carry out the practice which is required to apply for the examinations/selections to become a business lawyer, a public notary, or a judge appointed to Courts specialized in business law;</li> <li>- continue to study business law, in order to apply for a PhD course or a Master degree course, even abroad, in the same field;</li> <li>- apply for registration as an Advisor in intellectual property;</li> <li>- more broadly, to pass any examination and selection where knowledge and expertise in business law is required and which aims at allowing the candidate to carry out professional activities in business law.</li> </ul> <p>For such a purpose, any student attending the course should be able to:</p> <ul style="list-style-type: none"> <li>- interpret, systematize and allocate in the correct rank of the sources of law any legal text, even very recent, concerning the private law regulation on firms;</li> <li>- read and systematize any court decision, of any court and level, in order to extract its statement and to compare this with that of previous case law;</li> <li>- present and discuss with a critical and reflective approach the most important issues of commercial and business law;</li> <li>- update his knowledge, also by means of IT facilities;</li> <li>- produce legal texts in the field of business law, at basic level, such as contracts, companies memoranda and articles, procedural documents.</li> </ul>
<b>TEACHING METHODS</b>	Lectures, trainings, seminars
<b>SUGGESTED BIBLIOGRAPHY</b>	<p>G.F.CAMPOBASSO, Diritto commerciale, 3° volume, Torino, Utet, ultima edizione in commercio (sole parti relative agli argomenti oggetto del programma del corso)</p> <p>oppure</p> <p>G.FERRI, Manuale di diritto commerciale, Torino, Utet, ultima edizione (a cura di C.Angelici e G.B.Ferri) in commercio (sole parti relative agli argomenti oggetto del programma del corso).</p> <p>oppure :</p> <ul style="list-style-type: none"> <li>- AA.VV. (ABRIANI E AL.), Diritto delle imprese. Manuale breve, Milano, Giuffrè, ultima edizione in commercio (sole parti relative agli argomenti oggetto del programma del corso)</li> </ul>

oppure  
G.PRESTI-M.RESCIGNO, Corso di diritto commerciale, vol. I, Impresa-Contratti-  
Titoli di credito-Fallimento, Bologna, Zanichelli, ultima edizione disponibile (sole  
parti relative agli argomenti oggetto del programma del corso)

## SYLLABUS

Hrs	Frontal teaching
6	Business Contracts
6	Banking Contracts
6	Financial Intermediation
4	Payment Services
6	Investment Services and Activities
6	Stock Markets Contracts
4	Insurance Law
2	Silent Participation
6	Debt Securities
8	Insolvency Procedures

<b>PREREQUISITES</b>	The student must have appropriate knowledge of the fundamental institutions of civil law (in particular, contract law, tort law, consumer law), business law (in particular, corporate law and company law), EU law.
<b>LEARNING OUTCOMES</b>	<p>Knowledge and comprehension of the main topics of Commercial and Business Law.</p> <p>Ability to:</p> <ul style="list-style-type: none"> <li>- identify issues of Enterprise Law, select relative rules, define the dominant interpretative framework and give solutions to theoretical and practical problems;</li> <li>- formulate original solutions to the problems identified, with a capacity of orientation among doctrine and courts solutions, showing ability to select and most appropriate solution processing, with an adequate case by case approach;</li> <li>- Express orally and in writing about topics of Commercial and Business Law, with ability for orderly processing;</li> </ul> <p>Increase the learning capacity necessary for preparing written dissertations and being admitted to exercise of legal professions.</p>
<b>ASSESSMENT METHODS</b>	<p>Oral or written Final exam - Grades on a scale between 18 and 30 cum laude.</p> <p>The student's assessment is based on an oral exam, which consists of an interview on questions related to topics object of the programme of the course. Questions are aimed to ascertain the achievement by students of learning outcomes. In particular, are aimed to ascertain: 1) level and quality of knowledge; 2) ability to explain legal concepts and to connect them; 3) possession of an adequate capacity of communication and of technical-juridical language.</p> <p>The assessment will take place in conformity to the following grid</p> <ul style="list-style-type: none"> <li>-Excellent 30- 30 cum laude: excellent knowledge of topics object of the programme, excellent property language, excellent capacity of analysis, full ability to apply theoretical knowledge to real cases</li> <li>-Very good 26-29: good knowledge of topics and of general legal concept of the matter; fully property of language, very good ability to apply theoretical knowledge to solve questions proposed.</li> <li>-Good 24-25: good knowledge of main topics, good property of language, with limited ability to apply autonomously theoretical knowledge to the solution of questions proposed.</li> <li>-Satisfactory 21-23: more than sufficient mastery of main topics and property language; poor ability to apply autonomously knowledge.</li> <li>-Sufficient 18-20: minimum basic knowledge of general concepts and technical language; minimum ability to autonomously apply knowledge.</li> </ul> <p>Insufficient: does not have minimum basic knowledge of the notions of the matter.</p>
<b>EDUCATIONAL OBJECTIVES</b>	<p>The course aims at providing students with knowledge, expertise and skills which are necessary to:</p> <ul style="list-style-type: none"> <li>-carry out the practice required to apply for the examinations/selections to become a business lawyer, a public notary, or a judge appointed to Courts specialized in business law;</li> <li>-continue to study business law, in order to apply for a PhD course or a Master degree course, even abroad, in the same field;</li> <li>-apply for registration as an Advisor in intellectual property;</li> <li>-more broadly, to pass any examination and selection where knowledge and expertise in business law is required and which aims at allowing the candidate to carry out professional activities in business law.</li> </ul> <p>For such a purpose, any student attending the course should be able to:</p> <ul style="list-style-type: none"> <li>-interpret, systematize and allocate in the correct rank of the sources of law any legal text, even very recent, concerning the private law regulation on firms;</li> <li>-read and systematize any court decision, of any court and level, in order to extract its statement and to compare this with that of previous case law;</li> <li>-present and discuss with a critical and reflective approach the most important issues of commercial and business law;</li> <li>-update his knowledge, also by means of IT facilities;</li> </ul> <p>produce legal texts in the field of business law, at basic level, such as contracts, companies memoranda and articles, procedural documents.</p>
<b>TEACHING METHODS</b>	Lectures, training, seminars
<b>SUGGESTED BIBLIOGRAPHY</b>	<ul style="list-style-type: none"> <li>- M. LIBERTINI, voce "Concorrenza", in Enciclopedia del Diritto, Annali III, Milano, 2011, pag. 191-247 (il file PDF e' disponibile sulla pagina del docente nel sito <a href="http://www.unipa.it">www.unipa.it</a>, previa iscrizione al medesimo sito),</li> <li>- F. GHEZZI-G.OLIVIERI, Diritto antitrust, Giappichelli, Torino, 2013, con esclusione delle pagine 342-354.</li> <li>- V.MELI, Il private enforcement del diritto antitrust in Italia, pdf file to be downloaded from Professor Meli's page at <a href="http://www.unipa.it">www.unipa.it</a></li> <li>- G.F. CAMPOBASSO, Diritto commerciale. I. Diritto dell'impresa, UTET, Torino, ult. ed., pag. 163-218; 235-264</li> <li>- G.F. CAMPOBASSO, Diritto commerciale. III. Contratti. Titoli di credito. Procedure concorsuali, UTET, Torino, ult.ed., Capitoli IV, XII, XIII, XIC, XVII</li> </ul>

## SYLLABUS

<b>Hrs</b>	<b>Frontal teaching</b>
46	Antitrust Law: 10 hours Unfair competition and IPRs: 10 hours Consumer protection: 5 hours Commercial and banking contracts: 5 hours