

Course Name : E Drejtë e Shoqërive Tregtare I							
Course Code	Course Type	Regular Semester	Lecture (hours/week)	Seminar (hours/week)	Lab. (hours/week)	Credits	ECTS
LAW 423	N/A	Fall	3.00	1.00	0.00	3.50	6.00
Lecturer	Fatri Islamaj, PhD						
Assistant							
Course language	Albanian						
Course level	Program i Integruar						
Description	The course aims to provide students with basic knowledge of commercial law, its function and main principles. The course focuses on the formation of basic knowledge on commercial law legislation in Albania, based on commercial companies and the concrete provisions related to their creation and operation according to the relevant type of company. The course deals extensively with the limited liability company and the joint-stock company, taking into account the largest number of them in our country compared to other companies.						
Objectives	The objective of the course is to acquaint students with general knowledge of commercial law. Students will acquire basic legal concepts related to commercial companies. The course also aims to provide basic knowledge about the organization and function of commercial companies. The course acquaints students with the main provisions of commercial law related to types of companies, making them capable of providing legal advice in this area.						
Core Concepts	1. Commercial company 2. Collective society 3. Limited partnership 4. Limited liability company 5. Joint stock company						
Course Outline							
Week	Topic						
1	General knowledge of commercial law General presentation on commercial law, giving an overview of the entire legal framework that operates in this field, regulating the activity of entities that carry out commercial activity. Differences between traders and non-traders, between traders and trading companies are also given. (Pages 1-10 as well as normative acts, part of the legal framework)						
2	The main principles of commercial law In this week, the main principles that guide commercial law and all the commercial activity of companies will be addressed. (pp. 1-10)						
3	Commercial companies and their characteristics This lecture provides the definition of commercial companies including general partnership, limited partnership, limited liability company and joint stock company. It also addresses the differences between these societies. (Pages 13-17)						
4	Establishment of commercial companies In this lecture, the way a commercial company is founded and registered according to the legal provisions in force is defined. The statute and act of establishment will be analyzed and the elements that must contain them, as well as the central office and the object of commercial activity, as well as the responsibility of the founders. (Pages 10-13/ 219-227)						
5	Collective society This lecture deals with the collective society as one of the most ancient forms of societies, quite used in antiquity, in the Middle Ages but still not very widespread nowadays. The lecture focuses on the partners, their legal position, the administration of the company, the dissolution of the company and its transformation. (pp. 18-35)						
6	Limited partnership In this lecture, the characteristics of this form of company, the legal position of partners, administration and representation are discussed. Also, the rights and obligations of the partners and how the dissolution of the company occurs are determined. (Pages 36-44)						

7	Limited liability company Shpk, as one of the most widespread forms of commercial companies, is considered an ideal tool for the activation of small and medium-sized enterprises. In this lecture, a general presentation of the society is made, as well as the essential conditions for the existence of this society are defined. (Pages 45-50)
8	Midterm Exam
9	Bodies of the limited liability company This topic aims to define the bodies of the limited liability company by giving their powers, i.e. the rights and obligations they have in the entirety of the commercial activity carried out by the company. Also, the types of decisions taken by the Assembly of Partners as the decision-making forum of the company are highlighted. (pp. 75-82)
10	Administration and partners of the limited liability company The administration of the limited liability company is done by a single body that can be individual or collegial. Here the method of appointing the administrator, his duties and how he is dismissed and the responsibility he bears is defined. (Pages 50-75)
11	Joint stock company This lecture provides an interpretation of the definition of joint stock company provided by law. It clarifies the registered capital and the types of contributions of the partners, as well as gives the difference between the company with a public offer and a private offer. (pp. 83-99)
12	Shares and rights arising from ownership of shares General presentation on shares giving their definition and their categories as common shares and preference shares, voting and non-voting shares. Also, the value of the shares and the manner in which they are transferred are analyzed. (pp. 107-135)
13	The bodies of the joint stock company The bodies of this company are the general assembly and, depending on the provisions of the statute, the administration council, as the only administration body, which simultaneously exercises the functions of administration and supervision of the company's activity (one-level system) and the supervisory council and one or more administrators, where the administration functions of supervision are distributed between these two bodies (two-level system). In this lecture, the powers of these bodies are defined. (Pages 155-168/ 204-217)
14	Administration of the joint stock company Depending on the one-level or two-level system, the way in which the commercial company is administered is determined. The lecture highlights the responsibilities of administrators, their appointment and dismissal. (Pages 194-204)
15	Changes in the registered capital of the joint stock company During the exercise of commercial activity, shareholders may decide to increase or decrease the registered capital. This lecture gives the procedures to be followed for capital increase including all the ways of increase like increase with new shares, limited increase, authorized increase etc. It also deals with the way in which capital can be reduced. (Pg. 169-185)
16	Final Exam

Prerequisites	The student must attend the course at a minimum rate of 75%.		
Literature	• Argita Malltezi, E drejta tregtare e shoqerive tregtare (Tiranë: Mediaprint, 2011) • Ligji Nr.9901, datë 14.4.2008 "Per Tregtaret dhe Shoqerite Tregtare" • Ligji Nr. 9121, datë 28.7.2003 "Per Mbrojtjen e Konkurrences" i perditeluar • Vendim i Gjykates Kushtetuese nr. 9 datë 27.02.2024 (V-9/24) • Vendim i Kolegjit Civil te GJL nr. 00-2023-207 (13), datë 18.01.2023		
References	• Bachner, Thomas, Schuster, Edmund-Philipp, Winner, Martin, Ligji i Ri per Shoqerite Tregtare, Interpretuar sipas burimeve të tij në të Drejtën Evropiane (Tiranë: Dudaj, 2009) • Aleks Luarasi, Ligje për Shoqëritë tregtare: praktikë gjyqësore (Tiranë: 2002 • Ligji 9879, dt. 21.02.2008		
Course Outcome			
1	Students will acquire the basic legal concepts of commercial law legislation.		
2	Students will be introduced to the organization and functioning of commercial companies.		
3	Students will gain knowledge on the administration of commercial companies.		
4	Students will gain confidence and independence in identifying legal provisions related to different types of commercial companies.		
5	Students will gain general knowledge of the approximation of commercial law legislation.		
6	Students will be able to advise clients on company creation and registration procedures.		
Course Evaluation			
In-term Studies		Quantity	Percentage
Midterms		1	50
Quizzes		0	0
Projects		0	0
Term Projects		0	0
Laboratory		0	0
Class Participation		0	0
Total in-term evaluation percent			50
Final exam percent			50
Total			100
ECTS Workload (Based on Student Workload)			
Activities	Quantity	Duration (hours)	Total (hours)
Course duration (Including the exam week: 16x Total hours of the course)	16	4	64
Study hours outside the classroom (Preparation, Practice, etc.)	14	3	42
Duties	0	0	0
Midterms	1	22	22
Final Exam	1	22	22
Other	0	0	0
Total Work Load			150
Total Work Load / 25 (hours)			6.00
ECTS			6.00