Course Name : E Drejtë e Shoqërive Tregtare II							
Course Code	**Course Type**	**Regular Semester**	**Lecture (hours/week)**	**Seminar (hours/week)**	**Lab. (hours/week)**	**Credits**	**ECTS**
LAW 424	N/A	Spring	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 advanced knowledge of commercial law and its function. The course focuses on further developing the main knowledge of commercial law legislation in Albania, based on commercial companies and the specific provisions regarding the reorganization of commercial companies, including the termination, dissolution, merger, division, bankruptcy and liquidation of commercial companies and any other aspect of their regulation and functioning. The course also addresses the supplementary legislation regarding the National Business Center, the titles and criminal liability of commercial companies. The course also addresses the steps taken and to be taken in the future by the Albanian state to approximate commercial law legislation with EU law.
Objectives	The course aims to introduce students to further knowledge of commercial law. The course aims to provide knowledge regarding the organization and functioning of commercial companies. The course also introduces students to the main provisions of EU law in the field of commercial and company law and the adoption of national legislation in the context of the country's membership in the European Union.
Core Concepts	1. Reorganization of commercial companies 2. Audit 3. Tax regime 4. Unfair competition 5. Liquidation 6. Securities

Course Outline

Week	Topic
1	Reorganization of commercial companies: merger, division and transformation of commercial companies. Reorganization of commercial companies is the process of merging two or more companies, the process of dividing a company and/or changing the legal form of a company. Here are all the steps that must be followed to carry out the reorganization. (Pages 270-283)
2	Auditing of commercial companies General presentation of the concept of auditing and the definition of entities that are obliged to be audited. The importance of independent auditing is also explained, giving various cases. (Pages 240-255)
3	Principles of auditing commercial companies The lecture focuses on the principles of auditing such as avoiding conflict of interest, independence, objectivity, confidentiality and professional secrecy. (Pages 243-248)
4	Termination and liquidation of commercial companies This lecture provides an understanding of the termination or dissolution of a commercial company and its liquidation, focusing on the types of liquidation such as ordinary liquidation, simplified liquidation and the consequences they have for creditors. Special attention is also given to the protection of creditors during this process. (Pages 299-315)
5	Removal and Exclusion of Partners This lecture aims to clarify the concept of removal and exclusion of partners and shareholders for all types of commercial companies. (Pages 228-235)
6	Groupings of companies This lecture will address the definition of grouping and other related notions, the legal obligations that arise as a result of grouping including the obligation of transparency, the obligation to guarantee losses, the obligation of loyalty, etc. Also, liability for damage incurred will be exhausted. (Pages 256-264)

7	Invalidity of commercial companies and their acts This lecture focuses on the difference between the invalidity of the acts of a commercial company and the invalidity of its establishment and on the difference between commercial and non-commercial actions as well as the invalidity regimes according to Albanian law and European Union legislation. (Pages 284-298)
8	Midterm exam
9	Law on the National Business Center This lecture provides a general introduction to Law No. 131/2015 “On the National Business Center”.
10	Law on the National Business Center/Continued This lecture provides a further introduction to Law No. 131/2015 “On the National Business Center”.
11	Securities; Savings and Loan Societies This lecture provides a general introduction to Law No. 9879, dated 21.02.2008 “On Securities”.
12	Concessionary relations and different forms of concessionary relations
13	Criminal legislation on commercial companies General overview of criminal legislation giving the arguments for and against the criminal liability of commercial companies, the conditions for the existence of criminal liability, etc. (pp. 316-377) Also, this lecture provides a general presentation of law no. 9754, dated 14.06.2007 “On the criminal liability of legal persons”.
14	Commercial law and the European Union This lecture provides a general presentation of commercial law in our country in order to approximate the legislation of the European Union since we aspire to become part of this community.
15	Judicial practice Enrichment of lectures by integrating judicial practice related to the topics covered in this course during the academic semester.
16	Final Exam

Prerequisites	The student must attend the course at a minimum rate of 75%.
Literature	• 1. Argita Malltezi, E drejta tregtare e shoqerive tregtare (Tiranë: Mediaprint, 2011) • 2. Ligji 9901, dt. 14.04.2008 “Për tregtarët dhe shoqëritë tregtare”
References	• 1. 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) • 2. Aleks Luarasi, Ligje për Shoqëritë tregtare: praktikë gjyqësore (Tiranë: 2002) • 3. Ligji 9879, dt. 21.02.2008 “Për titujt” • 4. Ligji nr.131/ 2015 “Për Qendrën Kombëtare të Biznesit” • 6. Ligji 9754, dt. 14.06.2007 “Për përgjegjësinë penale të personave juridikë”

Course Outcome

1	Students will acquire advanced concepts of commercial law legislation.
2	Students will be introduced to the reorganization of commercial companies.
3	Students will gain knowledge about concessionary relationships and their various forms.
4	Students will gain knowledge about auditing commercial companies.

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	20	20
Final Exam	1	26	26
Other	0	0	0
Total Work Load			**152**
Total Work Load / 25 (hours)			**6.08**
ECTS			**6.00**