

GUIDELINES FOR PREREQUISITE EXAM/NAVODILA ZA DIFERENCIALNI IZPIT

Corporate law / Korporacijsko pravo

PROFESSORS/NOSILCI:

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Vsebina:

- Uvod v korporacijsko pravo:** pojem korporacijskega prava, ustavna načela o položaju gospodarskih subjektov, pravni viri, temeljne značilnosti, viri prava v tujih pravnih sistemih.
- Gospodarska družba in podjetje:** pojem gospodarske družbe, teorija podjetja, gospodarska družba kot pravna oseba, razmerje med družbo in podjetjem, načela organiziranja korporacij (tipska prisila, numerus clausus družb).
- Statusne značilnosti družb:** nastanek družbe, skupne značilnosti družb, pravna sposobnost in dejavnost, premoženje in odgovornost za obveznosti, firma, sedež, zastopanje, sodni register, poslovna tajnost in konkurenčna prepoved
- Temeljni pojmi bilančnega prava:** knjigovodske listine in poslovne knjige, letno poročilo.
- Samostojni podjetnik**

Content:

- Introduction to Corporate Law:** concept of corporate law, constitutional principles regarding the position of economic entities, legal sources, fundamental characteristics, sources of law in foreign legal systems.
- Company and Enterprise:** concept of a company, theory of enterprise, company as a legal entity, relationship between company and enterprise, principles of corporate organization (mandatory types, numerus clausus of companies).
- Corporate Characteristics:** formation of a company, common characteristics of companies, legal capacity and activities, assets and liability for obligations, corporate name, registered office, representation, commercial register, business secrecy and non-competition.
- Basic Concepts of Accounting Law:** accounting documents and books, annual financial statements.

6. Osebne družbe
7. Kapitalske družbe
8. Supranacionalni pravno-organizacijski tipi

5. Sole Trader
6. Partnerships
7. Corporations
8. Supranational Legal-Organizational Types

Temeljna literatura in viri / Readings:

Obvezna/Required

- Hannigan, B. (2003). *Company law*. Oxford University Press.
- Henn, H. G. (2004). *Laws of corporations*. West Publishing.
- Siems, M. M. (2022). *Comparative company law: A case-based approach* (3rd ed.). Cambridge University Press.
- Siffert, R. (2024). *International company law*. Fribourg.

Načini ocenjevanja: Pisni izpit

Assessment: Written exam

Date/datum: 10.4.2026

Signature/podpis: Prof. dr. Rado Bohinc