



Course: Company and Corporate Law Course

Course type: Private lessons, Group lessons

Les No	Content / Syllabus	Duration
1	Characteristics of companies and corporate bodies (limited liability companies distinguished from partnerships and other business organisations).	45:00
2	Different types of business entities (private limited companies, public limited companies, limited liability partnerships and others + different types of company shares).	45:00
3	Capitalisation (different ways companies raise money to go into business. Debt V Equity financing).	45:00
4	Fundamental changes in corporate structure (changing the name, issuing new shares, changing the objects or bylaws, mergers, acquisitions, spin-offs, split-offs and liquidation + Vocabulary and methods of Anti-takeover defences).	45:00
5	Law of Agency Pt 1. What is the law of Agency and how does it come into existence between a company and its officers and employees. How does it affect companies, directors, managers and senior employees.	45:00
6	Law of Agency Pt 2. The duties and obligations of directors and managers (directors Fiduciary duties – duty of loyalty, duty of care, breach of the duties. Directors' and Officers' Insurance.	45:00
7	Law of Agency Pt 3. Director's duties of loyalty, directors' defences to breaches and company remedies for breaches. Sarbanes Oxley obligations upon Directors and officers.	45:00
8	Differentiation of management roles within the company (who is responsible for what in the company, directors delegated duties and potential breaches of duty).	45:00
9	Shareholders Pt 1. Shareholders rights and powers – shareholders votes and voting agreements – Date of record – Different methods of voting.	45:00
10	Shareholders Pt 2. Voting lists, Cumulative voting, Staggered voting, Stock transfer restrictions.	45:00
11	Directors (staggered or classified boards, duty to act as a group, notices, quorums, objections, and board vacancies).	45:00
12	Fiduciary duties Pt 1. (Duties of directors, managers, and controlling shareholders (what are fiduciary duties, who has to comply with them, consequences of breach of duty).	45:00
13	Fiduciary duties Pt 2. (Duty of loyalty, the business judgement rule defence to breach of duty, prohibitions against self-dealing).	45:00
14	Derivative court actions (powers of the shareholders to sue the directors on behalf of the company – benefits and restrictions).	45:00
15	Closure of companies (voluntary winding up, receivership, liquidation, bankruptcy).	45:00