

DESCRIPTION OF THE COURSE

GENERAL INFORMATION		
Course Holder	Marija Miličević, mag.iur. dr. sc. Duška Šarin	
The name of the college	Status Changes in Companies	
Study program	Professional Graduate Study – Business Management - MBA	
Status of the College	Mandatory	
Year	2 nd Year	
Point value and method of teaching	ECTS coefficient of student workload	6
	Number of hours (P+V)	28+28

DESCRIPTION OF THE COURSE
<p>1.1. <i>Objectives of the course</i></p> <p><i>Contemporary economic trends often affect the need for various forms of interconnection of companies, but also lead to unwanted (more often) or desired (rarer) cases of cessation of the existence of companies.</i></p> <p><i>Therefore, the aim of this course is for students to get acquainted with all forms of status changes of companies - those in which companies continue to operate, but also those in which companies cease to exist, i.e. to be able to apply them in (everyday) business operations through the study of this subject after completing their education.</i></p>
1.2. <i>Requirements for enrolment in the course</i>

1.3. <i>Expected learning outcomes for the course</i>
<i>Students should be able to:</i>

- 1. Analyze the basic forms of economic integration of companies, in which companies remain legally independent**
- 2. Develop a plan for the legal, financial and commercial due diligence process**
- 3. Analyze the basic characteristics of individual status changes of companies**
- 4. Prepare basic acts and decisions of company bodies for the registration of capital concentration**
- 5. Categorize the basic features of bankruptcy proceedings (prerequisites for opening, authorities, course, legal consequences of opening bankruptcy proceedings, contesting the actions of the bankruptcy debtor... etc.)**
- 6. Prepare basic acts and decisions of company bodies for the registration of the deletion of the company in the court register**

1.4. Course content

1. Course Introduction, Objectives, Competence, Purpose and Role of the Course
2. Types of basic forms of economic integration of companies, in which companies remain legally autonomous
 - identify the basic forms of economic integration of companies, in which companies remain legally independent
 - Affiliated companies - retention of legal independence of companies (general characteristics)
3. Legal, financial and commercial due diligence plan
 - preparation of the plan and other documentation
 - Negotiation and consensus
 - Asset valuation
4. Status changes
 - presentation of the basic characteristics of individual status changes of companies, the concept and types of status changes, division of the company and transformation of the company, protection of creditors and members of companies
5. Preparation and analysis of basic acts
 - preparation of basic acts for the registration of capital concentration
 - Analysis and Comparison of Basic Acts in Individual Concentrations - Case Study
6. Bankruptcy proceedings
 - Categorisation of basic concepts, principles of bankruptcy proceedings
 - Prerequisites for opening bankruptcy and legal effects
 - course of proceedings, contestation of actions of the bankruptcy debtor, exclusion and separation of bankruptcy creditors

- *bankruptcy plan, management of the bankruptcy estate, liquidation of the bankruptcy estate, settlement of bankruptcy creditors, contestation of legal actions of debtors, closure of bankruptcy proceedings.*

7. *Legal and statutory reasons for the dissolution of a company*

- *analysis and preparation of acts upon dissolution of the company*
- *liquidation*

1.5. *Types of teaching (put X)*

- | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> lectures
<input type="checkbox"/> seminars and
workshops
<input checked="" type="checkbox"/> exercises
<input type="checkbox"/> Distance education
<input type="checkbox"/> Field Teaching | <input type="checkbox"/> Independent tasks
<input type="checkbox"/> Multimedia & Network
<input type="checkbox"/> laboratory
<input type="checkbox"/> Mentoring work
<input type="checkbox"/> Other _____ |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

1.6. *Student obligations*

The obligations of students are prescribed in detail by the Statute, Study Regulations, and Student Obligations Guidelines. The key obligations of students are:

ATTENDANCE: *students are obliged to attend classes, actively follow lectures and exercises, and participate constructively in classes, and in order to acquire the right to take the exam, it is necessary to attend classes in the percentages prescribed by the Study Regulations. For each student, their presence in class is recorded through the Infoeduka digital office system. The minimum obligations are:*

- *Full-time students must attend at least 70% of the total number of classes to be eligible to sign.*
- *Part-time students need to attend at least 50% of the total number of classes to be eligible to sign.*

PASSING EXAMS: *in order to achieve a positive grade in the subject, it is necessary to achieve at least 54 points in the subject, but also at least 50% of points for each learning outcome. The method of taking the exam is described in more detail in the item Assessment and evaluation of students' work during classes and at the final exam.*

***CONTINUOUS EXAMINATION:** *In order to make students progress more efficiently in class, continuous examinations of knowledge (2 intermediate exams) are carried out. In this way, students acquire smaller teaching units and master the subject material more easily.*

****FINAL EXAM** – *a student who has not met the conditions for passing the exam during the continuous examination of knowledge (has achieved a total of at least 54 points in the course and has met the lower point threshold of adoption of each learning outcome, i.e. a minimum of 50% of the points of each learning outcome), may take the learning outcomes of the course at the final exam.*

1.7. Student Work Tracking (Add X to the appropriate tracking format)

Attending classes	X	Teaching activity		Seminar paper		Experimental work	
Written exam	X	Oral exam		Essay		Research	
Project		Continuous Assessment*		Report		Practical work	
Portfolio							

1.8. Assessment and evaluation of students' work during classes and at the final exam

Evaluation and evaluation of students' work during classes and at the final exam is carried out on the basis of the Regulations on Studying of the EFFECTUS University of Applied Sciences. Allocation of points according to the forms of student work monitoring:

	Attending classes	Written exam	Project	Practical work	Altogether
I1		16			16
I2		16			16
I3		16			16
I4		16			16
I5		16			16
I6		16			16
OUT OF OUTCOME	4				4
ALTOGETHER	4	96			100

<i>Linking learning outcomes, teaching methods and knowledge assessment methods:</i>				
FORMS OF TRACKING	NAME OF LEARNING OUTCOMES	TEACHING METHOD	KNOWLEDGE ASSESSMENT METHOD	Maximum number of points
Written exam	OUTCOME 1 <i>Analyze the basic forms of economic integration of companies, in which companies remain legally independent</i>	lecture	Exam in the form of an essay on a given topic	96
		discussion		
		Open Questions		
	OUTCOME 2 <i>Develop a plan for the legal, financial and commercial due diligence process</i>	Guided training		
		Rehearsal and feedback		
	OUTCOME 3 <i>Analyze the basic characteristics of individual status changes of companies</i>	lecture		
		discussion		
	OUTCOME 4	Guided training		



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		<i>Prepare basic acts and decisions of company bodies for the registration of capital concentration</i>	<i>Rehearsal and feedback</i>		
		OUTCOME 5 <i>Categorize the basic features of bankruptcy proceedings (prerequisites for opening, authorities, course, legal consequences of opening bankruptcy proceedings, contesting the actions of the bankruptcy debtor... etc.)</i>	<i>lecture</i>		
			<i>Asking questions</i>		
		OUTCOME 6 <i>Distinguish between types of status changes, consequences of status changes and types of affiliated companies</i>	<i>lecture</i>		
			<i>Open Questions</i>		



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<i>Attending classes</i>	<i>All outcomes</i>	<i>Lectures and exercises</i>	<i>Attendance records</i>	<i>4</i>
<i>TOTAL POINTS</i>				<i>100</i>

<i>Type of student workload</i>	<i>Student Load Hours</i>	<i>ECTS credits</i>
Attending contact classes	56	1,86
Field Trips/Visits Outside the College	0	0
Independent study/research	34	1,14
Out-of-classroom preparation and preparation of seminars/presentations	0	0
Work on an out-of-classroom project assignment	0	0
Independent preparation for exams and exam time	60	2
Consultation activities	30	1
Other	0	0
TOTAL ECTS credits	180	6

RATING:

In order to achieve a positive grade in the course, the student must cumulatively meet two conditions: achieve a total of at least 54 (fifty-four) points in the course and meet the lower point threshold for the adoption of each individual learning outcome, which is 50% of the total points of the learning outcomes.

Grades are calculated based on the following distribution of points:

<i>SCORE</i>	<i>RATING</i>
<i>0,00 – 53,90</i>	<i>Insufficient (1)</i>
<i>54,00 – 64,90</i>	<i>Sufficient (2)</i>
<i>65,00 – 79,90</i>	<i>Good (3)</i>
<i>80,00 – 89,90</i>	<i>Very good (4)</i>
<i>90.00 and more</i>	<i>Excellent (5)</i>

Grading is carried out in a transparent manner by collecting points. The course is evaluated with 100.00 points (with the possibility of achieving an additional 8 points on the Challenge learning outcome).

CHALLENGE LEARNING OUTCOME - the student has the opportunity to earn an additional maximum of 8 points through the Challenge learning outcome; the student independently chooses one of the activities proposed in the first lesson, and has the opportunity to independently propose an activity with which he wants to increase the number of points and, with the consent of the course holder, achieves them according to the criteria of the course. Additional points can also be earned by active participation in classes (active participation in discussion, group work, answering questions, solving practical examples from practice) and practical work (writing homework – solving cases from practice and writing short essays on a given topic). Points for the Challenge learning outcome are not distributed according to the learning outcomes, but the number achieved makes an additional number of points to the total number of points achieved according to the learning outcomes.

Before taking the final written exam, each student must meet the prescribed conditions, which primarily means that they have attended the % of classes determined by the Study Regulations and that they have received an electronically encrypted permission to take the exam.

1.9. Required reading and number of copies in relation to the number of students currently attending classes in the course

<i>Title</i>	<i>Number of copies</i>	<i>Number of students</i>
<i>Barbić, Jakša, Company Law, Book Two, Capital Companies, Volume I – Joint Stock Company, Organizer, Zagreb, 2020 (or newer edition)</i>	5* *students receive compulsory literature in permanent ownership	60
<i>Barbić, Jakša, Company Law, Book Two, Capital Companies, Volume II - Limited Liability Company, Mutual Insurance Company, Credit Union, European Company – Societas Europea, Organizer, Zagreb, 2020 (or newer edition)</i>	5* *students receive compulsory literature in permanent ownership	60
<i>Howson, Peter: Due diligence, Masmedia, Zagreb, 2006.</i>	-	-
<i>Bankruptcy Act (Official Gazette No. 71/15, 104/17, 36/22)</i>		
<i>Companies Act (Official Gazette No. 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23)</i>		
<i>Lecture materials</i>		
1.10. Supplementary literature /		
1.11. Ways of quality monitoring that ensure the acquisition of output knowledge, skills and competencies		
<ul style="list-style-type: none"> • statistical processing and analysis of exam results (checking the Gauss curve - normal distribution of success, comparing and monitoring the results of exams of different generations, analysis of understanding of individual modules/questions on the exam, etc.), • conducting a survey among students, • evaluation and self-evaluation of teachers, • achieved results, level of understanding and knowledge during the preparation of the seminar paper, 		



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- *achieved results and level of knowledge presented during the preparation and defense of the final thesis (students who choose a graduate thesis in this course),*
- *analysis of the report of the Head of the Quality Centre, and*
- *Feedback from students who have already graduated on the usefulness of the content of this course in the performance of the work they do.*