

Course Syllabus**Academic year: 2025/2026****I. General Information**

Course name	Game of Thrones: Conflicts of Interests and Corporate Disputes in Contemporary Economy
Programme	general university courses
Level of studies (BA, BSc, MA, MSc, long-cycle MA)	MA
Form of studies (full-time, part-time)	full-time
Discipline	legal sciences
Language of instruction	English

Course coordinator	Andrzej Herbet, PhD hab.
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Type of class (<i>use only the types mentioned below</i>)	Number of teaching hours	Semester	ECTS Points
tutorial	30	II	2

Course pre-requisites	knowledge of English at the B2 level
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II. Course Objectives

C1- perfecting communicative skills in a foreign language at an academic level, relating to the field of study

III. Course learning outcomes with reference to The Polish Qualifications Framework

Symbol	Description of course learning outcome	Reference to The Polish Qualifications Framework
KNOWLEDGE		
Un_ZJO_W_01	understands foreign language utterances, including specialist terminology related to the field of study	P7S_WG1
SKILLS		
Un_ZJO_U_01	is capable of fluent oral and written communication in a foreign language, including the use of specialist terminology related to the field of study	P7S_UW3
Un_ZJO_U_02	actively participates in discussions in a foreign language on general topics and those related to the field of study, understands complex utterances and refers to presented arguments	P7S_UK1

Un_ZJO_U_03	uses a wide range of literature in a foreign language, including specialist literature relevant to the field of study	P7S_UW1
SOCIAL COMPETENCIES		
Un_ZJO_K_01	recognizes the importance of knowledge and skills in a foreign language and the culture of the country whose language they are learning for their professional development and functioning in society	P7S_KK2

IV. Course Content

<p>(1) Basic notions, structures and sources of corporate law.</p> <p>(2) Company – a legal entity, organization of shareholders, nexus of contracts or enterprise?</p> <p>(3) Who owns a company? The Bermuda triangle of corporate control.</p> <p>(4) Company interest – shareholders interest – public interest. Corporate social responsibility and its impact on corporate law.</p> <p>(5) How much minority protection in corporate law? Shareholders groups and shareholders' interests.</p> <p>(6) Conflict of interest in corporate decision-making process. Examples from practice.</p> <p>(7) Defects of corporate decision-making process and dispute resolution: regulation vs. case law.</p> <p>(8) Theory of agency and agency conflict.</p> <p>(9) Directors' duties and directors' liability.</p> <p>(10) Conflict of interest in M&A transactions – general remarks.</p> <p>(11) M&A transactions – can a takeover be “hostile”? Examples from practice and defence strategies.</p> <p>(12) Company / shareholders' interest vs. creditors' interest – is there a room for creditor protection in corporate law?</p> <p>(13) Groups of companies – a Matrix-level of corporate control.</p> <p>(14) Groups of companies – students' research results.</p> <p>(15) Final classes – the Oxford debate.</p>

V. Didactic methods used and forms of assessment of learning outcomes

Symbol	Didactic methods <i>(choose from the list)</i>	Forms of assessment <i>(choose from the list)</i>	Documentation type <i>(choose from the list)</i>
KNOWLEDGE			
Un_ZJO_W_01	multimedia presentation, e-learning, discussion	observation	evaluation sheet
SKILLS			
Un_ZJO_U_01	discussion, didactic game, case study, analysis and translation of specialised texts, Oxford debate	observation	evaluation sheet
Un_ZJO_U_02	discussion, didactic game, case study, analysis and translation of specialised texts, Oxford debate	observation	evaluation sheet

Un_ZJO_U_03	didactic game, case study, analysis and translation of specialised texts Oxford debate	observation	evaluation sheet
SOCIAL COMPETENCIES			
Un_ZJO_K_01	observation method participatory method, discussion	observation	evaluation sheet

VI. Grading criteria, weighting factors

D grade:

N: is not familiar, even to a basic extent, with the English-language terminology relevant to corporate law

S: is unable, even to a basic extent, to use the English terminology applicable to EU and national corporate law; is unable, even to a basic extent, to present (orally) in English the legal institutions and to present in English some solutions to a case study in the field of corporate disputes;

C: is not able to communicate in English his/her own opinion, to express in English an assessment in a discussion; does not show interest in group work, joint implementation of assigned tasks (e.g. solving a case study, participating in a debate); does not understand the need for continuous education, deepening of his/her skills

C grade:

N: has at least a basic knowledge of English-language terminology relevant to EU and national corporate law;

S: is able to use at least basic English-language terminology applicable to EU and national corporate law; can make a basic presentation (oral) of legal institutions and make a basic presentation in English of case study solutions in the field of corporate disputes;

C: is able to communicate in a basic way in English his/her own opinion, to express in English his/her assessment in a discussion; shows a minimum level of interest in working in groups; jointly performs assigned tasks (e.g. solving a case study, participating in a debate)

B grade:

N: is familiar with English-language terminology applicable to EU and national corporate law;

S: can use English terminology applicable to EU and national corporate law without any problems; can present (oral) in English legal institutions and present in English solutions to case studies in the field of corporate disputes;

C: is able to formulate his/her own opinions in English, to express his/her judgments in English in a discussion on the on the corporate control and corporate disputes; shows interest in working in groups; is able to carry out assigned tasks together (e.g. solving a case study, participating in a debate)

A grade:

N: has well-structured knowledge of English language terminology applicable to EU and national corporate law

S: can use terminology in English that is applicable to EU and national corporate law in a structured and comprehensive manner; can present (orally) legal institutions and quickly present in English solutions to case studies in the field of corporate disputes

C: is able to quickly and comprehensively formulate in English his/her own opinions, express judgments in English in discussions on the corporate control and corporate disputes; shows interest in working in groups; takes a leading role in the completion of assigned tasks (e.g. in case study, planning and participating in a debate)

VII. Student workload

Form of activity	Number of hours
Number of contact hours (with the teacher)	30
Number of hours of individual student work	30

VIII. Literature

Basic literature
Z. Jara (ed.), Kodeks spółek handlowych. Komentarz, Warszawa 2024.
M. Siems (ed.), Comparative Company Law. A Case-Based Approach, Bloomsbury Publishing Plc. 2018.
Additional literature
A. Opalski (ed.), Kodeks spółek handlowych. Komentarz, t. IIA-B, t. IIIA-B, Warszawa 2015-2016.
R. Kraakman, J. Armour, P. Davies, L. Enriques, H. Hansmann, G. Hertig, K. Hopt, H. Kanda, M. Pargendler, W. G. Ringe, E. Rock, The Anatomy of Corporate Law: A Comparative and Functional Approach, Oxford 2017.