

- Faculté de droit
- www.unine.ch/droit

Set-up, Organisation and Finance in Swiss Company Law (4DR2119)

Filières concernées	Nombre d'heures	Validation	Crédits ECTS
Master bilingue en droit	Cours: 2 ph	oral: 15 min	4
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ph=période hebdomadaire, pg=période globale, j=jour, dj=demi-jour, h=heure, min=minute

Période d'enseignement:

- Semestre Automne

Equipe enseignante:

Christophe Wilhelm

Objectifs:

Make students aware to specific issues related to set-up of start-up companies under Swiss laws and make them familiar with legal acts pertaining to these issues.

Contenu:

This course is given through practical examples of contracts, agreements, case-law related to the set-up, the management of the different legal phases of a start-up growth. Will be addressed the following topics :

- choice of the most appropriate legal vehicle
- organisation of the management of the company
- relationships with and among founders, investors and other shareholders
- relationships with the employees (ESOP)
- the role of the auditor
- finance turnaround and legal acts such as subscription agreements and convertible loans
- review of possible lawsuits under Swiss company laws
- shareholders agreements with investors.

Forme de l'évaluation:

Oral test of 15 minutes with legal materials and following adequate preparation time with necessary legal documentation. The oral test will consist in the presentation of a specific topic and/or the review of a specific deed/contract.

Forme de l'enseignement:

Lecture based on practical cases and review of practical examples of legal deeds.