



Academic year 2022/2023

## **SUMMER SCHOOL ON “European and Comparative Company Law: Capital Market”**

### **Academic Regulations**

**Director: Prof. Barbara De Donno**

- With regards to the Independent Statutes of Luiss – Libera Università Internazionale degli Studi Sociali Guido Carli issued by Rectoral Decree No. 7 of 19 July 2011, published in Official Gazette of the Italian Republic (General Series) No. 179 of 3 August 2011;
- With regards to art. 9 of the University Academic Regulations of Luiss Guido Carli;
- With regards to the decisions by the Academic Senate and Executive Committee;
- With regards to Rectoral Degree n. 205 of 11 October 2022;
- With regards to art. 16 of D.P.R. n. 382 of 11 July 1980;
- With regards to art. 1, 16 e 17 of D.P.R. n. 162 of 10 March 1982;
- With regards to art. 6 of Law n. 341 of 19 November 1990;
- With regards to D.M. n. 270 of 22 October 2004.

The tenth edition of the Summer School on “European and Comparative Company Law: Capital Market” has been established for the academic year 2022-2023.

### **1 – Description of the Course**

The Summer School is managed by the School of Law – Luiss Guido Carli – located at Viale Pola 12, 00198 Rome.

The Scientific Council is composed of the following professors: Diego Corapi, Federico Pernazza, Gianluca Scarchillo, Raffaele Torino, lawyer Domenico Benincasa and lawyer Mauro Miccoli.

The **Luiss Summer School on European and Comparative Company Law** is designed as an add-on to the education of law students as well as graduates with an interest in company law and as an advanced course for practitioners. It will allow participants to prepare for or complement a graduate degree in business law by gaining an in-depth exposure to the theory and practice of company law in Europe and acquiring the tools for dealing with cross-border transactions involving listed companies.

### **2 – Academic Structure**

The Summer School requires a comprehensive academic effort that includes 46 teaching hours and 50 hours to be devoted to the final thesis, which corresponds to 8 ECTS (The Summer School Course is worth 8 ECTS points for postgraduate students. It is up to the home Universities to decide under their discretion how many credits may be awarded to undergraduate students).

Upon reaching the required number of enrolled students, classes will start on the 14th of July and will finish on 22nd of July 2023.

Classes will be taught in blended form, both in presence and via streaming.

With advance notice, students have the possibility to choose if to follow online the classroom session.

During the Summer School academic tutors will assist the students throughout their academic activities and respond to their specific learning needs. Attendance to the Summer School’s activities is mandatory.

If students miss more than 20% of the required teaching hours, they will not complete the Summer School and, therefore, will not receive the final title and the ECTS.

Should a student miss teaching hours, fail to submit or pass the final thesis or be responsible of academic and professional misconduct, the Director can decide, at their unquestionable judgement, his/her suspension or exclusion.

In both cases, tuition fees will not be returned. Having completed their mandatory teaching hours, students will work on a final thesis based on a topic agreed with the Director.

The final thesis, to be written in English, will consist of at least 4000 words and will be evaluated by an Examination committee. Appointed by the Director, the examination committee will be chaired by the Director herself or by a delegate and will consist of at least three members.

### 3 – Number of participants and academic calendar

The number of participants of the Summer School is restricted. The Summer School is activated with 10 enrolled students and can involve up to 50.

Classes are normally held:

- Monday to Friday: 2:00 – 8:00 PM.
- Saturdays: 8:30 AM. - 1:30 PM.

### 4 – Admission Criteria

Admission to the Summer School is dependent upon the positive evaluation of the *curriculum vitae et studiorum*. In order to take part to the admission procedures, the applicant is required to have a Bachelor, a Master's Degree, or an equivalent degree from a foreign university.

Students without one of these titles can take part to the Summer School. These students will receive a certificate of attendance, but will not obtain ECTS. The Director may also decide, at her unquestionable judgement, to take into consideration different academic titles.

Several admission procedures are envisaged. These procedures will take place according to the order of online submission of the applications. The applicant will receive a convocation through an email sent to the email address indicated in the online admission form.

Admission procedures will conclude when the Summer School's maximum number of participants will be reached.

Applications are submitted online through the Luiss official website at this link:

<http://cloudserverjsa.luiss.it/LGCScuole/?CDS=SSCL>.

Applicants need to upload the following documents:

1. Copy of an identity document (passport or National ID Card where applicable);
2. Photocopy of university degree with details of exams, grades and academic credits or self-certification as per D.P.R. 445/2000; or academic transcripts if the student has not yet obtained an academic title;
3. **Curriculum vitae et studiorum** (CV) as per D.P.R. 445/2000;
4. Additional documents to be evaluated for the admission as per D.P.R. 445/2000.

Upon uploading these documents, students receive an email confirming the safe submission of their application.

### 5 – Selections and Admission

Admission to the Summer School is dependent upon the positive evaluation of the *curriculum vitae et studiorum* (CV). Selections are undertaken by the Committee nominated by the Director of the course. The Committee, which will consist of at least three members, will evaluate the titles presented by the applicant and will draw up a list of admitted students, including possible reserve candidates. The result of their selection procedure (admission, exclusion or reserve) will also be communicated by email.

### 6 – Admission of foreign students or students with a degree by a foreign university

Upon their admission, students with a foreign university degree need to contact the Italian Consulate or Embassy close to their residency in order to comply with the requirements set by the Italian Ministry of Education, University and Research (Ministero dell'Istruzione, Università e Ricerca).

Academic titles of foreign universities need to be legally translated in Italian and accompanied by a Statement of Equivalent Value (**Dichiarazione di Valore in loco**) issued by the local Italian Consulate or Embassy. The Statement of Equivalent Value should show the full number of school years and certify the official accreditation of the foreign university issuing the academic degree presented with the application

As an alternative to the Statement of Equivalent Value, in line with the Lisbon Convention, students need to produce documentation to Luiss that is deemed necessary for evaluating the academic degree presented with the application. These documents may include, *inter alia*, certificates with exams and credits and, if adopted, diploma supplements.

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Where needed, foreign students admitted to the Summer School need to contact their local Italian Consulate for their student visa.

### **7 – Enrollment**

The tuition fee to be enrolled in the Summer School is set at **EUR 2.000**. The tuition fee for Luiss graduates and for students enrolling before February 23, 2023 is set at **EUR 1.500**. It is possible to request accommodation at the Luiss residence. The fee for the Summer School including accommodation is set at **EUR 2.400**, or at **EUR 2.100** for Luiss graduates and for those that will enrol before February 23, 2023.

Students are required to pay the tuition fee according to the full instructions received at the time of their admission. Payments can be made by accessing a dedicated page of the Luiss website (Web Self Service), using the following link: [Web Self Service | Luiss](#)

Credentials for accessing this service will be provided to the student by email.

***Enrolment in the Summer School is completed after the receipt of the original enrolment form duly signed and the payment of the tuition fee. It is possible to anticipate the enrolment form via email to the School of Law – Luiss Guido Carli.***

The tuition fee is non-refundable unless the Summer School is not activated due to insufficient number of enrolled students. Students can also decide to withdraw from the course prior to the start of the Summer School, as indicated in art. 8. In both cases, Luiss' administration will reimburse all funds paid until that moment.

Luiss Guido Carli will issue an invoice in the name of the participants for each payment of the tuition fee.

### **8 – Withdrawal**

Admitted students that intend to withdraw from the Summer School should communicate their intention to do so in writing the Director of the Summer School, so that the places will be offered to candidates in the reserve list.

Admitted students can withdraw from the Summer School only before the official start of the academic program. Any request for withdrawal after the start date of the academic program does not exonerate from the payment of the entire amount of the tuition fee.

### **9 – Awarding of the title**

The admission to the Summer School's final evaluation is subject to the attendance of at least 80% of teaching hours, to the payment of the tuition fee and to the return all the necessary documentation required to complete the registration for the Summer School.

The 8 ECTS include the final evaluation, which consists of a final thesis, to be written in English, of at least 4000 words.

### **Art. 10 - Data Protection**

As mandated by Article 13 of Italian Legislative Decree 30 June 2003 no. 196 and the European General Data Protection Regulation 2016/679 - GDPR, personal data provided by candidates will be processed by Luiss Guido Carli - exclusively for the purposes of managing the admission procedures, enrolment, the consequent management of the same relationship and Luiss communication activities, in compliance with the principles of fairness, lawfulness and transparency and protection of confidentiality.

### **Art. 11 - Students' obligations**

Summer School's students are required to meet all the commitments undertaken at the moment of being admitted to the Program.

They are also required to:

- Observe respectful behaviours during all teaching hours and exams
  - Respect of other students and the premises of Luiss Guido Carli
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The violation of the aforementioned obligations may involve disciplinary actions without the prejudice to any further legal action.

Students are also expected to comply with the requirements associated to the monitoring of attendance of all teaching hours and to be on time.

For more information:

<http://lsl.luiss.it/>

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**Academic program A.A. 2022/2023 including laboratories - excercises and conferences**

| <b>Module</b>  | <b>Description</b>  |
|--|---|
| <p><b>Luiss Summer School on “<i>European and Comparative Company Law: Capital Market</i>” in cooperation with Leiden University and under the aegis of the Centre for European Company Law - CECL</b></p> | <p>Investment solicitation and regulation of offering prospectuses<br/>           The EU Directive No. 2003/71, Regulation No. 809/2004/CE,<br/>           the Italian Financial Code and CONSOB issuer regulation<br/>           Securities public offering<br/>           Prospectus’ liability</p> <p>Le IPOs<br/>           IPOs structure and types<br/>           Risk factors<br/>           Offering price building<br/>           Claw-back<br/>           Placement Consortium of the institutional and public offering</p> <p>Market abuses<br/>           Price sensitive information<br/>           Insider Trading<br/>           Market Manipulation</p> <p>Governance of listed companies</p> |
| Elaborato finale   |   |