

Professional Diploma In Corporate Administration (PDCA): Part 1

BUSINESS LAW

SYLLABUS

DESCRIPTION

This subject aims to educate the student on the core elements of the principal areas of Business Law. Business Law plays a central and vital role in the operation of modern trade and commerce.

A person occupying a managerial position in the business world will invariably discover that some knowledge of the main areas of Business Law is essential for the discharge of his duties. A corporate manager or corporate administrator will find that his work involves, directly or indirectly, with problems associated with the law of contract, agency, sale of goods, banking, employment and other areas of Business Law. Without a sound understanding of the basic elements of the principal areas of Business Law, a modern corporate manager or administrator may not be able to function efficiently and effectively in today's business environment.

LEARNING OUTCOME

On completion of this module, the student should be able to:

To provide a thorough knowledge of the core elements of Malaysian Business Law together with a good understanding of other selected topics which are related and important to business organisations.

LEARNING CONTENTS

Introduction

Definition of law. Classification of Law. Sources of Malaysian Business Law

Law of Contract

Essential elements of a valid contract including offer, acceptance, intention to create legal relations, consideration, capacity, certainty. Contractual terms and conditions, exclusion clauses. Void, voidable and illegal contracts. Vitiating factors which will set aside contracts including mistake, misrepresentation, undue influence, fraud, coercion/duress.

Termination/discharge of contracts through mutual agreement, performance, frustration, breach. Remedies for breach of contract including damages, specific performance, injunction, quantum meruit. Limitation of actions

Sale of Goods

Essential elements of a contract for the sale of goods. Implied terms and conditions. Passing of property in goods. Transfer of title including the nemo dat rule and its exceptions. Performance of contract including delivery and acceptance of goods. Remedies for breach of contract including breach by the buyer and the unpaid seller's rights. Breach by seller and the remedies of the buyer.

Agency

The general nature of agency. Creation of agency including sub-agents. Duty of principal to agent. Duty and authority of agent. Effect of agent's act on third parties including disclosed and undisclosed principal. Termination of agency.

Commercial Disputes

Arbitration. Nature and purpose. Arbitrator – appointment, powers and authority. Arbitration award. Mareva injunction and Anton Pillar orders.

Consumer Protection

Principles of consumer protections including the following:

Hire-Purchase - Nature of a hire-purchase agreement.

Formation and contents of hire-purchase agreement. Protection of hirers including implied conditions and warranties, hirer's rights including assignment, early completion, right to determine hire, repossession. Exemption clauses.

Trade Descriptions - Definition of a trade description.

Offences involving trade descriptions. Defences.

Direct Sales - Definition of direct sales as opposed to illegal pyramid schemes.

Control of direct sales through licensing, contents of direct sales contract, cooling-off period,

Employment Law

Definition of employee. Contract of employment. Duties of employer and employee. Statutory benefits and protection accorded to employees. Termination of employment including unfair dismissal, wrongful dismissal, constructive dismissal, Redundancy.

Industrial and Intellectual Property

Copyright protection

Works eligible for protection including performer's rights. Duration of copyright protection. What constitutes infringement of copyright. Defences for infringement of copyright. Remedies for infringement of copyright.

Patents

Definition of patents and patentable inventions. Duration of protection. Rights of patentee. Termination of patents.

Trade marks

Registrable trade marks. Duration of protection. Restrictions on registration of trade marks. Effects of registration.

Negotiable Instruments

The law relating to negotiable instruments and bills of exchange with particular reference to cheques.

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Bankruptcy Law

General principles of bankruptcy law.

Syariah Law

Concepts and principles; commercial transactions in accordance with Syariah.

RECOMMENDED READING

1. **MAICSA STUDY MANUAL: Business Law**
2. **Lee Mei Pheng & Ivan Jeron Detta**, 2009, *Business Law*, Oxford.
3. **Nabi Baksh, Abdul Majid & Arjunan, Krishnan**, 2005, *Business Law in Malaysia*, KL: Lexis Nexis, Malayan Law Journal, 2005
4. *Employment Law in Malaysia: Prof Altaf Ahmad Mr & Dr Nik Ahmad Kamal, International Law Book Services, 2008 Edn.*

ADDITIONAL REFERENCE

1. **Lee Mei Pheng & Detta Samen (MLJ)**, *Commercial Law in Malaysia*, Malayan Law Journal, 1997
2. **Wu Min Aun & Vohrah Beatrix**, 2000, *Commercial Law of Malaysia*, Longman, 2nd Edition
3. **Maimunah Aminuddin**, *Malaysian Industrial Relations and Employment Law*, McGraw-Hill, 5th Edition, 2006
4. **Khaw Lake Tee**, *Copyright Law in Malaysia – An Outline*, Butterworths Asia, 2001
5. **Abdul Ghani Azmi, Ida Madieha**, 2003, *Patent Law in Malaysia: Cases and Commentary*, Sweet and Maxwell Asia
3. **Lee Mei Pheng**, 2005, *General Principles of Malaysian Law*, Fajar Bakti, 5th Edition
5. **Teo Bong Kwang**, 2001, *Trade Mark Law and Practice in Malaysia*, Malaysian Law Journal
6. **ER Hardy-Ivamy & Vincent Powell-Smith**, 1995, *Malaysian Law of Sale of Goods – Cases and Materials*, Butterworths
7. **Poh Chu Chai**, 2001, *Law of Negotiable Instruments*, Malaysian Law Journal, 5th Edition
8. **Sudin Haron & Bala Shanmugam**, 2001, *Islamic Banking System – Concepts and Applications*, Pelanduk Publications
9. **Visu Sinnadurai**, 2004, *Law of Contract*, Malayan Law Journal, 3rd Edition
10. **Syed Ahmad Alsagoff**, 2003, *Principles of the Law of Contract in Malaysia*, Malayan Law Journal, 2nd Edition

STATUTES:

1. Arbitration Act 1952
2. Bills of Exchange Act 1949
3. Consumer Protection Act 1999
4. Contracts Act 1950
5. Copyright Act 1987
6. Direct Sales Act 1993
7. Employment Act 1955