

PROGRAM	Bachelors Of Commerce(Hons)
SEMESTER	VI
COURSE TITLE	Corporate Governance
COURSE CODE	04CH0551
COURSE CREDITS	04
COURSE DURATION	48 Hrs (48 sessions of 60 minutes each)

COURSE OUTCOMES:

- To demonstrate understanding of the concept of Corporate Governance, its need and importance
- Investigates the relation between insider trading and corporate governance and the Whistle Blowing policy of corporation.
- Know the legislative framework of Corporate Governance for various business organization in our country
- To understand what the rights of the shareholders are and how it is important from corporate governance perspective.
- Know the different governance forum , the purpose of their formation and their role in improving the corporate governance

Teaching and Examination Scheme

Teaching Scheme (Hours)			Credits	Internal Marks (50%)		End-Semester Examination (50%)			Total Marks
Theory	Tutorial	Practical		IA	CSE	Theory	Practical/Viva	Term Work (TW)	
4	0	0	4	30	20	50	0	0	100

Course Contents:

Unit No	Unit / Sub Unit	Sessions
I	Conceptual Framework Of Corporate Governance: Meaning and Definitions of Corporate Governance - Advantages of Corporate Governance - Need and Scope - Elements / Scope Of Good Corporate Governance - Theories of Evolution of Corporate Governance Concept of : Management vs. Ownership & Majority vs Minority - History of Development of Corporate Governance – a brief about Corporate Governance Codes in Major Jurisdictions Across the World -Corporate Governance in Indian Ethos,– Contemporary Developments - New Paradigm of Corporate Governance: E-Governance and Class Action Suits.	9
II	Legal And Regulatory Framework Of Corporate Governance-I	10

	Regulatory Framework -Principles for Periodic Disclosures and for Corporate Governance- Quirky Governance: Insider Trading & Whistle Blowing - Corporate Governance Rating - Corporate governance for Listed Companies, Unlisted Companies and Banks.	
III	Legal And Regulatory Framework Of Corporate Governance-II Corporate governance for Insurance Companies - Corporate Governance in Public Sector Units and Corporate Funding of Political Parties.	10
IV	Corporate Governance and Shareholders Rights Rights of Shareholders Under the Companies Act, 2013, and SEBI (LODR) Regulations, 2015, - Majority and Minority Shareholders, -Protection of rights of shareholders/investors In India -Investor Education & Protection Fund Investor Associations - Protection of Rights of Minority Shareholders,- - Corporate Governance in Family Owned Enterprises Introduction - Role Of Proxy Advisory Firms - Governance Of Group Entities/ Subsidiaries - Governance Paradigm And Various Stakeholders: Employees, Customers, Lenders, Vendors, Government, Society. Shareholder Activism – Panacea for Governance Problems.	9
V	Corporate Governance Forums A. Institute of Company Secretaries of India (ICSI) B. National Foundation for Corporate Governance (NFCG) C. Organization for Economic Co-Operation and Development (OECD) D. Institute of Directors (IOD), E. International Corporate Governance Network (ICGN) F. European Corporate Governance Institute (ECGI) G. Conference Board H. Asian Corporate Governance Association (ACGA) I. Corporate Secretaries International Association Limited (CSIA)	10

SUGGESTED READINGS:

Text Books:

Sr. No	Author/s	Name of the Book	Publisher	Edition & Year of Publication
T-01	A.C. Fernando	Corporate Governance, Principles, policies and Practices	Pearson Education	3 rd Edition, 2018
T-02	IICA	Corporate Governance	Taxmann	2015
T-03	Sandeep Goel	Corporate Governance: Principles and Practices	McGraw Hill India	1st Edition, 2019

Reference Books:

Sr. No	Author/s	Name of the Book	Publisher	Edition and Year of Publication
R-01	Corporate Governance: Principles, Policies, And Practices	Bob Tricker	Oxford University Press	3Rd Edition
R-02	Auditing and Corporate Governance	Aruna Jha	Taxmann	4th Edition, 2020
R-03	Corporate Governance in India	Jayanti Sarkar, Subrata Sarkar	SAGE Publications India	2012