

COURSE TITLE	COMPANY LAW
COURSE CODE	10CC0201
COURSE CREDITS	3

Objective:

- 1 To enable the student to understand the basics of company law.
- 2 To enable the student to understand the basics of company law
- 3 to examine the new concepts introduced along with the judicial pronouncements
- 4 to provide a broad understand of the various doctrines, Capital Structure, Transfer of Shares, Board Functions, Corporate Social Responsibility
- 5 To enable the student to understand the basics of company law and to examine the new concepts introduced along with the judicial pronouncements, and to provide a broad understand of the various doctrines, Capital Structure, Transfer of Shares, Board Functions, Corporate Social Responsibility.

Course Outcomes: After completion of this course, student will be able to:

- 1 To enable the student to understand the basics of company law.
- 2 to examine the new concepts introduced along with the judicial pronouncements.
- 3 to provide a broad understand of the various doctrines, Capital Structure, Transfer of Shares, Board Functions, Corporate Social Responsibility.

Pre-requisite of course: To enable the student to understand the basics of company law and to examine the new concepts introduced along with the judicial pronouncements, and to provide a broad understand of the various doctrines, Capital Structure, Transfer of Shares, Board Functions, Corporate Social Responsibility.

Teaching and Examination Scheme

Theory Hours	Tutorial Hours	Practical Hours	ESE	IA	CSE	Viva	Term Work
2	1	0	50	30	20	0	0

Contents : Unit	Topics	Contact Hours
1	Introduction 1. Historical Development of Concept of Corporate Law in India 2. Company – Definition, Meaning, Nature and its Characteristics, 3. Nature and Forms of Business 4. Company vis-à-vis other Forms of Business, Concept of Corporate Personality, Corporate Veil, Limited Liability and Citizenship 6. Types of Companies and their incorporation, Promoters – Meaning, Position, Duties, Rights, Responsibilities and Liabilities, 8. Formation of Companies –Procedural Aspects 9. Memorandum of Association & Articles of Association and their Alteration, 10. Contracts and Conversion of Companies Commencement of Business 11. Doctrine of Ultra-Vires, Constructive Notice, Indoor Management, Alter Ego	
2	Financial Structure 1. Prospectus– Definition; Abridged Prospectus; Red–Herring Prospectus; Shelf Prospectus; 2. Classes and Types of Shares; Equity Shares with Differential Rights; Issue of Shares at Par, Premium and Discount; Forfeiture and Surrender of Shares;, 3. Shares and General Principles of Allotment. 4. Types of Debentures, remedies available to debenture holders in case of Company default, 5. Dividends – Payments, Capitalization and Profit	
3	Membership 1. Definition of a member 2. Member v. Shareholder, 3. Modes of acquiring Membership 4. Who may become a member; termination , 5. Impersonation of membership 6. Duties & Liabilities of Members, 7. Members v. contributory 8. Expulsion of a member	
4	Corporate Administration 1. Appointment and Qualifications of Directors, 2. Directors – Kinds, Powers and Duties, Legal Liability (Civil & Criminal), 3. Distinction between Managing Director, Whole Time Director; Manager, KMP, 4. Appointment; Remuneration of Managerial Personnel, 5. Meetings: types of meetings, Meetings of Board of Directors and Committees i.e., Audit, CSR etc. Law, Practice and Procedure Relating to Convening and Proceedings at General and Other Meetings.	
5	Compromise, Arrangement & Amalgamation 1. Compromise 2. Arrangement 3. Amalgamation	
6	Prevention of Oppression and Mismanagement 1. Majority Rule and Minority Rights- Law relating to Majority, Powers and Minority, Rights Shareholder Remedies – Actions by Shareholders; Statutory Remedies, 2. Prevention of Oppression and Mis-Management, 3. Offences, Penalties and Their Compounding	
Total Hours		

Suggested List of Experiments:

Contents : Unit	Topics	Contact Hours
1	Issues & case laws in company law Issues & case laws in company law	
Total Hours		

Textbook :

- 1 Corporate Governance & Corporate Control, Saleem Sheikh & William Rees, Cavendish Publishing Ltd, 1995
- 2 A Comparative Study of Companies Act 2013 and Companies Act 1956, Taxmann, Taxmann Publications Pvt Ltd, 2015

References:

- 1 Company Law, Company Law, Charles Wild & Stuart Weinstein Smith and Keenan, Pearson Longman, 2009

Suggested Theory Distribution:

The suggested theory distribution as per Bloom's taxonomy is as follows. This distribution serves as guidelines for teachers and students to achieve effective teaching-learning process

Distribution of Theory for course delivery					
Remember / Knowledge	Understand	Apply	Analyze	Evaluate	Higher order Thinking / Creative
10.00	10.00	30.00	10.00	20.00	20.00

Instructional Method:

- 1 Classroom Teaching
- 2 Seminar
- 3 Tutorial Experiences
- 4 Expert Lectures
- 5 Research Project

Supplementary Resources:

- 1 <https://www.mca.gov.in/content/mca/global/en/home.html>
- 2 <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=2>
- 3 https://www.sebi.gov.in/reports/reports/jan-2018/report-of-the-committee-on-corporate-governance_37470.html
- 4 <https://nclt.gov.in>