

COURSE TITLE	CORPORATE LAW I
COURSE CODE	10FL1503
COURSE CREDITS	4

Objective:

- 1 To understand the Basic Structure and components of Corporate Law.
- 2 To know the basics and preliminary concepts of Corporate Law.
- 3 To understand the formation of a corporate personality and segregation of Management from Ownership.
- 4 To ascertain the sources of funding of a company.

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

- 1 To recall basic concepts and Characteristics of company.
- 2 To demonstrate Incorporation procedure and its Consequences.
- 3 To apply provisions relating to various prospectus and types of share issuance.
- 4 To classify and compare various types of debentures.
- 5 To evaluate membership and modes of acquiring membership.

Pre-requisite of course:N/A

Teaching and Examination Scheme

Theory Hours	Tutorial Hours	Practical Hours	ESE	IA	CSE	Viva	Term Work
3	1	0	50	30	20	0	0

Contents : Unit	Topics	Contact Hours
1	Introduction Historical Development of Concept of Corporate Law in India, Company – Definition, Meaning, Nature and its Characteristics, Section 8 Companies, Nidhi Companies, Nature and Forms of Business, Company vis-à-vis other Forms of Business, Concept of Corporate Personality, Corporate Veil, Limited Liability and Citizenship, Definition and Key Terms: Officer in Default, Director KMP, Fraud etc.	5
2	Incorporation and its Consequences Types of Companies and their incorporation, Role of Registrar and other Authorities (Procedural Aspect), Promoters – Meaning, Position, Duties, Rights, Responsibilities and Liabilities, Formation of Companies – Procedural Aspects, Memorandum of Association & Articles of Association and their Alteration, Contracts and Conversion of Companies, Commencement of Business, Doctrine of Ultra-Vires, Constructive Notice, Indoor Management, Alter Ego	17

Contents : Unit	Topics	Contact Hours
3	Financial Structure- I Concept of Capital and Equity Financing of Companies– Sources of Capital- GDR, ADR, IDR, Prospectus– Definition; Abridged Prospectus; Red–Herring Prospectus; Shelf Prospectus; Information Memorandum; Contents, Registration; Misrepresentations and Penalties, Nature and classification of company securities., Classes and Types of Shares; Equity Shares with Differential Rights; Issue of Shares at Par, Premium and Discount; Forfeiture and Surrender of Shares; Bonus Issues; Rights Issues; Issue of Sweat Equity Shares; Employees Stock Option Scheme; Private Placement; preference shares and other forms of securities, Shares and General Principles of Allotment.	11
4	Financial Structure- II Debt Capital – Debentures, Debenture Stock, Bonds; Recent Trends and Dynamics of Corporate Debt Financing; Debenture Trust Deed and Trustees; Conversion of and Redemption of Debentures, Securing of Debts: Charges ; Creation, Modification and Satisfaction of Charges, Share Certificates & The Depositories Act 1996, Transfer of Shares, Statutory provisions to protect interests of creditors and shareholders, Types of Debentures, remedies available to debenture holders in case of Company default, Dividends – Payments, Capitalization and Profit	12
Total Hours		45

Suggested List of Experiments:

Contents : Unit	Topics	Contact Hours
1	Issues related to Corporate Law Issues related to Corporate Law	15
Total Hours		15

Textbook :

- 1 Company Law & Practice, G.K. Kapoor & Sanjay Dhamija, TAXMANN, 2024

References:

- 1 Saharay on Company Law, Saharay on Company Law, H. K. Saharay, LexisNexis Publication Pvt. Ltd., 20

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