

**Uka Tarsadia University**  
**Department of Commerce and Management**



**B.Com**  
**(Computer Applications)**

**CC 7 Corporate Law**  
**(030100316)**

**Semester - III**

**Effective from June-2016**

**Syllabus Version: 1.01**

**Semester-III****(030100316) CC 7 Corporate Law****Credits: 6 [Theory + Tutorial]****Contact Hours per Week: 5+1****Course Objective:**

The objective of the course is to impart basic knowledge of the provisions of the Company Law in a systematic, logical and comprehensible manner to the students.

**Learning Outcomes:**

It will orient the students towards the companies law useful in their professional carrier.

**Pedagogic Tools:**

Lectures, chalk and talk method, IT enabled audio-visual techniques, case analysis, field assignments, etc.

No.	Unit	Minimum No. of Contact Hours [Theory]	Minimum No. of Contact Hours [Tutorial]	Approx. Weight age %
1	Companies Act and its Administration	11	3	17
2	Kinds of Companies	11	3	17
3	Memorandum & Articles of Association	10	1	16
4	Allotment of Securities	10	2	16
5	Company Management	13	3	18
6	Dividends & Accounts	10	1	16
	<b>Total</b>	<b>65</b>	<b>13</b>	<b>100</b>

<b>B.Com</b> (Computer Applications)	<b>Subject</b>	<b>Hours</b>
<b>Semester – III</b>	<b>(030100316) CC 7 Corporate Law</b>	<b>5hrs/week[Theory] 1hr/week [Tutorial]</b>
	<b>(Theory + Tutorial)</b>	<b>6 Credits</b>

<b>SECTION – I</b>			<b>Hours</b>
	<b>Topics</b>		
<b>Unit-1</b> [Weight age 17%]	<b>Companies Act and its Administration</b>		<b>11</b>
	1.1	<b>The Companies Act 2013:</b> Commencement, Applicability and Salient Features.	
	1.2	<b>Administration of Companies Act 2013: National Company Law Tribunal-</b> Constitution, Qualifications and Power of Tribunal, Registrar of Companies, Security and Exchange Board of India, Special Courts.	
	1.3	<b>The Company:</b> Meaning, Definition and Characteristics, Advantages and Disadvantages of Incorporation, Lifting the Veil of Corporate Personality (Brief Introduction), Illegal Associations.	
<b>Unit-2</b> [Weight age 17%]	<b>Kinds of Companies, Formation and Registration</b>		<b>11</b>
	2.1	<b>Kinds of Companies:</b> Statutory Co. Registered Co. Private Co. Public Co. One Person Co., Companies Limited by Shares and Guarantee, Unlimited Companies., Companies with Charitable Objects, Foreign Co. Government Co., Associate Co. Small Co. Dormant Co.	
	2.2	<b>Formation of Company: Promotion:</b> The Promoter, Legal Position of Promoter.	
	2.3	<b>Incorporation Registration:</b> The Preparatory Steps, Corporate Identity Number (CIN).	
	2.4	Capital Subscription, Online Registration of a Company.	
<b>Unit-3</b> [Weight age 16%]	<b>Memorandum &amp; Articles of Association, Prospectus</b>		<b>10</b>
	3.1	<b>Memorandum of Association:</b> Definition, Importance, Formats and Contents.	
	3.2	<b>Articles of Association:</b> Meaning, Functions, Formats and Contents.	
	3.3	Constructive Notice of Memorandum of Articles, The Doctrine of Indoor Management.	
	3.4	<b>Prospectus:</b> Meaning, Definition, Issue and Control, Misleading prospectus, Shelf Prospectus, Red-herring Prospectus, Book Building.	
	3.5	Global Depository Receipt (GDR).	
<b>Section-II</b>			
<b>Unit-4</b> [Weight	<b>Allotment of Securities</b>		<b>10</b>
	4.1	<b>Allotment of Securities:</b> Meaning, General Provisions, Special	

<b>age</b> <b>16%]</b>		Provisions, Share, Share Capital & Kinds of Share.	
	4.2	<b>Transfer of Securities:</b> Meaning and Procedure, Distinction between Transfer and Transmission.	
	4.3	Forfeiture of Shares.	
	4.4	Buy back and Provisions regarding Buyback of Shares.	
	4.5	<b>Bonus Shares:</b> Issue and Conditions for Issue of Bonus Shares.	
<b>Unit-5</b> <b>[Weight</b> <b>age</b> <b>18%]</b>	<b>Company Management</b>		<b>13</b>
	5.1	<b>Company Management: Director:</b> Meaning, Classification-De-facto, Deemed, Executive and Non-Executive, Women Director, Independent Director, Small Shareholder's Director, Qualifications and Disqualifications, Director Identification Number(DIN), Appointment and Removal of Directors, Powers and Duties of Directors.	
	5.2	<b>Meetings of Board of Directors:</b> First Meeting, Notice, Quorum, Resolution by Circulation, Manner of Conducting Business at a Board Meeting, Meeting of Board through Video Conferencing.	
	5.3	<b>Committee of Board of Directors:</b> Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Corporate and Social Responsibility Committee.	
	5.4	<b>Key Managerial Personnel:</b> Managing Director and Manager: Meaning, Appointment and Tenure, Company Secretary: Definition, Characteristics and Functions.	
<b>Unit -6</b> <b>[Weight</b> <b>age</b> <b>16%]</b>	<b>Dividends Accounts and The Depository Act</b>		<b>10</b>
	6.1	<b>Dividends:</b> Meaning, Legal Provisions relating to Dividends, the companies rules, 2014, Interim Dividend, Unpaid or unclaimed Dividends.	
	6.2	<b>Books of Accounts:</b> Provisions relating to Books of Accounts, Statutory books and Registers, Statistical Books.	
	6.3	<b>Winding Up :</b> Meaning of Winding Up, Modes of Winding Up.	
	6.4	<b>The Depository Act 1966:</b> Background, Meaning and Constituents of Depository, Advantages of Depository System, <b>Dematerialization:</b> Meaning and Process	

### **Text Book:**

1. Kuchhal, M.C., Moder Indian Company Law [Under the companies act, 2013], A Mahavir Publication, 28<sup>th</sup> edition.

### **Reference Book:**

1. Singh, Avtar, Introduction to Company Law, Eastern Book Company, Lucknow, 11<sup>th</sup> edition.
2. Chadha, Reena, Chadha Sumant, Corporate Laws as per Companies act 2013, MKM Publisher Pvt. Ltd., New Delhi 12<sup>th</sup> edition, 2015.