

SEMESTER-III
CORPORATE LAWS

Programme:B.Com (Computer Applications)
Course Code:U20/COM/DSC/302
Course Type: DSC-8
Hours per week 6

Max Marks:100(40:60)
Max. Hours:90
No. of Credits: 5

Course Objective:-

To impart basic knowledge of the provisions of the Companies Act 2013 . Case studies involving issues in corporate laws are required to be discussed.

Course Outcomes:-

- CO1:**The student should be in a position to understand the regulatory aspects and procedural aspects involved in different types of companies.
- CO2:**The student shall be able to follow the basic legal documents and their usage in the management of a company.
- CO3:**The student shall be able to understand the position of directors, their powers and duties in a company.
- CO4:**The student should be in a position to grasp the various kinds of meetings held in a company. They should also be in a position to list out the requisites of a valid meeting.
- CO5:**The student shall be in a position to understand the various modes of winding up of a company.

MODULE I INTRODUCTION**(18 Hrs)**

Company- meaning- definition- Characteristics of a company- lifting of corporate veil- Statutory exceptions and general exceptions-Administration of Company Law – National Company Law Tribunal (NCLT)- kinds of companies- various bases of classifying companies- One person Company- Small company- Dormant company- Associate company- producer company- Associations not for profit- Illegal Associations- Formation of company- promoters- legal position-pre- incorporation contracts- Online registration of a company.

MODULE II FORMATION OF COMPANY**(18 Hrs)**

Memorandum of Association- contents- alteration- Articles of Association- contents- alteration- Doctrine of Ultravires-Exceptions- Doctrine of Constructive Notice- doctrine of Indoor management-Prospectus- shelf prospectus- Red herring prospectus- Mis-statements in prospectus- Membership in a company- modes -rights of members- Termination of membership.

MODULE III COMPANY MANAGEMENT**(18 Hrs)**

Management of company- Directors- Appointment- modes- classification of directors- Additional- casual- Alternate- Women directors- independent directors-Small shareholder's director-Director Identification number (DIN) -Disqualifications of directors- Removal of directors- position of directors- Powers and duties- Key Managerial personnel(KMP)- Managing Director- Manager- Whole time Director.

MODULE IV COMPANY MEETINGS**(18 Hrs)**

Meetings-kinds- Board meetings- Shareholders meetings- Annual General meeting (AGM) and Extra ordinary General meeting (EGM) -Requisites of a valid meeting- Notice- Agenda-Quorum- Chairman-minutes- Voting and poll- Proxy- appointment- Resolution- kinds- ordinary-special- distinction between ordinary and special- Resolutions requiring special notice.

MODULE V WINDING UP OF A COMPANY**(18 Hrs)**

Winding up- meaning-The Insolvency and Bankruptcy Code, 2016 - an overview- Modes of winding up- Winding up by Tribunal- Circumstances for Compulsory winding up- petition for winding up-Company Liquidator- Consequences of winding up order- Voluntary liquidation of Corporate persons.

SUGGESTED READINGS:

1. Reena Chadha and Sumant Chadha ; Corporate laws ; MKM Publishers Ltd
2. N.D.Kapoor; Elements of Company law Sultan Chand publishers
3. Companies Act and Corporate Laws , Bharat Law House Private Ltd

CORPORATE LAWS
MODEL QUESTION PAPER

Course Code: U20/COM/DSC/302

Max Marks: 60

Credits : 5

Time : 2 Hrs

I. Answer any five of the following

5q x 2m = 10 Marks

1. Dormant Company
2. Red herring prospectus
3. Director Identification number
4. Proxy
5. Articles of Association
6. National Company Law Tribunal
7. Chairman
8. Quorum.

II. Answer the following.

5q x 10m = 50 Marks

1. Define Company. Explain the characteristics of a company.

OR

2. Define Company. Explain the classification of companies.
3. Explain the exceptions to the " Doctrine of ultra vires".

OR

4. Explain the different modes of becoming a member in a company.
5. Explain the various powers and duties of directors of a company.

OR

6. Explain the various modes of appointment of directors of a company.

7. Explain the legal provisions of Annual General meeting of a company.

OR

8. Explain the requisites of a valid meeting.

9. Explain the circumstances for compulsory winding up of a company.

OR

10. Explain the powers and duties of Liquidator of a company.