

Shyama Prasad Mukherji College (W)

Teaching Plan August –December 2021

Name :CS Renu Yadav

Course and Year: B.Com IInd Year

Semester: III

Taught individually or shared: Individually

Paper: BC 3.1: COMPANY LAW

Faculty: Commerce

No. of Classes (per week): Five Lectures +2 Tute per week and per section A & B

Teaching Plan

Course Objective

The objective of the course is to impart basic knowledge of the provisions of the Companies Act 2013 to understand the conduct of business as per legal framework provided in the country. Case studies involving issues in company law are required to be discussed.

Course Learning Outcomes-After completing the course, the student shall be able to:

CO1: understand the rules and the broader procedural aspects involved in different types of companies covering the Companies Act 2013.

CO2: comprehend and appropriately use the basic legal documents essential for operations and management of company.

CO3: distinguish between varied company processes, meetings and decisions.

CO4: know the framework of dividend distribution and role of auditors in a company.

CO5: understand and evaluate working of depositories and their functions for working in stock market.

Unit I: Introduction

Unit II :: Documents & Shares

Unit III: Management

Unit IV: Company Meetings

Unit V: Dividends and Audit & Winding Up

a) Readings prescribed in the syllabus

The Suggested Readings for the all above five units are as under:

References

- Hicks, Andrew & Goo S.H., (2017) Cases and Material on Company Law, Oxford University Press.
- Sharma, J.P.(2018). An Easy Approach to Corporate Laws, Ane Books Pvt. Ltd., New Delhi
- Kumar, A., (2019)Corporate Laws, Taxmann Pvt Ltd
- Chadha R. & Chadha, S.(2018). Company Laws. Scholar Tech Press, Delhi.
- The Depositories Act,1996.Bare Act.

Additional Resources

- Gowar, LCB. (1969). Principles of Modern company Law, Stevens & Sons,London.
- Ramaiya.(2015). A Guide to Companies Act. Nagpur. Wadhwa Book Company.
- Hanningan, Brenda.(2018). Company Law, Oxford University Press,U.K.

b) Readings, e- references to be given to students but not prescribed in syllabus

- a. All important Legal Cases as well as Landmark judgements in Company Law with special reference to examples in our daily life.
- b. Guidelines set up by Department of Commerce, Delhi University are followed in this regard,
- c. Chartered Secretary Journal issued by Institute of Company Secretary of India.
- d. Attempts are made to teach the complicated provisions in a simple and lucid manner.
- e. How to study section through Bare acts of Company law.
- f. The Companies Act, 2013 -Bare Act

No of classes required to complete the unit (approx.):

- 1. Unit I: No of Classes: 16-18**
- 2. Unit II: No of Classes: 16-18**
- 3. Unit III: No of Classes 12-14**

- 4. Unit IV: No of Classes 8-10**
- 5. Unit V: No of Classes 10-12**

Teaching Schedule (Sub topics and their order along with the respective time frames)

Unit I: Introduction (August -September 2022)

Meaning and characteristics of a company; Lifting of corporate veil; Administration of Company Law including National Company Law Tribunal (NCLT), National Company Law Appellate Tribunal (NCLAT), Special Courts; Types of companies including private and public company, government company, foreign company, one person company, small company, associate company, dormant company and producer company; Association not for profit; Illegal association; Formation of company, promoters, their legal position, pre incorporation contract and Online registration of a company.

Unit II: Documents and shares (September –October 2022)

Memorandum of Association and its alteration, Articles of Association and its alteration, Doctrine of constructive notice and indoor management; Prospectus: shelf and red herring prospectus, misstatement in prospectus; Book building; Issue, allotment and forfeiture of share, call on shares; Issue of sweat capital; employee stock option; Issue of bonus shares; Transfer and transmission of shares, buyback and D-Mat system.

Unit III: Management (September –October 2022)

Classification of directors; Director Identity Number (DIN); Appointment , removal of directors; Legal positions, powers and duties ; Key managerial personnel, managing director, manager Committee of board of directors- audit committee, nomination and remuneration committee, stakeholder relationship committee and corporate social responsibility committee.

Unit IV: Company Meetings (October –November 2022)

Meetings of shareholders and board; Types of meeting, convening and conduct of meetings, requisites of a valid meeting-notice, agenda, chairman, quorum, proxy, resolutions, minutes; postal ballot, meeting through video conferencing, e-voting.

Unit V: Dividends, Audit and Winding Up (November- December 2022)

Provisions relating to payment of dividend; Company Audit; Provisions relating to audit, Auditors' qualification, appointment, rotation of auditors, auditors' report, Concept and modes of winding up; Liquidator; National company Law Tribunal (NCLT); Appellate Tribunal (NCLAT), Special Courts; Relevant provisions of Insolvency and Bankruptcy Code 2016.

Methodology of Teaching:

1.
 - 1. Class Presentation, Use of Audio-Visual Aids via online platform**
 - 2. Websites of ROC, MCA will be taught in class to give practical exposure.**

**3. Group discussion on recent judgements related to company law
ASSESSMENT**

Tentative date of assessments/ assignments (time frame):

One assignment – In the months of October, 2022.

Two Tests – one in the month of October, 2022 and the other in the month of November, 2020

Criteria of Assessment:

To check the conceptual clarity of the legal provisions of the Companies Act, 2013 through tests, assignments and projects.