

CORE COURSE – V

Subject: ELEMENTS OF COMPANY LAW

Course Code: 235

Total Credits: 03

Objectives of the Program

1. To develop general awareness of Elements of Company Law among the students.
2. To understand the Companies Act 2013 and its provisions.
3. To have a comprehensive understanding about the existing law on formation of new company in India.
4. To create awareness among the students about legal environment relating to the company law.
5. To acquaint the students on e-commerce, E governance and e-filing mechanism relating to Companies.
6. To enhance capacity of learners to seek the career opportunity in corporate sector.

Unit No	Unit Title	Contents	Skills
1.	The Companies Act, 2013: Introduction and Concept	Company and its Formation 1. Background and Features of company the Companies Act, 2013 2. Company: Meaning, Nature and Characteristics of Company. 3. Types of Companies: On the basis of mode of formation, Number of members, liability and Control, Public and Private Companies: Distinction, Advantages, Disadvantages, Privileges and their Conversion into each other. Other kinds of Companies: One Person Company, Charitable Companies, Dormant Company, Sick Company, Small Company, Listed Company, Foreign Company and its business in India etc.	Understand the concept of company and Equip the students with knowledge of nature and types of companies.

2.	Formation and Incorporation of a Company	Formation and Incorporation of a Company: Stages in the Formation and Incorporation. 1. Promotion: Meaning of the term 'Promoter' / Promoter Group - Legal Position of Promoters, Pre-incorporation contracts. 2. Registration/ Incorporation of a company : - Procedure, Documents to be filed with ROC. Certificate of Incorporation- Effects of Certificate of Registration. 3.Capital Subscription/Raising of Capital 4.Commencement of business	Acquaint the students with the procedure of formation of company.
3.	Principal Documents	Principal Documents: Documents relating to Incorporation and Raising of Capital: 1 Memorandum of Association: Meaning and importance- Form and contents- Alteration of memorandum. 2 Articles of Association: Meaning- Contents and form of Articles- Alteration of articles- Doctrine of constructive notice- Doctrine of Indoor Management. 3 Prospectus: Meaning, contents, Statutory requirements in relation to prospectus- Deemed Prospectus- Shelf prospectus - Statement in lieu of prospectus- Misstatement in a prospectus and Liabilities for Mis-statement.	To make students understand the role and importance of various documents like Memorandum
4.	Capital of the Company	Capital of the Company 1. Various Modes for Raising of Share Capital including private placement, public issue, rights issue, bonus shares, ESOS, Sweat Equity Shares, Buy-back of shares. 2. Allotment of Shares: Meaning- - Statutory provisions for allotment, improper and irregular allotment- Consequences of irregular allotment. 3. Calls On Shares: Meaning- Requisites of a valid call, Calls in advance, Share Certificates: Meaning, Provisions regarding issue of share certificates - Duplicate Share Certificate.	To give Comprehensive insight about the capital of Company and various aspects of shares.

		4. Share Capital: Meaning, Structure (Kinds) – Concept of Securities – Definition, Nature and Kinds of Shares.	
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[Note: Recent amendments in the Acts and relevant Landmark cases decided by courts are expected to be studied]

Teaching Methodology:

Topic No.	Total Lectures	Innovative methods to be used	Film shows and AV Applications	Project	Expected Outcome
1	12	The Companies Act 2013 Document , PPT, Narration, , Survey Analysis Article review	You Tube clips about the Companies Act 2013.	Report Review	Acquaint with knowledge and maturity to understand Company law 2013
2	12	Project making, , jingles, slogan , Quiz Competition,	Use of You tube, Review of Movie on relevant topic.	New Emerging Issues in Principle documents of company	To Acquaint knowledge and application of formation and incorporation of Company
3	12	Case study, Poster making, Interview with Company secretary	Case Analysis, format of principal documents of the company ,	Recent provisions of law and salient feature of principal documents of company.	To understand the knowledge about the principal documents of the company.

4	1 2	Virtual Learning, Group Discussion, Assignments on share capital, Interview of Corporate lawyer	Film on capital raising procedure, Internet precautions	Project on share capital of the company	To inculcate skills and knowledge about the share capital of the company
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Methods of Evaluations

Subject	Internal Evaluation	External Evaluation	Suggested Add on Course
Unit – I	Continuous Evaluation,	Written Exam	Seminar on The Companies Act, 2013
Unit – II	Continuous Evaluation	Written Exam	Awareness program
Unit – III	Continuous Evaluation,	Written Exam	Visit to company secretary's office
Unit – IV	Continuous Evaluation,	Written Exam	Awareness program

References

Sr. No.	Title of the Book	Author/s	Publication	Place
1.	The Companies Act with Rules	Taxmann	Tan Prints (India) Pvt. Ltd. Jhajjar	Chandigarh
2.	The Companies Act, 2013	Bharat	Bharat Law House Pvt. Ltd.	Delhi
3.	Company Law-A	Dr. G.K. Kapoor & Dr. Sanjay Dhamija	Taxmann Publications Pvt. Ltd	Delhi
4.	Comprehensive Text Book on Companies Act 2013	Dr S R Meyani	Asia Law House	Mumbai
5.	Company Kaydyachi Olakha	K Shriram	Aarti & Co.	Mumbai
6.	Guide to Memorandum, Articles & Incorporation of Companies	Bhandari & Makheeja	Lexis Nexis	Mumbai
7.	Elements of Company Law	Arun Gaikawad , Chandrakant Chaudhari & Devendra Bhawari	Bibha	Pune

8 .	Elements of Company Law	Prakash N. Chaudhary	Nirali Prakashan	Pune
9 .	E-Commerce : Legal Compliance	Pratima Narayan	Eastern Book Company	Mumbai

