

**Session 2023-2024****Part-A Introduction**

Subject	Commerce		
Semester	II		
Name of the Course	Company Law		
Course Code	B23-COM-202		
Course Type: (CC/MCC/MDC/CCM/ DSEC/VOC/DSE/PC/AEC/ VAC	CC-5		
Level of the course (As per Annexure-I)	100-199		
Pre-requisite for the course (if any)	NIL		
Course Learning Outcomes (CLO)	<p>After completing this course, the learner will be able to:</p> <ol style="list-style-type: none"> <li>1. understand the concept of company as form of business organization, regulatory framework and the process of incorporation.</li> <li>2. elaborate on important documents of the company and their operational usefulness.</li> <li>3. understand the procedure of raising capital, knowing rights &amp; duties of Directors and Company Secretary.</li> <li>4. apply the understanding of the regulatory provisions relating to dividend decisions and winding up of the company.</li> </ol>		
	5*.---		
	<b>Theory</b>	<b>Tutorial</b>	<b>Total</b>
Credits	03	01	04
Internal Assessment Marks	30	-	30
End Term Exam Marks	70	-	70
Exam Time	03 Hrs.		03Hrs.
<b>Part-B Contents of the Course</b>			
<b>Instructions for Paper Setters</b>			
<ol style="list-style-type: none"> <li>1. The examiner will set 9 questions in all covering the course learning outcomes (CLOs). Question No. 1 will be compulsory and comprises of seven parts of 2 marks each. Question Nos. 2 to 9 will carry 14 marks each, having two questions from each unit.</li> <li>2. Students are required to attempt 5 questions in all, selecting one question from each unit and the compulsory question.</li> </ol>			
<b>Unit</b>	<b>Topics</b>		<b>Contact Hours</b>
I	Company: Concept, characteristics, types; Conversion of private company into public company & vice versa; Incorporation of a company; Legal position of promoters; Pre-incorporation		14

	contracts.	
II	Memorandum of Association: Clauses and alteration procedure, Doctrine of ultra vires; Articles of Association: Clauses and alteration; Doctrine of indoor management; Doctrine of constructive notice; Prospectus: Concept, types, contents and formalities of red herring & shelf prospectus, mis-statement and remedies, liabilities for misstatements in Prospectus.	16
III	Share capital: Types, issue and allotment of shares; Reduction of share capital; Board of Directors: Composition, legal position, qualification, appointment, powers, duties & liabilities and removal of directors; Company secretary: Role, appointment, duties, liabilities, rights and removal.	16
IV	Dividend: Types, factors affecting dividend decisions, Legal provisions, dividend practices prevalent in India; Winding up of a company: Reasons, modes, procedure and implications of winding up.	14
V*	-	
<b>Suggested Evaluation Methods</b>		
<b>Internal Assessment:</b> ➤ <b>Theory</b> Class Participation Seminar/Presentation/Assignment/Quiz/Class Test etc. Mid Term Exam*		<b>End Term Exam</b>
<b>Part-C Learning Resources</b>		
<b>Recommended Books/E-Resources/LMS:</b>		
<ul style="list-style-type: none"> <li>• Bhushan, Bharat. Kapoor, N.D., Abbi, Rajni, <i>Elements of Company Law</i>. Sultan Chand &amp; Sons Pvt. Ltd.</li> <li>• Kapoor N.D., <i>Elements of Company Law</i>, Sultan Chand &amp; Sons, New Delhi.</li> <li>• Majumdar, A.K. and Kapoor, G.K., <i>Company Law</i>, Taxmann Publications.</li> <li>• Ramaiya A., <i>Guide to the Companies Act</i>, Wadhwa &amp; Co, Nagpur.</li> <li>• Ratan Nolakha, <i>Company Law and Practice</i>, Vikas Publications, New Delhi.</li> </ul>		

\* Applicable for courses having practical component.