

COMPANY LAW

Outcome :-

This paper acquaint the students with the provisions of Companies Act,2013 and the intricacies related with. It creates flexibility and simplicity in the formation and maintenance of companies and encourages transparency and high standards of corporate governance.

Module -1

Brief History of Companies Act - Emergence of Corporation as a Commercial Association - Formation of a Company - Procedural Requirements - Effect of incorporation - The Doctrine of lifting of corporate veil - Company distinguished from other association - Different Kinds of Companies

Module -2

Joint Stock Company-Meaning-Kinds of companies (Special Provisions with respect to Private Company, Public Company, One Person Company, Small Company, Dormant Company) Formation – Memorandum of Association- Contents- Restriction on “Other Objects”- Doctrine of Ultra Vires- Articles of Association-Contents- Prospectus-contents-Types(Statement in Lieu of Prospectus, Shelf Prospectus, Red Herring Prospectus)-Underwriting-Book Building Process- Green Shoe option- E-Flying – Dematerialization - Share Capital and Debentures - Meaning of Shares – Kinds of Shares- Voting rights – Issue of Shares at a Premium and Discount – Partly paid shares- Bonus Shares- Rights shares – Sweat Equity Shares. Debentures – Meaning–Types.

Module -3

Managerial Personnel - Directors – Women Directors – Independent Directors- director Identification Number- Other Key Managerial Personnel- Related Party Transactions.

Module -4

Meetings and Resolutions - Meeting - Statutory Meeting – Annual general meeting – Extraordinary general Meeting - Notice of meeting- Quorum- Proxy- Board of Directors Meeting- committee- Types of Committee- Corporate Social Responsibility - Resolutions – Ordinary & Special Resolution requiring special notice.

Module -5

Winding up of company - Modes of winding up – winding up by the court – Voluntary winding up – Types – Members’ voluntary winding up – Creditors’ voluntary winding



up. National Company Law Appellate Tribunal.

Statutes

The Companies Act, 2013 with latest amendments.

Prescribed Books:

1. Company Law by Avtar Singh
2. Guide to the Companies Act by A Ramaiya
3. Principles of Modern Company Law by L C B Gower

Suggested Readings

1. Company Law and the Competition Act by K S Anantharaman
2. Palmer's Company Law by Palmer \
3. Principles of Modern Company Law by Gower and Davies

