

Objective: The objective of this course is to make the students familiar with the holistic perceptive of enterprises.

1. **Introduction to Business Policy:** Evolution of Business Policy - Nature Importance - purpose - objectives of Business Policy - Industrial policy and Business Policy - Defining & explaining strategy - Different levels of strategy - Strategic decision making Strategic management process.
2. **Strategic Indent :** Introduction - vision - Mission - goals & objectives - Environmental appraisal - concept of environment, Environmental sectors - Environmental scanning - Appraising the environment - Organisational Appraisal - Corporate level strategies: grand strategies, Stability strategies, Expansion strategies, Retrenchment-strategies, Combination strategies - Business - level strategies : Generic business strategies, Tactics for business strategies - Strategic Analysis & choice - Corporate level Strategic Analysis - Business level strategic analysis.
3. **Corporate Strategic Planning Strategy Implementation:** Aspects of strategy implementation - Project Implementation - Procedural implementation - Resource allocation - Structural implementation - Structures for strategies - organisation design & change - organisational systems - Functional strategies:- functional plans & Polices, financial, marketing, operations, personnel .Information management plans & policies - Integration of functional plans & policies.
4. **Strategy Evaluation:** An overview of strategic evaluation & control - operational control - Techniques of strategic evaluation & control - Role of organisational systems in evaluation.
5. **Globalization:** - Stages of globalization - conditions for globalization - competitive advantages for nations - Threats and challenges -corporate strategies- joint venture, sell offs - divestiture-spin offs, corporate control, changes in ownership structure - exchange offers, share re-purchase, management buyouts, financial restricting - corporate restricting in India.

Books Recommended

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|---|----------------------|
| 1. Business policy and Strategic Management | Azhar Kazmi |
| 2. Business policy and Strategic Management | L M Prasad |
| 3. Strategic Management | Francies Cherunillam |
| 4. Strategic Management Theory | Hill / Jone |

Paper – II

LAW OF BANKING AND NEGOTIABLE INSTRUMENTS (OPTION – I)

Outcome :- This paper makes the students familiar with the development of bank and banking system in to a vital socio- economical institution in the modern age. It reveals the evolutionary effect on banking structure, policies, patterns and practices. Moreover it makes clear that the new emerging dimensions including e-banking and e-commerce are essential to cope with the modern scenario. It also provides Legal aspect of various negotiable instruments, structure and functions of Reserve Bank of India.

1. Indian Banking Structure: Origin - Evolution of Banking Institutions, Types and functions of banks, Commercial banks, functions, Banking companies in India, Central Banking: Organizational Structure of RBI - Major functions of the Reserve Bank - Bank of Issue - Banker to the Government - Bankers Bank - Lender of the Last Resort - Regulation of moneys and monetary mechanism – Domestic and Foreign currency - Credit Control - Exchange control - Fixation of bank rate policy formulation - Control function of RBI over Banking and Non Banking Companies

2. Banking Regulation Act, 1949 – Control over State Bank of India, UTI, IDBI, RRBs, Local Banks, NABARD and other Financial Institutions – An Overview - The role of banking institutions in the socio-economic development of the country - priority sector and Credit Guarantee Scheme – Social Control of Banks – Nationalization of Banks – Priority lending – Protection of Depositors – Promotion of underprivileged classes - Development work and participation in national economy – Narasimham Committee Recommendations – 21st century reforms and technological revolution in Banking Industry.

3. Negotiable Instruments, Kinds, Holder and holder in due course , Parties, Negotiation, Assignment, Presentment, Endorsement, Liability of parties, Payment in due course, Special rules of evidence, Material alteration, Noting and protest.

4. Banker and customer Relationship: Definition of banker and customer, General relationship, Special relationship, Banker's duty of secrecy, banker's duty to honour cheques, banker's lien, banker's right to set off, Appropriation of payments, Garnishee order, Customer's duties towards his banker, Paying banker and collecting banker, Bills in sets, Penal provisions under NI Act, Banker's Book Evidence Act.

5. Opening of New Accounts: Special types of customers, Minor's A/C, Joint A/C, Partnership A/C, Company's A/C, Married women's A/C, Trust A/C, Joint Hindu family A/C, Illiterate persons, lunatics, executors, Precautions required in case of administrators, clubs, societies and charitable institutions to open an account. Ancilliary Services and e-banking: Remittances – General, DD, MT, TT, Traveller's cheques, bank orders, credit

card, debit/smart cards, safe deposit vaults, gift cheques, stock invest e-banking: Definition – e-banking includes, Internet banking, mobile banking, ATM banking, computerized banking, e-banking services: retail services, wholesale services, e-cheque-authentication, Cyber Evidence, Banking Ombudsman – Employment of funds: Loans and Advances, Guarantees, Advances secured by Collateral securities, Agency Services-Financing of Exports, Special Banking Services, Advances to Priority Sectors and Credit Guarantee schemes, Securitisation Act, 2002.

Prescribed Books:

1. M. L. Tannan – Law of Banking
 2. Khergamvala – Negotiable Instruments Act – M. S. Parthasarathy (Ed.)
 3. Justice Bhaghabati Prasad Banerjee- Guide to Securitisation and Reconstruction of financial assets and Enforcement of Security Interest Act, 2002
- M.L. Tannan, *Tannan's Banking Law and Practice in India* (Eighth Edition-2008),

Reference Books:

1. Avtar Singh – Negotiable Instruments Act.
 2. Basu – Review of current banking theory and Practice, Macmillan.
 3. Pagets Law of Banking – Butterworths, London.
 4. L. C. Goyle – The Law of Banking and Bankers – Eastern Book Co.
 5. K. Subramanyan – Banking Reforms in India
 6. R. K. Talavar- Report of working group on customer service in Banks
 7. S. N. Gupta – The Banking law in theory & practice.
 8. G. S. N. Tripathi (Ed.) Sethi's commentaries on Banking Regulation Act 1949 and allied Banking Laws.
 9. Bashyam and Adiga – The Negotiable Instruments Act.
 10. Mukherjee. T. K. – Banking Law and practice.
 11. Chorley – Law of Banking
 12. Paget – Law of Banking
 13. Bashyam and Adiga – The Negotiable Instruments Act
 14. Information System for Banks – Taxmann
 15. Vasantha Desai and Joshi – Managing Indian Banks.
- Relevant provisions of Information Technology Act, 2000

PAPER II

LAND LAWS INCLUDING TENURE AND TENANCY SYSTEMS

(OPTION - II)

Outcome :- This paper acquaint the students with the redistribution of land ownership in favour of the cultivating class, regulation, fixity of tenure, rights of forest dwellers, rehabilitation and re settlement laws.

- 1 . Land – immovable property – right to hold Land – Constitutional scheme – land reforms – ARTICLE 31A of Constitution – scope and implications.
- 2 . Historical background of Kerala Land Reforms Act - fixity of tenure – purchase of landlord's rights by cultivating tenants – vesting of landlord's right in govt – right to purchase kudikidappu – Role of Land Tribunals and Land Boards
- 3 . Rights of forest dwellers – Objectives of Wet land laws, Kerala Land Utilization order, Land Conservancy and Land Assignment Act – Revenue Recovery Act
- 4 . Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Re settlement Act, 2013 – Rehabilitation and Re settlement laws – urban land ceiling – Kerala Building (Lease and Rent control) Act, 1965

Prescribed Readings:

- 1 . Sugathan, Land laws of Kerala
- 2 . A Gangadharan, Law of land reforms in Kerala
- 3 . A Gangadharan, The laws on land in Kerala

Paper – III**LABOUR AND INDUSTRIAL LAW – I**

Outcome :- This paper acquaints the students with the concept of trade unions, procedural formalities involved in registration of trade unions, its powers and functions and also equip the student with the concept of industry, industrial dispute and workman and also regarding the resolution of industrial disputes, methods and agencies.

1. History of trade union movement – trade unions and Indian Constitution – definition of trade union – Collective bargaining
- 2 Trade union movement in India – Registration of trade unions – powers and functions of Registrar of Trade Union – cancellation of registration – rights and liabilities of trade unions
- 3 Objects of trade unions – funds of trade unions – general and political – trade union immunities –
nature and scope.

- 4 Industry, industrial dispute and workman – meaning and definition – dispute resolution methods and authorities – powers and functions – governmental controls.
5. Strikes, lock outs, lay offs – retrenchment and closure – legal controls- protected workman – Standing Orders.

Statutory Materials: (With amendments)

1. Trade Unions Act, 1926.
2. Industrial Dispute Act, 1947.

Prescribed Readings: (With amendments)

- 1 Malhotra, *Law of Industrial Disputes*.
- 2 Indian Law Institute, *Labour Law and Labour Relations*.
- 3 K.D. Srivastava, *Industrial Employment (Standing Orders) Act, 1946*.
- 4 K.D. Srivastava, *Law Relating to Trade Unions and Unfair Labour Practices*.
- 5 H.L. Kumar, *Misconducts, Charge Sheets and Enquiries*.
- 6 P.R. Bagri – Law of Industrial Disputes
- 7 O.P. Malhotra – Labour Law
- 8 Labour Law and Labour Relations – Indian Law Institute
- 9 V.V. Giri – Labour problems in Indian Industry
- 10 H.K. Saharay – Labour and Social Laws
- 11 Mishra – Labour and Industrial Laws

Paper – IV

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

1. Introduction –
 - a. Company – Definition, Nature and scope of companies.
 - b. Historical Evolution of Company Law – English and Indian,
 - c. Advantages and disadvantages of company – Independent Corporate Personality, Limited Liability, Perpetual Succession, Right to Property, Right to Contract, Right to sue and be sued, Professional management, fund unauthorized, Doctrine of Lifting the corporate veil, Formality and expenses.
 - d. Characteristics of companies – Common Seal
 - e. Comparison between Company, Partnership, Unlimited partnership and Sole Proprietorship

- f. Types of Companies – Limited and Unlimited, Limited by shares and Guarantee Company, Public and Private Company, Holding and Subsidiary Company, Government Company, Foreign Company, Single person company, Associate Company etc.

2. Incorporation

- a. Incorporation of Companies
- b. Certificate of Incorporation
- c. Memorandum of Association – contents and alteration
- d. Articles of Association – contents and alteration
- e. Promoters
- f. Pre-incorporation Contracts
- g. Constructive notice and Doctrine of Indoor Management.
- h. Doctrine of *Ultra vires*.

3. Capital

- a. Share Capital, Debentures and other securities
- b. Share holders and members
- c. Public offer and Private allotment
- d. Issue, allotment and forfeiture of shares
- e. Share Certificate.
- f. Transfer and Transmission of Shares
- g. Buy back of shares and reduction of share capital
- h. Prospectus – definition, contents of prospectus, Kinds of Prospectus, Remedies for misrepresentation in prospectus.
- i. Registration of Charges and Deposits

4. Corporate Management and Administration

- a. Directors – position, powers and duties
- b. Meetings of the company, Essential requisites of a valid meeting.
- c. Audit and Auditor
- d. Mergers and Acquisitions
- e. Majority – Minority management – Rule of majority – *Foss v Harbottle*
- f. Prevention of Oppression and Mismanagement
- g. Inspection, Inquiry and Investigation into the affairs of a company
- h. Emerging trends in corporate social responsibility.
- i. Legal liability of company – civil, criminal, tortuous and environmental.

- j. Compromises, arrangements and amalgamations
- k. Dividends
- l. Accounts of the companies
- m. Revival and Rehabilitation of sick companies

5. Winding up

- a. Dissolution of Companies- Types of winding up
- b. Winding up by the Tribunal
- c. Voluntary Winding up
- d. Winding up Procedures
- e. Liquidators and contributories
- f. Removal of names of companies from the register of companies.
- g. National Company Law Tribunal, Appellate Tribunal and Special Courts

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

- 15. Company Law and the Competition Act by K S Anantharaman
- 16. Palmer's Company Law by Palmer
- 17. Principles of Modern Company Law by Gower and Davies

Paper – V

PROFESSIONAL ETHICS AND PROFESSIONAL ACCOUNTING SYSTEM (Practical paper – II)

Outcome :- This paper ensures the law students that professional services will be rendered in accordance with reasonably high standards and acceptable moral conduct. It helps the students to study and assess human behavior and also to establish principles and moral standards of behavior.

UNIT-I

Advocates as professionals:

Introduction, Importance of legal profession, Lawyers's Role in Accelerating and facilitating the social change visualized by the Indian Constitution, Categories of Advocates, Restrictions imposed on Senior Advocates, Admission and enrolment of advocates, Professional opportunities, Women Lawyers, Opportunities and Handicaps, Advocates right to practise, to act and to plead – The right of pre-audience - Advocates duty to society, to render legal aid, to educate and to accept public office - Restrictions on other employment and penalty for illegal practice Trial Advocacy- Important tools of successful advocacy- Study, preparation and presentation of case- Art of examination (chief, cross and re-examination), Arguments on facts and law- How to address the court. Appellate advocacy- Original side Advocates- Supreme Court Advocates-Advocates on record- Mofussil Advocates- Retired Judges as Advocates.

UNIT-II

Professional ethics – Advocate and Client: Acceptance of brief, withdrawal from engagement, advocate's role as potential witness- Duty of advocate to make full and frank disclosure to client- Breach of obligation to client- Advocate to act only on the instruction of the client- Contingent fee- Advocate's lien for fee- Share in claim or purchase of property sold in execution- Financial dealing between advocate and client- Prohibition on lending or borrowing money- Prohibition on changing of sides- Legal Profession and Strike.

UNIT-III

Bar-Bench relationship-Duty towards Court: Duty to conduct himself with dignity and self-respect and not to commit contempt of court, Avoidance of illegal and improper means to influence decisions, Advocate not to be mere mouth-piece of client - Dress code- Prohibition on practising before relatives, Other duties, powers and obligations of Notary public. Duty of advocates towards colleagues in the profession - Bar council of India Rules governing professional conduct and etiquette, Soliciting and advertising, Professional services and name not to be used for unauthorized practice of law, Fees not less than fees taxable under the rules, Restriction on entering appearance without the consent of the advocate already engaged, Advocates not to demand fees for imparting training to juniors, Advocate's duty to opponent counsel, Advocates duty to report disqualification.

UNIT IV

The Contempt Law and Practice - Law of contempt of court: Meaning, nature and categories of contempt of court, Constitutional validity of the Contempt of Court Act, 1972, Salient features of the Act, Contempt jurisdiction of Supreme Court, High Court and Subordinate Courts- Contempt by lawyers, judges and by State- Contempt procedure- Punishment for contempt- Defence open to contemnor and remedies against punishment.

V. Fifty (50) selected opinions of the Disciplinary Committees of Bar Councils

VI. Cases on Professional Misconduct:

1. *Salil Dutta v. T.M. and M.C. (P) Ltd.* (1993) 2 SCC 185
2. *Vinay Chandra Mishra, In re* (1995) 2 SCC 584
3. *C. Ravichandran Iyer v. Justice A.M. Bhattacharjee* (1995) 5 SCC 457
4. *P.D. Gupta v. Ram Murti* (1997) 7 SCC 147
5. *R.D. Saxena v. Balram Prasad Sharma* (2000) 7 SCC 264
6. *D.P. Chadha v. Triyugi Narain Mishra* (2001) 2 SCC 221
7. *Shambhu Ram Yadav v. Hanuman Das Khattry* (2001) 6 SCC 1
8. *Pravin C. Shah v. K.A. Mohd. Ali* (2001) 8 SCC 650
9. *Bhupinder Kumar Sharma v. Bar Assn., Pathankot* (2002) 1 SCC 470
10. *Ex-Capt. Harish Uppal v. Union of India* (2003) 2 SCC 45

VII. Accountancy for lawyers:

Need for maintenance of accounts- Books of accounts that need to be maintained- Cash Book, journal and ledger Elementary aspects of bookkeeping: Meaning, object, journal, double entry system, closing of accounts. The cash and bulk transaction: The Cash book, Journal proper especially with reference to client's accounts, Ledger, Trial balance and final accounts, Commercial mathematics.

Scheme of Internal/ Written Examinations.

Internal examinations should be conducted through periodical test papers – case study / field survey/Simulation exercise – Writing articles/Paper presentation in seminars – Problem solution - projects works on topics identified by the concerned teacher. The distribution of marks as follows:

Marks for internal/Written examinations shall be distributed as follows

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|--|----------|
| (i) Test Paper (average of two test papers) | 20 marks |
| (ii) Project work/ dissertation writing | 30 marks |
| (iii) Case study/comment | 20 marks |
| (iv) Paper presentation/writing articles /Problem solution | 20 marks |

Each student shall prepare a combined record on all Internal/written examinations (answer sheets of two test papers are to be attached with the record) and produce before the viva-voce board.

II. VIVA – VOCE EXAMINATION

Total marks for viva-voce examination 10 marks

Viva-voce examination shall be conducted by a panel consists of two senior teachers other than teachers in charge of the subject.

Prescribed Legislation:

The Advocates Act, 1961

Contempt of Court Act, 1971

Prescribed Book

Mr. Krishnamurthy Iyer's book on *Advocacy*.

Recommended Books

Bhagavati, P.N., *Challenges to the Legal Profession – Law and Investment in Developing Countries*

J.B.Gandhi, *Sociology of Legal Profession and Legal System* (1987).

Sathe, Kunchur, Kashikar – “*Legal Profession: Its Contribution to Social Change*” in 13 ICSSR

Research Abstracts Quarterly 111-127 (1984) Also see 10 Indian Bar Rev. 47-81 (1983).

K.L.Sharma “*Sociology of Law and Legal Profession: Cross Cultural Theoretical perspective*”

24 J.I.L.I. 528 (1982).

A.N.Veeraraghavan “*Legal Profession and the Advocates Act, 1961*” 14 J.I.L.I. 229 (1972)

Upendra Baxi, “*The Pathology of the India Legal Profession*”, 13 Ind. Bar. Rev. 455 (1986)

K.L.Bhatia, *Socio-Legal Study of Occupational Status of Law Graduates*, (1994)

PAPER – VI BUSINESS ENVIRONMENT

Course objective: The course exposes the students to the environmental dynamics of contemporary Business

Unit I Theoretical framework of Business Environment

Concept - significance – nature – Types - Internal, external micro-macro environment

Environmental analysis- Environmental audit

Unit II Economic Environment of Business

Significance and elements of economic environment Economic systems and business Environment- Industrial Policies- Fiscal Policy-Monetary Policy- EXIM Policy- Disinvestment policy - Economic reforms - liberalization and structural adjustment

Unit III Political, Legal and Technological environment of business

Elements of political environment- Government and business – Legal environment in

India- FEMA-SEBI Intellectual property rights Technology transfer.

Unit IV Socio – Cultural Environment

Elements- Social instructions and systems, values and attitudes - social groups-

Social responsibility of business – social audit- ethics in business- consumerism in India

Unit V Global Environment

Meaning and nature of Globalization- globalization of India business - multinational Corporations- Foreign collaborations - Corporate sector institutional frame work for Business environment- GATT/WTO

Books for Reference

1. Asathappa.K.*Essentials of business Environment* , Himalaya Publishing House, Mumbai
2. Adhikary, M.E. *Economic Environment of Business*, Sultan Chand & Sons , New Delhi
3. Asathappa.K.*Legal Environment of business* , Himalaya Publishing House, Mumbai
4. Alag, Yoginder, K. *Development Planning and Policy* , Vikas Publications, New Delhi
5. Abulwaha, I.J. *Industrial Growth in India*, Oxford University Press Delhi.