

**JYOTI NIVAS COLLEGE AUTONOMOUS  
SYLLABUS FOR 2018 BATCH AND THEREAFTER**

**Programme: B.Com TM**

**Semester: III**

**Corporate Administration**

**Course Code: 18BT305**

**No. of Hours: 60**

**COURSE OBJECTIVES:**

- To familiarize the students with the latest company law.
- To familiarize law with relevant case studies.
- To introduce them to various documents required to start a business.

**LEARNING OUTCOMES:**

- To encourage the students for an understanding on how important it is for the company's to be socially responsible.
- To enable the students to identify the different legal obligations required to start a company.
- Students will be aware about the corporate personality and also the powers and liabilities of a KMP in a company.

**UNIT 1**

**Introduction**

**10 HRS**

Company Law –Administration of companies Act-Specific reference to The Companies Act 2013 with important provisions– Meaning – definition of Company, kinds of companies, characteristics of a company, Lifting of Corporate Veil. Types- limited and unlimited, private and public, government companies, statutory, registered companies, OPC.

**UNIT 2**

**Formation of a Company:**

**15 HRS**

Promotion: Meaning, promoters – function, position, rights and duties of promoters.

Incorporation: Meaning procedure, certificate of Incorporation, and effects of registration, capital subscription, commencement of business.

**UNIT 3**

**Documents of Companies:****15 HRS**

Memorandum of Association – definition, clauses, provisions and procedures for alteration. Doctrine of Ultra Vires. Doctrine of Constructive Notice. Articles of Association – Definition, contents, Doctrine of Indoor Management. Distinction between MOA and AOA. Prospectus – meaning, contents, liabilities for mis-statement in prospectus (Civil and Criminal liabilities), Statement in lieu of prospectus.

**UNIT 4****Company Management:****10 HRS**

Key Managerial Personnel, Directors, types, Appointment, qualifications, rights, duties, dis-qualification and liabilities of Directors. Company Secretary – Meaning, position, appointment rights, duties, liabilities, qualifications and removal, Corporate Social Responsibility (legal provisions).

**UNIT 5****Company meeting****10 HRS**

Annual, Extra ordinary General meetings, Board meetings, Committee meeting –Secretarial compliances regarding drafting of the minutes for various meetings– Resolution types, Quorum, Proxy.

**SKILL DEVELOPMENT**

- Collect MOA of different companies and study the various clauses.
- Collect prospectus of any recent public issue and study the details.
- Prepare the minutes of company meetings of a imaginary company.
- Relevant Case Laws as per the provisions of the Act.

**BOOKS FOR REFERENCE**

1. K.C Garg, Vijay Gupta, R.C. Chawla, Company Law and secretarial Practice, Kalyani Publishers, II Edition 2008, Jalandhar.
2. A.K. Majumdar, Dr. G. K. Kapoor, Company Law, Taxmann's Publication, 10<sup>th</sup> edition, New Delhi.

3. Anil Kapoor, Company Laws, Internation Book House, Secon revised edition, New Delhi.
4. M.C Shukla and Gulshan- Principles of Company Law, S.Chand, II edition.
5. S.C. Kuchal- Company Law and Secretarial Practice.
6. Appannaiah& Reddy &Prabhu, Company Law and secretarial Practice, Himalaya Publication, 2004, Mumbai.
7. C.A. Institute Material Business Law and Company Law.
8. Companies Act 2013.