



**KLE COLLEGE OF LAW, NAVI MUMBAI**

**COURSE PLAN**

**AY: 2022-2023**

**SECTION-I**

**CLASS: SYBLS**

**SEMESTER: VI**

**COURSE NAME: COMPANY LAW**

**HOURS PER WEEK: 6 hours**

**CREDITS: 4**

**COURSE TYPE: CORE SUBJECT**

**COURSE OBJECTIVES:** This course is designed to understand the formation, management and other activities of the companies. In view of the important developments that have taken place in the corporate sector. Important regulations pertaining to the issue of shares and the capital raising have come into force. The objective of this paper is to enlighten students about various and vital concepts of Company Law with recent changes. This course aspires to edify students with compliances related to formation, management, prospectus, securities, financial aspects, meetings, etc. The course includes to identification

of different types of malpractices committed and levy of punishment provisions for breach of law. The students will be able to develop an understanding of emerging issues in Company Law related to Environmental Social Governance, Corporate Governance, Insider Trading, Corporate Social Responsibility and National Company Law Tribunal and National Company Law Appellate Tribunal with winding up. Overall, this course aims to impart the students, the corporate management, control, possible abuses, the remedies and government regulation of corporate business and winding up of companies.

**COURSE OUTCOMES:**

- 1) Acknowledge the implementation of the provisions of Companies act 2013.
- 2) Acknowledge organisational structure followed by Corporates, NCLT and appellate authority
- 3) Analyse the provisions of Companies act, 2013 with reference to Companies act, 1956.
- 4) Interpret the case laws and the relevance in compliance and non-compliance of laws and regulations.
- 5) Conceptualising the anti- competitive practices in companies & the governance

**SECTION-II**

Unit number and title	Unit details	Week (starting and end dates)	Hours per week	learning methods used)/ activities and or class trips/ dates for assessment	Resource/ Reference details

<p>MODULE 1:</p> <p>1.1 Basic principles of company law for incorporation, prospects and Securities</p>	<p>Meaning and Definition of a Company</p>	<p>Week 1</p>	<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
<p>MODULE 1:</p> <p>1.1 Basic principles of company law for incorporation, prospects and Securities</p>	<p>Types of Companies</p>		<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
<p>MODULE 1:</p> <p>1.1 Basic principles of company law for incorporation, prospects and Securities</p>	<p>Nature and Characteristics of a Company</p>		<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>

<p>MODULE 1:</p> <p>1.1 Basic principles of company law for incorporation, prospects and Securities</p>	<p>Doctrine of Lifting of the Corporate Veil Citizenship of a Company Promoters – position – duties and liabilities</p>	<p>Week 2</p>	<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
<p>MODULE 1:</p> <p>1.2 Incorporation of companies &amp; matters incidental thereto</p>	<p>Formation and Incorporation of Companies Commencement of Business.</p>		<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
<p>MODULE 1:</p> <p>1.2 Incorporation of companies &amp; matters incidental thereto</p>	<p>Memorandum of association Articles of association</p>		<p>2</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>

MODULE 1:  1.2 Incorporation of companies & matters incidental thereto	Doctrine of constructive notice and indoor management Rectification of name of company.	Week 3	4		Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1.3 Prospectus & allotment of securities	Shelf Prospectus, Red Herring Prospectus, Abridged Prospectus, Offer for Sale - Deemed Prospectus		2		Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1.3 Prospectus & allotment of securities	Public offer of securities to be in dematerialized form Criminal liability for mis-statements in prospectus Civil liability for mis-statements in prospectus		2	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1.3 Prospectus & allotment of securities	Punishment for fraudulently inducing persons to invest money Punishment for personation for acquisition, etc., of securities	Week 4	1	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

MODULE 1:  1.3 Prospectus & allotment of securities	Allotment of securities by company Securities to be dealt with in stock exchanges Private placement		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1. .4 Share capital & debentures	Kinds of share capital Nature of shares or debentures Equity Shares with Differential Voting Rights		1	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1. .4 Share capital & debentures	Issue and Redemption of Preference Shares Issue of sweat equity shares Application of premiums received on issue of shares		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1:  1. .4 Share capital & debentures	Prohibition on issue of shares at discount Transfer and transmission of securities Power of limited company to alter its share capital Further issue of share capital Issue of bonus shares Reduction of share capita	Week 5	2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

MODULE 1: 1. .4 Share capital & debentures	Restrictions on purchase by company or giving of loans by it for purchase of its Shares Power of company to purchase its own securities Prohibition for buy-back in certain circumstances		2	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 1: 1. .4 Share capital & debentures	Debentures Power to nominate		2	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2: 2.1 Acceptance s of deposits	Definition of Deposits Eligibility to accept Deposits Applicability	Week 6	1	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2: 2.1 Acceptance s of deposits	Fair use, Infringement, Remedies and Defences, Patent Agents		1	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

MODULE 2: 2.1 Acceptance s of deposits	Conditions for acceptance of Deposits from its members Damages for fraud Time period & Acceptance Limit for Deposit		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.2 Registration of charges	Creation, Modification & Satisfaction of Charges Floating Charge Fixed Charges Crystallization of Charge		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.3 Meetings	Kinds of Meetings Types of Resolutions; Notice, Quorum, Poll, Chairman, Proxy; Meeting and Agenda	Week 7	2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.3 Meetings	Voting and its types-vote on show of hands, Poll, E-Voting, Postal ballot; Circulation of Members' Resolutions etc.; Signing and Inspection of Minutes		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow



MODULE 2.3 Meetings	Register of Members & other Security Holders Significant Beneficial Owners Annual Return		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.3 Meetings	Resolutions and agreements to be filed Report on annual general meeting Meetings of Board and its Committees Frequency, Convening and Proceedings of Board and Committee meetings; Quorum; Resolution by Circulation;	Week 8	3	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.4 Dividend	Declaration of dividend Unpaid Dividend Account Investor Education and Protection Fund Punishment for failure to distribute dividends		3	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.5 Accounts, Audit & Auditors	Books of Accounts; Financial Statements; National Financial Reporting Authority;	Week 9	1	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

MODULE 2.5 Accounts, Audit &Auditors	Auditors- Appointment, Resignation and Procedure relating to Removal, Qualification and Disqualification;		2	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.5 Accounts, Audit &Auditors	Rights, Duties and Liabilities; Audit and Auditor's Report; Internal Audit; Cost Audit		1	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 2.5 Accounts, Audit &Auditors	Annual Report & Directors Reports Integrated Reporting		1	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

<p>MODULE 3: 3.1 Directors</p>	<p>DIN,  Types of Directors;  Appointment/ Reappointment,  Disqualifications,  Vacation of Office,  Retirement, Resignation and Removal  Duties of Directors;  Rights of Directors;  Register of directors and key managerial personnel and their shareholding  Loans to Directors;  Disclosure of Interest;  Declaration by the Directors;  Loan and investment by company  Investments of company to be held in its own name  Related Party Transactions  Register of contracts or</p>		<p>1</p>	<p>a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
	<p>arrangements in which directors</p>				

<p>MODULE 3.2 Board constitution and its powers</p>	<p>Board composition; Restriction and Powers of Board; Board Committees- Audit Committee, Nomination and Remuneration Committee, Stakeholder relationship Committee and other Committees Contributions to Charitable Funds, Political Party &amp; National Defense Fund</p>	<p>Week 10</p>	<p>1</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>
<p>MODULE 3.3 Appointment and remuneration of managerial personnel</p>	<p>Appointment of Key Managerial Personnel; Managing and Whole-Time Directors, Manager, Chief Executive Officer, Chief Financial Officer and Company Secretary, Remuneration of Managerial Personnel</p>		<p>1</p>	<p>a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative</p>	<p>Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow</p>

MODULE 3.4[Prevention of oppression and mismanagement]	Majority Rule and Minority Rights The Principle of Non-interference Meaning of Oppression Application to tribunal for relief in cases of oppression etc. Powers of Tribunal Class action Reconstruction and amalgamation	1	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 4: 4.1 Corporate Social Responsibility & secretarial audit	Applicability of CSR CSR Policy & Permitted CSR Activities CSR Committee and Expenditure Net Profit for CSR Reporting requirements	1		Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 4.2 Winding Up	Procedure before Tribunal & Appellate Tribunal Legal provisions for Winding Up of Companies Winding Up by the Tribunal Voluntary Winding Up	2	a) Descriptive-Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

MODULE 4.3 Environmental, Social & Governance and Corporate Governance ]	Meaning of ESG & its Components History of Corporate Governance Meaning of Corporate Governance Requirements under Corporate Governance Corporate Governance Report	Week 11	3	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow
MODULE 4.4 Insider Trading	Definitions – Insider, Connected Person, Person Deemed to be Connected, Unpublished Price Sensitive Information, Window Closure, Opposite Transaction, Trading Plans When Applicable Penalties		3	a) Descriptive- Concept based b) Inquiry Based c) Collaborative d) Reflective e) Integrative	Dr. Avtar Singh, Company Law; Eastern Book Company, 34, Lalbagh, Lucknow

### SECTION-III

#### **Course Outcome (CO) and Programme Outcome (PO) & Programme Specific Outcome (PSO1) Mapping**

Course Outcome	Programme Outcome				
	PO1	PO2	PO3	PO4	PO5
CO1			√		

CO2		√	√		
CO3					
CO4					√
CO5					

#### SECTION-IV

#### Course Outcome and Internal Assessment Mapping

Learning outcomes of the course	Components of Assessment		
	Internal Assessment 1 (Class Test)	Internal Assessment 2 (Research Project)	End Semester Exam
CO1: Remember and Understand	√		√
CO2: Apply			√
CO3: Analyze	√	√	
CO4: Evaluate	√	√	
CO5: Create		√	