Course Code	Course Name	Credits
26CM509	COMPANY LAW AND PRACTICE - II	4

Course Objectives

- To Acquire Knowledge about the company and its incorporation.
- To develop understanding about of the skills of company documents preparation.
- To learn the capital mobilization methods.
- To understand the Procedures for the appointment of Director and other Managerial Personnel for the Company Administration.
- To analyze and evaluate the rules regarding the Company meetings.

Course Outcomes

- The learners will identify and compile the procedures for corporate promotion.
- The students prepare the requisite specimen documents necessary for the incorporation of the company.
- The students will devise and forecast the sources of funding.
- The learners assess the formal procedures implemented by companies in the appointment of directors.
- The Learners know to prepare the meeting under the companies Act, 2013.

Unit I – Companies **(12hours)**

Definition- Scope - Types of Companies -Section 8 Company - One Person Company and Nidhi Company – Corporate Veil: Meaning–Lifting of Corporate Veil – Legal Position–Pre–Incorporation Contracts– Incorporation of a Company – Incorporation filing process – Key Managerial Personnel: Meaning, Importance. Doctrine of Ultravires.

Unit II - Memorandum and Articles of Association **(12 hours)**

Clauses of MOA and Alteration – Articles of Association: Clauses of AOA - Prospectus– Meaning – Contents – Registration – Misstatement in Prospectus –Consequences.

Unit III - Share Capital **(12hours)**

Meaning– Types– Alteration, Reduction, Shares– Classes of Shares–Issue of Shares at Premium, at Par, Bonus Issues, Rights Issues, Sweat Equity Shares–Employees Stock option Scheme–Private Placement–Buy Back of Shares–Transfer and Transmission of Shares in Physical and Depository Modes– Membership in Companies.

Unit IV - Company Administration **(12hours)**

Directors – Types of Directors- Qualifications, Disqualification, Appointment, Remuneration, Vacation of Office, Retirement, Resignation and Removal under Companies Act–Loans to Directors, Powers and Duties – Key Managerial Personnel Managing (KMP) Directors- Manager- CFO – CEO - Company Secretary-Appointment, Powers and Duties– Corporate Governance–National Financial Reporting Authority– Serious Fraud Investigation office–National Company Law Tribunal.

Unit V - Meetings **(12 hours)**

Definition–Requisites of Valid Meeting– Agenda notice Quorum Minutes- **Kinds of Meeting:** AGM – EGM – Board Meeting–Chairman of Meeting – Functions – Resolution – Kinds of Minutes – Drafting of Notice of Meeting –Agenda - Notes on Agenda - Minutes for Board Meeting, AGM and EGM – **Voting:** Poll–Postal Ballot - e-voting–Video conferencing – Secretarial Standards on Meetings.

Reference Books:

1. ICSI.(2021) Study material on Company Law. Kapoor, N.D. (2021). Elements of Company Law. New Delhi: Sultan Chandand Sons. 9 Ramaiah, A.(2019).
2. Companies Act. Wadhawa & Company publishers Santhi,J.(2021),Compan ylaw and Secretarial Practice. Margham Publications.
3. Balachandran.,& Govindarajan, M.(2021).Handbook of Company Law & Practice. Chennai: Vijay Nichole Imprints Pvt Ltd.,

Website

1. **https://www.youtube.com/watch?v=8z0YZZMy8ZY&list=PLsh2FvSr3n7eEOuzMLfQQxSz63BacK1OL**
2. **https://www.youtube.com/watch?v=ADNVpECJt_I**
3. **https://www.youtube.com/watch?v=jVy-Rnyg6PQ**
4. **https://www.youtube.com/watch?v=UtbfATNSePk**
5. **https://www.youtube.com/watch?v=_zrKbti4-iE**

COs and Bloom's Taxonomy Mapping – 26CM509		
Course Outcomes	**On successful completion of this course, students will be able to**	**BTL**
CO1	The learners will identify and compile the procedures for corporate promotion.	K1, K2
CO2	The students prepare the requisite specimen documents necessary for the incorporation of the company.	K3, K4
CO3	The students will devise and forecast the sources of funding.	K4
CO4	The learners assess the formal procedures implemented by companies in the appointment of directors.	K5
CO5	The Learners know to prepare the meeting under the companies Act, 2013.	K6

BTL (Bloom's Taxonomy Level) - K1 – Remembering, K2 – Understanding, K3- Applying, K4 – Analyse, K5- Evaluate and K6 - Create

Relationship Matrix – 26CM509													
Course Outcomes	**Programme Outcomes (POs)**						**Programme Specific Outcomes (PSOs)**						**Mean Score of Cos**
	PO1	**PO2**	**PO3**	**PO4**	**PO5**	**PO6**	**PSO1**	**PSO2**	**PSO3**	**PSO4**	**PSO5**	**PSO6**	
CO1	2	3	2	2	2	1	2	3	2	3	2	2	2.17
CO2	3	3	2	3	2	1	3	3	2	2	2	1	2.25
CO3	3	3	2	2	3	2	3	3	3	3	3	1	2.58
CO4	3	2	2	3	2	2	2	3	2	2	2	2	2.25
CO5	3	2	2	3	2	2	2	3	2	3	2	1	2.25
												Total	2.30

Mean Score: 3- High, 2- Medium/Moderate, 1-Low

FULLY HUMAN
Fully
Alive