

17BB212-COMPANY LAW

Objective: To understand basic concept of company law and its incorporation and explain the concepts of a Company Management – Directors, Meetings, Resolutions and Winding up.

Learning Outcomes:

By the end of the course it is expected that the student will be able to:

1. Compare different types of companies and the difference between a company and a partnership firm
2. Acquaint with the concepts of incorporation of a company, Promoter and Prospectus.
3. Hone the abilities to design MOA and AOA.
4. Understand the importance of directors, meetings and resolutions.
5. Acquire the knowledge of winding up of a company.

UNIT-I

- 10 Hrs

The Companies Act, 1956: Nature of Company – Definition of Company – Characteristics of Company – Kinds of Companies – Company Vs Partnership.

UNIT-II

- 10 Hrs

Incorporation of company: Certification of Incorporation – Promoter – Preliminary Contracts – Prospectus: Contents, Misstatements and their consequences - Shareholders of a Company

UNIT-III

- 10 Hrs

Memorandum of Association and Memorandum of Understanding: Contents of MOA and AOA – Alteration of MOA and AOA – Relation of MOA and AOA – Doctrine of ultra vires.

UNIT-IV

- 10 Hrs

Meetings and Resolutions: Appointment of Directors – Rights and Duties of Directors – Requisites of a valid meeting - Types of meetings – Kinds of resolutions.

UNIT-V

- 10 Hrs

Winding up of a Company: Meaning – Modes of Winding up – Power of Court – Consequences of Winding up.

Text Books:

1. N.D. Kapoor, Business Law, Sultan Chand and Sons, II Edition, New Delhi, 2005
2. G. K. Kapoor, Company Law, Sultan Chand and Sons, I Edition, New Delhi, 2005

Reference Books:

1. CA/ICWA material/books.
2. Mercantile Law, N.D. Kapoor, Sultan Chand and Sons.
3. Legal Aspects of Business, Akhileshwar Pathak, Tata Mc Graw Hill.