



# ARSD College, University of Delhi

## Model Course Handout/Lesson Plan

Course Name : B.Com.						
Semester	Course Code	Course Title	Lecture (L)	Tutorial (T)	Practical (P)	Credit (C)
II	BC: DSC-2.2	Company Law	3	1		4
Teacher/Instructor(s)		Dr. Renu Aggarwal				
Session		2022-23				

### Course Objective:

The course aims to develop and comprehend business and its processes in accordance with the provisions of the Companies Act, 2013 while analysing case laws.

### Course Learning Outcomes:

After completion of the course, learners will be able to:

1. understand the regulatory aspects and the broader procedural aspects involved in different types of companies covering the Companies Act, 2013 and Rules.
2. recognize the basic legal documents and their usage essential for formation of a company.
3. analyse the process and documents required for raising capital for the company.
4. understand the process of company meetings and corporate decision making.
5. know the framework of dividend distribution and develop understanding of the winding up process including Insolvency Resolution.

### Lesson Plan:

Unit No.	Learning Objective	Lecture No.	Topics to be covered
1.	<b>Introduction</b>	1	Meaning and characteristics of a company
		2	Lifting of corporate veil
		3	Overview of administration of Company Law
		4-7	Types of companies including private and public company, government company, foreign company, one person company, small company, associate company, dormant company and producer company
		8-9	Association not for profit; Illegal association.
2.	<b>Formation and Incorporation Documents</b>	10	Formation of company
		11	promoters, their legal position and pre incorporation contracts
		12	Online registration of a company
		13-14	Memorandum of Association and its alteration
		15-16	Articles of Association and its alteration
		17	Doctrine of constructive notice
		18	Doctrine of ultra vires and indoor management.
3.		19	

	<b>Share Capital</b>		Prospectus, Shelf and Red herring prospectus
		20-21	Misstatement in prospectus
		22	Book building
		23	Allotment and Forfeiture of share
		24	Sweat Equity, ESOPs, Bonus issue, and Further issue of Shares
		25	Buyback and provisions regarding buyback
		26-27	Transfer and transmission of shares; Demat system
4.	<b>Management and Meetings</b>	28	Directors: Legal position, Disqualifications, Director Identification Number (DIN)
		29-31	Classification of directors-Additional, Alternate and Casual directors, Women directors, Independent director, small shareholder's director; Appointment, Removal of directors; Powers and Duties
		32	Key managerial personnel (KMP)
		33-34	Board Meetings; Shareholders' meetings: AGM and EGM
		35-36	Convening and conduct of meetings: Requisites of a valid meeting; Resolutions; Postal ballot; e-voting.
5.	<b>Dividends, Audit and Winding up</b>	37-38	Provisions relating to payment of Dividend
		39-41	Company Audit – auditor's qualification and disqualifications, Auditor's appointment, rotation and removal
		42-43	Winding Up: Concept and Modes of Winding Up
		44-45	Provisions of winding up under Insolvency and Bankruptcy Code 2016

<b>Details of the Course</b>		
<b>Unit</b>	<b>Contents</b>	<b>Contact Hours</b>
1	<b>Introduction</b> Meaning and characteristics of a company; Lifting of corporate veil; Overview of administration of Company Law; Types of companies including private and public company, government company, foreign company, one person company, small company, associate company, dormant company and producer company; Association not for profit; Illegal association.	9
2	<b>Formation and Incorporation Documents</b> Formation of company, promoters, their legal position and pre incorporation contracts; Online registration of a company. Memorandum of Association and its alteration, Articles of Association and its alteration, Doctrine of constructive notice, Doctrine of ultra vires and indoor management.	9
3	<b>Share Capital</b> Prospectus, Shelf and Red herring prospectus, misstatement in prospectus; Book building. Allotment and Forfeiture of share, Sweat Equity, ESOPs, Bonus issue, and Further issue of shares, buyback and provisions regarding buyback; Transfer and transmission of shares; Demat system.	9
4	<b>Management and Meetings</b>	9

	Directors: Legal position, Disqualifications, Director Identification Number (DIN); Classification of directors-Additional, Alternate and Casual directors, Women directors, Independent director, small shareholder's director; Appointment, Removal of directors; Powers and Duties; Key managerial personnel (KMP); Board Meetings; Shareholders' meetings: AGM and EGM. Convening and conduct of meetings: Requisites of a valid meeting; Resolutions; Postal ballot; e-voting.	
5	<b>Dividends, Audit and Winding up</b> Provisions relating to payment of Dividend. Company Audit – auditor's qualification and disqualifications, Auditor's appointment, rotation and removal. Winding Up: Concept and Modes of Winding Up; Provisions of winding up under Insolvency and Bankruptcy Code 2016.	9
	<b>Total</b>	<b>45</b>

**Suggested Books:**

Sl. No.	Name of Authors/Books/Publishers	Year of Publication
1	Chadha R. & Chadha, S., <i>Company Law</i> , Scholar Tech Press, Delhi.	Latest
2	Kuchhal, M. C. and Kuchhal, A., <i>Company Law</i> , Mahavir Publications.	Latest
3	Kapoor, N. D. (2022). <i>Corporate Laws</i> . Sultan Chand.	Latest
4	Kumar, Anil, <i>Corporate Laws</i> , Taxmann Pvt Ltd, Delhi.	Latest
5	Maheshwari, S. N., Maheshwari, S. K. <i>Company Law</i> . Himalaya Publishing House Pvt. Ltd.	Latest
6	Sharma, J.P. <i>An Easy Approach to Corporate Laws</i> , Ane Books Pvt. Ltd., New Delhi.	Latest
<b>Mode of Evaluation:</b>		Internal Assessment, Continuous Assessment & End Semester Exam

**Evaluation Scheme:**

No.	Component	Duration	Marks
1.	<b>Internal Assessment</b>		30
	• Quiz		
	• Class Test		
	• Attendance		
2.	<b>End Semester Examination</b>	3 hr	90
	• Research cum Presentation		
	• Project Activity		
	• Group Discussion		
3.	<b>Continuous Assessment</b>		40
	• Research cum Presentation		
	• Project Activity		
	• Attendance		