



Shri Vile Parle Kelavani Mandal's

NARSEE MONJEE COLLEGE OF COMMERCE & ECONOMICS

NAAC Reaccredited "A" Grade, CGPA - 3.42



Program: B. Com (Economics)				Semester: IV	
Course: Corporate Laws Academic Year: 2023-24 Batch: 2022-2025				Code: NMUBCOME406	
Teaching Scheme				Evaluation Scheme	
Lecture	Practical	Tutorial	Credit	Internal Continuous Assessment (ICA) (weightage)	Term End Examinations (TEE) (weightage)
45	-	-	03	25	75
Internal Component Assessment (25 marks) break up					
		ICA 1 Class Test (Compulsory) 10		ICA 2 Assignment 1 15	
Learning Objectives:					
<div>1. To learn the fundamental principles of laws governing Business Organization and Consumer Rights.</div> <div>2. To understand the applicability of legal provisions through case laws.</div> <div>3. To learn the drafting skills.</div> <div>4. To explain the importance of current amendments and to provide current knowledge and developments in the legal arena.</div>					
Learning Outcomes:					
At the end of the course module, the students should be able to:					
<div>1. Appreciate the significance and the legal provisions regulating business and the application.</div> <div>2. Will understand and appreciate the practical relevance of various concepts of basic business laws to know legal knowhow for smooth functioning of business, to understand the legal aspects of various business dynamics.</div> <div>3. Understand and illustrate the basic concepts laws legislated for the business.</div> <div>4. Apply the knowledge of corporate laws in practice.</div> <div>5. Can file suit or defend upon matters related to commercial transactions.</div> <div>6. Apply principles of intellectual property rights in day to day transactions and to safeguard the interest in the business.</div> <div>7. Enhance his skills of legal communication.</div>					



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Pedagogy

The objective of the course is to encourage students to learn and to appreciate the use of various legal provisions enacted for the purpose of smooth running of the business and its winding up. Hence,

- 1) Short case studies and HC and SC cases would be either discussed in class or would be given to students as assignments for submission.
- 2) Pertaining to the topic covered, students would be given project/field work for better understanding of the topic. These will be of practical nature.
- 3) Use of powerpoint presentation, moot courts and classroom debate will be emphasized more.

Important Note:

Meaning of Basic concepts of laws, their need and applicability of laws to a person in daily life transactions should be taught.

How Stakeholders of the business would be benefited by using the legal provisions would be taught.

Moot courts should be planned for better understanding of the cases.

Detailed Syllabus: (per session plan)

Each lecture session would be of one hour duration (60sessions)

Module	Module Content	Module Wise Pedagogy Used	Module Wise Duration	Module Wise Reference Books
1	<u>Company Law 2013 Part I</u> 1.1 Meaning and nature of Company- definition, related Case laws. Role of Promoters, effects of pre incorporation contracts, Advantages disadvantages of company business, Kinds of Companies, Private Company and Public company, OPC, Non-profit Company, Holding and Subsidiary Company. Foreign Company and Producer Company.	Class room sessions	09	1) SS Gulshan 2) Avtar Singh 3) G.K. Kapoor 4) K.R Bulchandani



	<p>1.2 MOA, AOA concepts, Contents, Doctrine of Constructive Notice, Doctrine of Ultra Vires, Doctrine of Indoor Management related case laws. Drafting of MOA and AOA.</p> <p>1.3 Prospectus- contents, Golden rule, Misstatement in Prospectus, Types- Shelf Prospectus, Red Herring Prospectus, Deemed Prospectus.</p> <p>1.4 Private placement, ESOPs, buying back. Sweat Equity, Dividends (s.123,124,125,127) case laws</p>			
2	<p>Company Law 2013 Part II</p> <p>2.1 Membership, who can become member, modes of acquisition of membership. Cessation of membership. Rights and liabilities of members.</p> <p>2.1 Meetings</p> <p>2.2 Winding up of a company. - procedure. National Company law Tribunal – functions and powers.</p> <p>2.3 Directors- Qualification, disqualifications, types, appointment, removal, duties. Legal position of directors and case laws</p>	Class room sessions	09	<p>1) SS Gulshan</p> <p>2) Avtar Singh</p> <p>3) G.K. Kapoor</p> <p>4) K.R Bulchandani</p>
3	<p>3.1 Indian Partnership Act 1932</p> <p>Partnership- concept Essentials, True Test of Partnership, Partnership Deed, types of Partnerships, rights and duties of partners, distinguish between Partnership and HUF Drafting of Partnership Agreement. Family Business and its issues – partition and family settlement.</p> <p>3.2 Minors position in partnership Dissolutions – concept, Modes, Consequences of Dissolution</p> <p>3.3 LLP – (2021 Amendment) Part I</p>	Class room sessions	09	<p>1) SS Gulshan</p> <p>2) Avtar Singh</p> <p>3) ArshdeepSingh Veer,Mansi Barar</p> <p>4) KR Bulchandani</p>



	<p>Concept, Characteristics, Advantages, Disadvantages, Procedure for Incorporation.</p> <p>3.4 LLP - Part II</p> <p>Extent of LLP- Conversion of LLP, Mutual rights and duties of Partners, Winding up of LLP, Distinction between LLP and Partnership. Drafting of LLP agreement.</p>			
4	<p>4.1 Competition Law 2002 Objects, Concepts - Competition, Anti-Competitive agreements, What agreements cause adverse effect on Competition? What agreements do not cause an adverse effect on competition? Abuse of Dominant position, Competition Commission- powers duties and functions of the commission, inquiries, orders, appeals, penalties</p> <p>4.2 Combinations. Authorities under competition law, 2002</p> <p>4.3 Maharashtra Shops and Establishments Act 1948 :- Introduction and Definition, Applicability, Registration Procedure, Working Hours, Opening and Closing Time, Employment of Children, Young Person and Women, Other benefits of employment.</p> <p>4.4 IBC- Insolvency and Bankruptcy code of 2016- Introduction and concept and need.</p> <p>4.5 FEMA and FERA</p>	Class room sessions	09	KR. Bulchandani
5	5.1 Intellectual Property Rights- Introduction, objects, background of IPR in India.	Class room sessions with	09	K.r. Bulchandani B.L. Wadhera



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	<p>5.2 Laws relating to Patents rights in India- invention and discovery, meaning of manufacture, specification, Procedure for grant of patents, Publication of application, Opposition, rights of Patentees, Term of patent, Provisions for secrecy of certain inventions, Infringements and remedies Jurisdiction, Appeals.</p> <p>5.3 Laws relating to Copyrights in India: Introduction, Owner of Copyrights, work in which copyrights exist. Relinquishment of copyrights, License by owners, duration of copyrights, infringements and remedies</p> <p>5.4 Trade Marks: meaning of trade mark, Registration, kinds, duration, renewal, removal and restoration of trade mark, registration, certification and collective marks, infringement and remedies.</p> <p>Above IP rights with case laws.</p>	Applications in MS Excel.		
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Note: Lawyers and industries are looking for the students who know basic drafting of notices and know the business compliances, hence the basics of business laws should be taught in these sessions.

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Reference Books:

Title	Author(s)	Publisher
Company Law 2013 and practice	GK Kapoor, Sanjay Dhamija	9789387957626- Taxmann
Constitution of India	PM Bakshi	Lexis Nexis Gurgaon- ISBN 978-81-312-6237-5



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Business Law	MC Kuchhal & Vivek Kuchhal	Vikas Publishing House Ltd. ISBN- 978-93259-6396-2
Indian Competition Law	Versha Vahini	ISBN 978-935-143-7284 Mumbai paperback
IPR	BL Wadhera	9789350350300 - Universal Law Publishing Co Pvt Ltd.

Note: Latest edition of textbook may be used.

Paper pattern:

ICA

15 marks assignment

Internals: 10 marks

Q1. Fill in the blanks (3)- 3 marks

Q2. Answer the following (2 parts)- 4 marks each

Q3. Solve the following (1) – 3 marks

End Semester Exam

5Q of 15 marks each – one full length question 10 Marks and one case law of 5 marks. Having internal choice.