



Shri Vile Parle Kelavani Mandal'S

**NARSEE MONJEE COLLEGE OF COMMERCE & ECONOMICS**

NAAC Reaccredited "A" Grade, CGPA - 3.42



<b>Program: B. Com Honours</b>				<b>Semester: IV</b>							
<b>Course: Corporate Laws</b> (Corporate Law 2013 and Competition Law 2002)				<b>Code: NACLW254</b>							
<b>Academic Year: 2024-2025</b>											
<b>Teaching Scheme</b>				<b>Evaluation Scheme</b>							
<b>Lecture</b>	<b>Practical</b>	<b>Tutorial</b>	<b>Credit</b>	<b>Internal Continuous Assessment (ICA) (weightage)</b>	<b>Term End Examinations (TEE) (weightage)</b>						
30	-	-	02	20	30						
<b>Internal Component Assessment (25 marks) break up</b>											
		<table border="1"> <tr> <td style="text-align: center;"><b>ICA 1</b></td> <td style="text-align: center;"><b>ICA 2</b></td> </tr> <tr> <td style="text-align: center;"><b>Class Test (Compulsory)</b></td> <td style="text-align: center;"><b>Assignment 1</b></td> </tr> <tr> <td style="text-align: center;"><b>10</b></td> <td style="text-align: center;"><b>10</b></td> </tr> </table>		<b>ICA 1</b>	<b>ICA 2</b>	<b>Class Test (Compulsory)</b>	<b>Assignment 1</b>	<b>10</b>	<b>10</b>		
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<b>10</b>	<b>10</b>										
<b>Learning Objectives:</b>											
<ul style="list-style-type: none"> <li>To acquire knowledge of core legal principles, theories and institutions that underpin laws in Business environment.</li> <li>To develop legal research skills, the ability to interpret statutes governing businesses, analyze case laws and draft legal documents of business.</li> <li>To identify legal issues and remedies in administration of Business.</li> <li>To inculcate ethical values in running socially responsible business enterprise.</li> </ul>											
<b>Learning Outcomes:</b>											
At the end of the course module, the students should be able to:											
<ol style="list-style-type: none"> <li>Develop understanding of legal concepts: Students will be able to demonstrate a understanding of legal principles applicable to business transactions, enabling them to critically analyse legal documents, identify potential legal risks, and make informed decisions to safeguard business interests.(CLO1)</li> <li>Educate about importance of effective Contract Management: By studying commercial law, students will develop the skills necessary for contract negotiation, drafting, and interpretation, allowing them to create clear, legally binding agreements and effectively manage contractual relationships within a business context.(CLO 2)</li> <li>Applying understanding of legal concepts in effective management of legal challenges and remedies in business administration. (CLO 3)</li> <li>Build ethical and Legal Compliance culture: Graduates of the program will be equipped to navigate complex legal frameworks and ensure their organizations' ethical and legal compliance, thereby minimizing legal disputes and contributing to the responsible and lawful conduct of business activities. (CLO 4)</li> </ol>											

## 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.

- 1) Short case laws and case studies would be either discussed in class or would be given to students as assignment 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**, flow charts, quiz, legal puzzles 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, daily revision, hands on training would be planned for better understanding of the cases.

## Detailed Syllabus: (Per session plan)

**Each lecture session would be of one-hour duration (45 sessions)**

Module	Module Content	Module Wise Pedagogy Used	Module Wise Number of lectures	Module Wise Reference Books
I	<p><b>1.1 Companies Act 2013</b></p> <p>1.1.1 Meaning of Company</p> <p>1.1.2 Features of Company</p> <p>1.1.3 Separate Legal Status</p> <p>1.1.4 Advantages and Disadvantages of Formation of Company, Benefits of incorporation</p> <p>1.1.5 Lifting of Corporate Veil</p> <p>1.1.6 Types of Companies</p> <p>1.1.7 Role of Promoters</p> <p><b>1.2 MOA and AOA</b></p> <p>1.2.1 Contents of MOA</p> <p>1.2.2 Clauses of MOA</p> <p>1.2.3 Doctrine of Ultra-vires</p> <p>1.2.4 Doctrine of Indoor Management</p> <p>1.2.5 Drafting of MOA</p> <p>1.2.6 AOA and its contents</p> <p><b>1.3 Prospectus</b></p> <p>1.3.1 Meaning of Prospectus</p> <p>1.3.2 Contents of Prospectus</p> <p>1.3.3 Types of Prospectus, Types- Shelf Prospectus, Red Herring Prospectus, Deemed Prospectus</p>	Classroom sessions	18	<ol style="list-style-type: none"><li>1) SS Gulshan</li><li>2) Avtar Singh</li><li>3) G. K. Kapoor</li><li>4) K R Bulchandani</li></ol>

	1.3.4 Golden Rule 1.3.5 Misleading Prospectus 1.3.6 Private Placement, ESOPs, buying back. Sweat Equity, Dividends (s.123, 124, 125, 127) case laws, 1.3.7 Membership of A Company (Sections. 2, 88, 91, 94, 95 of Companies Act 2013) 1.3.8 Directors of Companies Appointments and Qualifications (Sections.2, 149-183, 196, 203-205) 1.3.9 Disqualification and Removal of Directors			
2	<b>2.1 Competition Act 2002</b> 2.1.1 Objects of the Law 2.1.2 Definitions 2.1.3 Agreements causing Adverse Effect on Competition 2.1.4 Abuse of dominant position 2.1.5 Combinations 2.1.6 Competition Commission 2.1.7 Powers and Functions of Commission 2.1.8 Inquiries, Orders and Appeals 2.1.9 Penalties	Classroom sessions	12	Guide to Competition Act by S M Dugar

**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.**

**Reference Books:**

Title	Author(s)	Publisher
Business Law	SS Gulshan	Excel Book New Delhi, ISBN 81-7446-482-4
Business Law	MC Kuchhal & Vivek Kuchhal	Vikas Publishing House Ltd. ISBN- 978-93259-6396-2
Legal Aspects of Business	Akhileshwar Pathak	McGraw Hill Education 7th Edition 2019
Guide to Competition Act	Sudhanshu Kumar S M Dugar	Lexis Nexis (8th Edition 2020)

**Note: Latest edition of text book may be used.**

**Paper pattern:**

**2Q of 15 marks each – One full length question 10 Marks and one case law of 5 marks. Having internal choice.**

**a) Details of Continuous Assessment (CA)**

40% of the total marks per course:

<b>Continuous Assessment</b>	<b>Details</b>	<b>Marks</b>
<b>Component 1 (CA-1)</b>	<b>Project/Assignments and Moot Courts</b>	<b>10 marks</b>
<b>Component 2 (CA-2)</b>	Internal Class Test 1	10 marks
	Internal Class Test 2	10 marks
	<b>AVERAGE of 2 Class Test</b>	<b>10 marks</b>

**b) Details of Semester End Examination**

60% of the total marks per course. Duration of examination will be two and half hours.

<b>Question Number</b>	<b>Description</b>	<b>Total Marks</b>
1	a) Full Length Question on Module I (10 Marks) b) Case Studies/Laws on Module I (05 Marks) OR a) Full Length Question on Module I (10 Marks) b) Case Studies/Laws on Module I (05 Marks)	15
2	a) Full Length Question on Module II (10 Marks) b) Case Studies/Laws on Module II (05 Marks) OR a) Full Length Question on Module II (10 Marks) b) Case Studies/Laws on Module II (05 Marks)	15
	<b>Total Marks</b>	<b>30</b>