

K L UNIVERSITY
DEPARTMENT OF COMMERCE
B.Com (Honours) (Accounting & Finance)
V - SEMESTER

Corporate and Allied Laws – I

Unit I: Company (Hours : 15)

Company - Definition - Kinds of companies -Features, Privileges of private companies - Conversion of private companies into public companies - Company law in India - Incorporation of a company - Procedure for incorporation - Certificate of incorporation – Promoter – Preliminary or pre – Incorporation contracts – Commencement of business – Memorandum of association – Article of association – Prospectus – Commencement of business – Doctrine of Indoor management.

Unit II: Share Capital (Hours : 12)

Share capital - Kinds of share capital - Alteration of capital –Voting rights – Shares – Types of shares-Application and allotment of shares –Share certificate-Share warrants- Transfer and transmission of shares –Debentures - Definition - kinds of debentures – Rights of debenture holder – Register of debenture and debenture holders.

Unit III: Members (Hours : 10)

Members – Shareholders – Register and index of member, rights and duties – Meeting and resolutions-Kinds of meeting –Statutory meeting –Annual General meeting – Extra ordinary meeting –Meetings of Directors –kinds of resolution –Minutes- Powers of NCLT

Unit IV: Management (Hours : 10)

Management of companies - Directors - Appointment, qualification, removal, powers and duties - Legal position - Managerial remuneration-Principles of majority rule -Prevention of oppression and mis-management.

Unit V: Winding up (Hours : 13)

Winding up – Meaning of winding up-Modes of winding up – winding up by the court – Powers of the court - consequences of winding up order – Procedure of winding up by the court – Contributory – Voluntary winding up – Winding up Subject to Supervision of Court – Consequences of Winding up. Companies incorporated outside India - Offences and Penalties

Text Book

1.N.D. Kapoor, Company Law and Secretarial Practice, Sultan Chand & Sons, 2006, 1st Edition, New Delhi.

Reference Books

1. Avtar Singh, Company Law, Eastern Publications, 2007, 15th Edition, New Delhi., Lucknow
2. Reddy Appannaiah, Company Law and Secretarial Practice, Himalaya Publishing House, 2010, 4th Edition, Mumbai.
3. P.P.S.Gogna, Company law, S.Chand & Co. Ltd. New Delhi, 2008.6th Edition, New Delhi.

