

## CORE COURSE – V

**Subject: ELEMENTS OF COMPANY LAW-II Course Code: 245**

**Total Credits: 03**

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Depth of the program – Fundamental Knowledge

### Objectives of the Program

1. To develop general awareness among the students about management of company
2. To have a comprehensive understanding about Key managerial Personnel of company and their role in Company administration.
3. To acquaint the students about E Governance and E Filing under the Companies Act, 2013.
4. To equip the students about the various meetings of Companies and their importance.
5. To make students capable of becoming good human resource of the corporate sector.

Unit No	Unit Title	Contents	Purpose Skills to be developed
1	Management of Company	<b>Management of Company:</b> 1. Board of Directors: Definition, Powers, Restrictions, Prohibition on Board. 2. Director: Meaning and Legal position of Directors,. Types of Directors, Related Party Transactions(Sec.188) 3. Appointment of Directors, Qualifications and Disqualifications, Powers, Duties, Liabilities of Directors, Loans to Directors, Remuneration of Directors	To Equip the students with procedure and practices

2	<b>Key Managerial Personnel (KMP)</b>	<b>Key Managerial Personnel (KMP) (U/S 203)</b> 1. Meaning, Definition and Appointments of Managing Director, Whole Time Director, Manager, CS 2. Company Secretary (CS)- Term of office/ Tenure of appointment, Role of Company secretary 3. Distinction between Managing Director, Manager and Whole Time Director - Role (Powers, Functions of above KMP) 4. Corporate Social Responsibility (CSR) [U/S 135] – Concept who is Accountable, CSR Committee, Activities under CSR,	To have Comprehensive understanding about the Key Managerial Persons and CSR
3.	<b>Company Meetings</b>	<b>Company Meetings:</b> 1. Board Meeting – Meaning and Kinds 2. Conduct of Meetings - Formalities of valid meeting [Provisions regarding agenda, notice, quorum, proxies, voting, resolutions (procedure and kinds) minutes, filing of resolutions, Virtual Meeting] 3. Meeting of Share Holders General Body Meetings, Types of Meetings A. Annual General Meeting (AGM), (Ss.96 to 99) B. Extraordinary General Meeting (EOGM).(Sec.100) 4. Provisions regarding convening, constitution, conducting of General Meetings contained in Ss.101 to 114	To acquaint students about
4.	<b>E Governance and Winding up Company</b>	<b>E Governance and Winding up of a Company</b> 1. E Governance –meaning, Importance of E Governance 2. E Filing – Basic concept of MCA, E Filing 3. Winding –up: Meaning of winding-up, Dissolution of company, Conceptual understanding of winding-up by the Tribunal, 4. Compulsory winding-up, Members’ voluntary winding-up, Creditors’ voluntary winding-up	To be able to appreciate the emerging E Governance and E- filing under the Companies Act, 2013. Learn the winding up of company.

[Note: Recent amendments in the Acts and relevant Landmark cases decided by courts are expected to be studied]

#### Teaching Methodology

Topic No.	Total Lectures	Innovative methods to be used	Film shows and AV Applications	Project	Expected Outcome

1	12	Document , PPT, Narration, , Survey Analysis, Article review	You Tube about Company Management	Report, Review on management of company	To Acquaint knowledge and maturity to understand Company management.
2	12	Project making, , jingles, slogan , Quiz Competition, , Interview with Company secretary	Use of You tube, Review of Movie	Article review on new Emerging issues in CSR of company	To Acquaint with knowledge and role of key managerial person of the Companies and Rules about CSR.
3	12	Street play, Case study, Poster making, Mock AGM.	Case Analysis, valid meetings	Recent Laws and salient features of meetings of company.	To get training in to various types of meeting and procedure.
4	12	Group Discussion, Assignments on e-governance and e-filing, Interview of lawyer	Film on E-governance procedure and case study of winding up	Project on winding – up of company and E-governance	To enhance skills and knowledge about the E- governance of the company and winding-up of the company

#### Methods of Evaluations

Subject	Internal Evaluation	External Evaluation	Suggested Add on Course
Unit – I	Continuous Evaluation,	Written Exam	Seminar on legal aspects on starting Business

Unit – II	Continuous Evaluation	Written Exam	Awareness program
Unit – III	Continuous Evaluation,	Written Exam	Visit to IPR Websites
Unit – IV	Continuous Evaluation,	Written Exam	Awareness program

1	12	PowerPoint Presentations, YouTube Videos	Films how to motivate staff and various theories of motivation available on various digital platforms.	Poster Presentation on motivation theories.	Students will get an idea about the basic motivational tools used in the field of management.
2	12	PowerPoint Presentations, YouTube Videos	Documentaries and movies on leadership. Videos of great leaders in the field of trade and commerce available on various digital platforms.	Student group activities which involve leadership skills and qualities.	Students will get an idea about how leadership influences organizational success.
3	12	PowerPoint Presentations, YouTube Videos	Documentaries and movies on coordination and control available on various digital platforms.	Poster Presentation on coordination and control	Students will understand the significance of coordination and control in modern business management.
4	12	PowerPoint Presentations, YouTube Videos	documentaries and movies emerging trends in management available on various	Projects on various emerging trends in management	Students will come across various emerging trends in management.

**References :-**

<b>Sr. No.</b>	<b>Title of the Book</b>	<b>Author/s</b>	<b>Publication</b>	<b>Place</b>
1.	The Companies Act with Rules	Taxmann	Tan Prints (India) Pvt. Ltd. Jhajjar	Chandigarh
2.	The Companies Act, 2013	Bharat	Bharat Law House Pvt. Ltd.	Delhi
3.	Company Law-A Comprehensive Text Book on Companies Act 2013	Dr. G.K. Kapoor & Dr. Sanjay Dhamija	Taxmann Publications Pvt. Ltd	Delhi
4.	Company Law	Dr S R Meyani	Asia Law House	Mumbai
5.	Company Kaydyachi Olakha	K Shriram	Aarti & Co.	Mumbai
6.	Guide to Memorandum, Articles & Incorporation of Companies	Bhandari	Lexis Nexis	Mumbai
7.	Elements of Company Law	Arun Gaikawad Devendra Bhawari	Bibha	Pune
8.	Elements of Company Law	Prakash N. Chaudhary	Nirali Prakashan	Pune
9.	E-Commerce : Legal Compliance	Pratima Narayan	Eastern Book Company	Mumbai

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