

# GUJARAT TECHNOLOGICAL UNIVERSITY

## INTEGRATED MASTER OF BUSINESS ADMINISTRATION

**Year – 3 (Semester –6) (W.E.F. Academic Year 2017-18)**

**Subject Name: Corporate Laws (CL)**

**Subject Code: 2567103**

### **1. Learning Outcomes:**

At the end of semester students would be able to

- (a) Understand overall legal framework within which legal framework aspects relating to business activities are carried out.
- (b) Acquire knowledge with respect to rules and regulations affecting various managerial functions.

**2. Course Duration:** The course duration is of **40 sessions of 60 minutes** each.

### **3. Course Contents:**

<b>Module No.</b>	<b>Contents</b>	<b>No. of Sessions</b>	<b>Marks (out of 70)</b>
<b>I</b>	<b>Companies Act, 2013</b> – rules, regulations prescribed there under with special reference to: Introduction, Incorporation, Share capital, Share transfer, Prospectus, Dividends, Accounts, Debentures, Charge <ul style="list-style-type: none"><li>• Company: Definition, Kinds of companies, Incorporation of companies, Memorandum of Association- various clauses and its alteration, Articles of Association-with alteration of it.</li><li>• Share capital:kinds, Share certificates, Transfer of shares , Dematerialized Shares</li><li>• Prospectus- Contents, Shelf prospectus, process for IPO</li><li>• Basic concepts of dividends, Audit, Accounts, Debentures; kinds of debenture, fixed and floating charges</li></ul>	10	17

II	<p><b>Directors, Meetings, Winding up, Statutory bodies, CSR, Reconstruction</b></p> <ul style="list-style-type: none"> <li>• Directors: appointment, qualification, Vacation of office, removal, Powers and duties of directors, Types of directors</li> <li>• Meetings: Board meetings, Annual General Meeting and Extraordinary General Meeting with over view to related Secretarial standards</li> <li>• Winding up: Types of winding up and procedure</li> <li>• Overview of Corporate Social Responsibility (CSR)</li> <li>• Reconstruction, Amalgamation, Mergers and Acquisition(Takeover Code)</li> </ul>	10	18
III	<p><b>Laws Related to Banking , Competition Act 2002</b></p> <ul style="list-style-type: none"> <li>• Demand Deposits , Term Deposits , Hybrid Deposits or Flexi Deposits Or Multi Option Deposit Scheme (MODS) , Special Schemes for Non-Resident Indians (NRIs) ,‘Know Your Customer’ (KYC) Guidelines of the RBI, Types of cheque, crossing of cheque</li> <li>• Loans and advances: cash credit, Overdraft, Bills finance, term loans , letter of credit</li> <li>• Competition Commission of India,</li> <li>• Prohibition of certain agreements, Abuse of dominant position , Regulation of combination , Anti-competitive agreement</li> </ul>	10	17
IV	<p><b>SEBI laws and Regulations, Industrial Disputes Act, 1947</b></p> <ul style="list-style-type: none"> <li>• SEBI –Introduction, Powers And Functions,</li> <li>• Conditions for Initial Public Offer and Further Public Offer, Pricing: Differential pricing, Price and Price band and process for IPO</li> <li>• Overview of Indian Depository Receipts and Global Depository Receipts</li> <li>• Insider trading</li> <li>• Industrial Disputes Act: scope, object, Strike and lockouts; Lay off, Retrenchment, and closure</li> </ul>	10	18
V	<p><b>Practical:</b> Studying the entire process of IPO of any company in last financial year</p> <p>(1) Preparing a report for taking project finance</p> <p>(2) Case study of notified cases under Money Laundering Act, 2002</p> <p><b>Visits:</b> (1) <b>Company court, SEBI, Stock exchanges</b></p>	---	30 Marks of CEC

#### 4. Teaching Methods:

The course will use the following pedagogical tools:

- (a) Case discussion and presentation
- (b) Role play
- (c) Audio-Video Material (b)

#### 5. Evaluation:

The evaluation of participants will be on continuous basis comprising of the following Elements:

<b>A</b>	Continuous Evaluation Component comprising of Class test, Assignment, Presentation, Class participation	(Internal Assessment- 50 Marks)
<b>B</b>	Mid-Semester examination	(Internal Assessment-30 Marks)
<b>C</b>	End –Semester Examination	(External Assessment-70 Marks)

#### 6. Text / Reference Books:

<b>Sr. No.</b>	<b>Author</b>	<b>Name of the Book</b>	<b>Publisher</b>	<b>Year of Publication</b>
1	N D Kapoor	Elements of Mercantile Law	Sultan Chand & Sons	Latest
2	Avatar Singh	Company Law	Eastern Book Company	Latest
3	VershaVahini	Indian Competition Law	Lexis Nexis	Latest
4	Ramaiya	Guide to the Company's Act	Lexis Nexis	Latest
5	S N Mishra	Labour & Industrial Laws	Central Law Publisher	Latest

Note: Wherever the standard books are not available for the topic appropriate print and online resources, journals and books published by different authors may be prescribed.