

DEPARTMENT OF COMMERCE				CLASS: II B.Com (General, PA, B&I,CM)				
Sem	Course Type	Course Code	Course Title	Credits	Contact Hours/week	CIA	Ext	Total
III	Major Core - 9	20U3KMC9	Company Law & Practice	4	5	25	75	100

Nature of Course			
Knowledge and Skill oriented	✓	Employability oriented	
		Entrepreneurship oriented	

Course Objectives
<ul style="list-style-type: none"> To acquire knowledge on the procedural aspects of Companies Act, 2013 To gain comprehensive knowledge in company law since formation to winding up of the company as per the Companies Act, 2013 To get familiarized with regulatory frame work on issues of shares and debentures To gain working knowledge on conduct of various kinds of meetings under the Act To understand the role of Key Managerial Personnel and directors of company under Companies Act,2013

Unit	Course Contents	Hours	K level	CLO
I	Formation of Company Company – Definition – Essential characteristics – Lifting up of Corporate veil - Kinds of Companies -Formation of a company – Promotion – Promoters – Functions - Incorporation – Commencement of Business - Memorandum of Association – Clauses and Alterations - Articles of Association – Contents – Prospectus – Contents – Mis-Statement of Prospectus.	15	Up to K2	CLO 1
II	Shares and Share Capital Meaning – Nature – Kinds of Shares –Preference shares – Equity shares – Sweat equity shares – Stock Vs Share – Share Capital – Classifications (Authorised, Issued, Subscribed, Called up and Paid-up Capital) – Share Certificate –Dematerialisation of Shares - Transfer of Shares – Transmission of Shares – Lien on Shares - Debentures - Legal provisions governing Shares and Debentures.	15	Up to K3	CLO 2
III	Company Meetings and Proceedings Kinds – Annual General Meeting - Extraordinary general meeting - Class meeting – Board Meeting-Procedures and Requisites of a valid meeting – Notice – Agenda – Quorum –Minutes- Resolution – Types .	15	Up to K3	CLO 3
IV	Managerial Personnel and Directors Managerial Personnel – Meaning – Key Managerial Personnel (KMP) – Directors – Meaning – Classification – Appointment of Directors – Removal of Directors – Power and Duties Committees – Audit committee – Stake holder committee – Corporate Social Responsibility (CSR) committee – Concept of Corporate Governance.	15	Up to K4	CLO 4

V	Winding up Meaning – Modes of Winding up – Winding up by National Company Law Tribunal (NCLT) – Company Liquidator – Official Liquidator - Duties and Powers of Liquidators – Voluntary Winding up – Members Voluntary winding up – Creditors Voluntary Winding up.	15	Up to K3	CLO 5
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Book for Study

Kapoor N.D., *Elements of Company Law*, Sultan Chand & Co., New Delhi. Ashok and Bagrail, Company Law, New Delhi, S.Chand & Co.2010.

Books for Reference

1. S.N. Maheswari & S.K. Maheswari, *A Manual of Business Laws*, Himalaya Publishing House, Mumbai.
2. V. Balachandran & M. Govindarajan, *A Students Handbook on Company Law and Practice*, Vijay Nicole Imprints Private Limited, Chennai.
3. J.Shanthi, *Company Law*, Margham Publications, Chennai.

Web Resources

1. <https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf>
2. <https://byjus.com/commerce/steps-in-formation-of-a-company/>
3. <https://www.economicdiscussion.net/company/company-formation/company-formation-in-india/32479>
4. <https://www.investopedia.com/terms/s/sharecapital.asp#:~:text=A%20company's%20share%20capital%20is, capital%20on%20its%20balance%20sheet.>
5. https://www.tutorialspoint.com/business_law/business_law_company_meetings.htm#:~:text=M eetings%20are%20a%20crucial%20part, meetings%20held%20by%20a%20company.
6. <https://www.toppr.com/guides/business-law-cs/elements-of-company-law-ii/key-managerial-personnel/>
7. <https://www.investopedia.com/terms/w/windingup.asp#:~:text=Winding%20up%20is%20the%20process, assets%20to%20partners%20or%20shareholders.>

Pedagogy: Chalk & Talk, Assignments, PPT, Case Lets

Rationale for Nature of the Course: Can Assist the professionals and corporate office by company law provisions

Activities to be given:

1. Preparing Legal forms for Incorporation and commencement of business
2. Mini Project on Preparation of MOA and AOA for a model company
3. Preparing the students to appear professional courses by giving Advanced Exercise and cases on company issues and challenges

Name of the Course Designer: Dr. K. Hema Malini, Assistant Professor

LESSON PLAN

Unit	Course Contents	Hrs	Mode of Teaching
I	Formation of Company Definition of company, Essential characteristics, Lifting up of Corporate veil, Kinds of Companies - Formation of a company, Promoters, Functions, Incorporation, Commencement of Business	7	Chalk and Talk PPT, Case Study, Quiz
	Memorandum of Association, Clauses and Alterations, Articles of Association - Contents of Prospectus, Mis-Statement of Prospectus	8	
II	Shares and Share Capital Meaning, Nature, Kinds of Shares, Preference shares, Equity shares	5	Chalk and Talk PPT, Case Study, Quiz
	Sweat equity shares, Stock Vs Share, Share Capital, Classifications, Authorised, Issued, Subscribed, Called up and Paid-up Capital	5	
	Share Certificate, Dematerialisation of Shares, Transfer of Shares, Transmission of Shares, Lien on Shares - Debentures, Legal provisions governing Shares and Debentures.	5	
III	Company Meetings and Proceedings Kinds , Annual General Meeting , Extraordinary general meeting - Class meeting, Board Meeting	7	Chalk and Talk PPT, Case Study, Quiz
	Procedures and Requisites of a valid meeting – Notice, Agenda, Quorum, Minutes, Resolution, Types	8	
IV	Managerial Personnel and Directors Managerial Personnel, Meaning, Key Managerial Personnel (KMP)	4	Chalk and Talk PPT, Case Study, Quiz
	Directors, Meaning, Classification, Appointment of Directors, Removal of Directors, Power and Duties	6	
	Committees, Audit committee, Stake holder committee, Corporate Social Responsibility (CSR) committee, Concept of Corporate Governance.	5	
V	Winding up Meaning, Modes of Winding up, Winding up by National Company Law Tribunal (NCLT)	5	Chalk and Talk PPT, Case Study, Quiz Assignment
	Company Liquidator, Official Liquidator, Duties and Powers of Liquidators	5	
	Voluntary Winding up, Members Voluntary winding up, Creditors Voluntary Winding up.	5	

*Staff name will be allotted according to work load allotment at the beginning of every Academic Year

Course Learning Outcomes:

CLOs	On completion of the course, the students should be able to	K- Level
CLO 1	Discus the basic concepts of Companies Act,2013.	Up to K2
CLO 2	Identify the regulatory framework of issue of shares and debentures	Up to K3
CLO 3	Organize different types of meeting under Companies Act, 2013	Up to K3
CLO 4	Examine the role of Key Managerial Personnel and Directors under Companies Act, 2013	Up to K4
CLO 5	Identify appropriate modes for Winding up of Companies	Up to K3

Mapping of Course Learning Outcomes (CLOs) with Programme Outcomes (POs)

(CLOs)	Programme Outcomes (with Graduate Attributes)					
	PO 1 (Knowledge Base)	PO 2 (Problem Analysis & Investigation)	PO 3 (Communication Skills & Design)	PO 4 (Individual and Team Work)	PO 5 (Professionalism, Ethics and equity)	PO 6 (Life Long Learning)
CLO 1	3	2	2	2	3	3
CLO 2	3	2	2	2	3	3
CLO 3	3	2	2	3	3	3
CLO 4	3	2	2	2	3	3
CLO 5	3	2	2	2	3	3

3- Advance Application 2- Intermediate Level 1- Basic Level

Mapping of Course Learning Outcomes (CLOs) with Programme Specific Outcomes (PSOs)

(CLOs)	Programme Specific Outcomes (with Graduate Attributes)					
	PSO 1 (Knowledge Base)	PSO 2 (Problem Analysis & Investigation)	PSO 3 (Communication Skills & Design)	PSO 4 (Individual and Team Work)	PSO 5 (Professionalism, Ethics and equity)	PSO 6 (Life Long Learning)
CLO 1	3	2	2	2	3	3
CLO 2	3	2	2	2	3	3
CLO 3	3	2	2	3	3	3
CLO 4	3	2	2	2	3	3
CLO 5	3	2	2	2	3	3

3- Advance Application 2- Intermediate Level 1- Basic Level

Formative Examination- Blue Print

Articulation Mapping – K Levels with Course Learning Outcomes (CLOs)

CIA	CLOs	K- Level	Section A MCQ	Section B Short Answers	Section C (Either/Or Choice)	Section D (Open Choice)
I	CLO 1	Up to K2	2 (K1& K2)	1 (K1)	2 (K2&K2)	2(K2 & K2)
	CLO 2	Up to K3	2 (K1& K2)	2 (K2)	2 (K2&K2)	1(K3)
II	CLO 3	Up to K3	2 (K1& K2)	2 (K2)	2 (K2&K2)	1(K3)
	CLO 4	Up to K4	2 (K1& K2)	1 (K2)	2 (K3&K3)	2(K4 & K4)
No. of Questions to be asked			4	3	4	3
No. of Questions to be answered			4	3	2	2
Marks for each question			1	2	5	10
Total Marks for each section			4	6	10	20

Distribution of Marks with K Level for CIA I & CIA II

CIA	K Levels	Section A (Multiple Choice Questions)	Section B (Short Answer Questions)	Section C (Either/Or Choice)	Section D (Open Choice)	Total Marks	% of (Marks without choice)	Consolidated
I	K1	2	2	-	--	4	6.67	67%
	K2	2	4	10	20	36	60.0	
	K3	-	-	10	10	20	33.33	33%
	Marks	4	6	20	30	60	100	100%
II	K1	2	-	-	--	2	3.34	34%
	K2	2	6	10	--	18	30.00	
	K3	-	-	10	10	20	33.33	33%
	K4	-	-	-	20	20	33.33	33%
	Marks	4	6	20	30	60	100	100%

CLO5 will be allotted for individual Assignment which carries five marks as part of CIA component.

Summative Examination -Blue Print

Articulation Mapping – K Levels with Course Learning Outcomes (CLOs)

Units	CLOs	K- Level	Section A (MCQs)	Section B (Short Answers)	Section C (Either/Or Choice)	Section D (Open Choice)
1	CLO 1	Up to K2	2 (K1&K2)	1 (K1)	2 (K1&K1)	1(K2)
2	CLO 2	Up to K3	2 (K1&K2)	1 (K1)	2 (K2&K2)	1(K3)
3	CLO 3	Up to K3	2 (K1&K2)	1 (K2)	2 (K3&K3)	1(K3)
4	CLO 4	Up to K4	2 (K1&K2)	1 (K2)	2 (K4&K4)	1(K4)
5	CLO 5	Up to K3	2 (K1&K2)	1 (K2)	2 (K3&K3)	1(K3)
No. of Questions to be asked			10	5	10	5
No. of Questions to be answered			10	5	5	3
Marks for each question			1	2	5	10
Total Marks for each Section			10	10	25	30

Distribution of Marks with K Level for Summative Examination

K Levels	Section A (MCQs)	Section B (Short Answers)	Section C (Either/Or Choice)	Section D (Open Choice)	Total Marks	% of (Marks without choice)	Consolidated
K1	5	4	10	-	19	15.83	42%
K2	5	6	10	10	31	25.83	
K3	-	-	20	30	50	41.67	42%
K4	-	-	10	10	20	16.67	16%
Total	10	10	50	50	120	100	100%

NB: Higher level of performance of the students is to be assessed by attempting higher level of K levels.