

S. No.	Course Code	Course Name	Course Type	Cd	L	T	P	Marks		
								Sessional	Final Exam	Total
1	BBALLB-507(E) (BL1)	Introduction to Corporate Governance	Core	4	4	0	0	30	70	100

Course Outcomes

At the end of the course the student will be able to: -	
CO1	Discuss the purpose and the limits of corporate governance.
CO2	Analyse the primary roles of various groups tasked with responsibilities for corporate governance.
CO3	Compare the responsibilities of companies to different stakeholder groups.
CO4	Examine regulatory systems guiding approaches to corporate governance.
CO5	Evaluate corporate governance practices and regulatory schemes.

Detailed Syllabus**Unit-I: Conceptual Framework for Corporate Governance**

- 1.1 Definition of Corporate Governance
- 1.2 Theories of Corporate Governance
- 1.3 Principles/Four Pillars of Corporate Governance, Models of Corporate Governance
- 1.4 Corporate Governance Codes and Standards
- 1.5 Sarbanes – Oxley Act 2002, OECD Principles on Corporate Governance, Cadbury Report (UK), Greenbury Report (UK), Hampel Report (UK), 1998

(08 Hrs)**Unit-II: Directors and Board Committees Role in Effective Corporate Governance**

- 2.1 Type of Directors
- 2.2 Board of Directors - Role, Composition, Rights, Duties and Responsibilities of Directors
- 2.3 Definition of Board Committees
- 2.4 Functions of Board Committees
- 2.5 Mandatory and Non-Mandatory Board Committees under the Companies Act, 2013

(10 Hrs)**Unit-III: Share Holders and Auditors Role in Corporate Governance**

- 3.1 Definition, Advantages and Disadvantages of Share Holder Activism and Its Current Position in India
- 3.2 Important changes introduced by the Companies Act, 2013
- 3.3 Role of Auditor in Corporate Governance
- 3.4 Need and importance of Auditor's report
- 3.5 Types of Auditors Report and Types of Liabilities of Auditor under the Companies Act, 2013

(08 Hrs)**Unit-IV: Corporate Governance and Its Legal Framework in India**

- 4.1 Important Provisions of the Companies Act, 2013
- 4.2 Securities (Contracts and Regulations) Act, 1956 (SCRA)
- 4.3 Depositories Act, 1996 and Securities and Exchange Board of India Act, 1992(Clause 49 of Listing Agreement),
- 4.4 Banking Regulation Act, 1949
- 4.5 Corporate Social Responsibility

(10 Hrs)**Unit-V: Corporate Governance: Issues and Recent Developments**

- 5.1 Role of an Independent Director
- 5.2 Conflict of Promoters and Management
- 5.3 Insider Trading, Whistle-blowing
- 5.4 Minority Share Holder Protection and Class Action Suits
- 5.5 Electronic – Governance and Corporate Governance Corporate Governance and Management

(12 Hrs)

Textbooks

S. No.	Name of the Books	Name of the Author	Publisher Name	Edition (Pub. Yr.)
1	The Essential Book of Corporate Governance	G.N. Bajpai	Sage Publications India Pvt. Ltd.	1 st (2016)
2	Corporate Governance in India	Subhash Chandra Das	Prentice Hall Of India	5 th (2021)

Reference Books

S. No.	Name of the Books	Name of the Author	Publisher Name	Edition (Pub. Yr.)
1	Company Law and Practice	G.K. Kapoor, Sanjay Dhamija	Taxmann	27 th (2024)
2	Corporate Governance: The Indian Scenario	Vasudha Joshi	Cambridge University Press	1 st (2004)

Statutory References

S. No.	Name of the Books	Publisher Name	Edition (Pub. Yr.)
1	Company Law Manual	Taxmann	22 nd (2024)