



Model Institute of Engineering  
& Technology (Autonomous)  
Course Handout

Kot, Bhalwal, Jammu

## COURSE HANDOUT

COMPANY LAW (BBALLB-503)

BBALLB-5<sup>TH</sup> SEMESTER

ACADEMIC YEAR (2024-25)

**Dr. Rohini Sharma**

Assistant Professor

School of Law



School of Law

Model Institute of Engineering & Technology (Autonomous)

Kot-Bhalwal, Jammu - 181122

[www.mietjmu.in](http://www.mietjmu.in)



Dr. Arun K. Gupta Teaching-Learning Centre

Version 1.1

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Course Code	Course Name	Course Type	Cd	L	T	P	Marks		
							Sessional	Final Exam	Total
BBALLB-503	Company Law	Generic Core	4	4	0	0	30	70	100

### COURSE OUTCOMES

At the end of the course the student will be able to:

CO1	Analyze the evolution, characteristics, and different forms of business organizations.
CO2	Evaluate the legal procedures for incorporating a company.
CO3	Apply knowledge of corporate financing mechanisms by examining the roles and regulations surrounding prospectuses, shares and debentures.
CO4	Analyze the structure and functions of corporate governance.
CO5	Describe the legal implications of corporate liquidation, mergers and acquisitions.

#### Unit-I Introduction and Concept

- 1.1 Company- Concept and Historical development
- 1.2 Company and Other Forms of Business Organisations
- 1.3 Concept of Corporate Personality and Lifting of Corporate Veil
- 1.4 Nature and Characteristics of Company
- 1.5 Different Kinds of Company

(08 Hours)

#### Unit-II Incorporation and formation of Company

- 2.1 Procedure of incorporation
- 2.2 Certificate of incorporation
- 2.3 Memorandum of Association
- 2.4 Articles of Association
- 2.5 Doctrines of Indoor Management, Ultra-vires and Constructive Notice

(12Hours)

#### Unit-III Corporate Financing

- 3.1 Prospectus and Statement in lieu of Prospectus
- 3.2 Shares and Share capital
- 3.3 Debenture and Debenture bond
- 3.4 Inter-Corporate loans
- 3.5 Role of Court to protect interests of creditors and shareholders, class action suits, Derivative actions

(08 Hours)

#### Unit- IV Corporate Governance

- 4.1 Company meetings and procedure
- 4.2 Powers, Duties and Kinds of Director
- 4.3 Prevention of oppression and mis-management
- 4.4 Investor protection and insider trading
- 4.5 Corporate fraud

(12 Hours)

#### Unit-V Corporate Social Responsibility and Corporate liquidation

- 5.1 Evolution of Corporate Social Responsibility
- 5.2 Corporate Criminal Liability
- 5.3 Corporate Environmental Liability
- 5.4 Different types of winding up of company





5.5 Role of NCLT in winding up of Company

(8 Hours)

**Textbooks**

S.No	Name of the Books	Name of the Author	Publisher Name	Edition (Pub.Yr.)
1	Company Law	Avtar Singh	Eastern Book	17 <sup>th</sup> (2024)
2	Guide to the Companies Act	A Ramaiya	Lexis Nexis	19 <sup>th</sup> (2020)
3	Company Law & Practice	Dr. G.K. Kapoor Dr. Sanjay Dhamija	Taxmann	27 <sup>th</sup> (2024)

**Reference Books**

S.No	Name of the Books	Name of the Author	Publisher Name	Edition (Pub.Yr.)
1	Gower Principles of Modern Company Law	Paul Davies, Sarah Worthington Christopher Hare	Sweet & Max Well	11 <sup>th</sup> (2023)
2	Palmer's Company Law	Professor Geoffrey Morse	Cambridge University Press	9 <sup>th</sup> (2021)
3	Companies Act, 2013- Bare Act	Bare Act	Eastern Book Company	13 <sup>th</sup> (2024)

**COURSE PLAN**

**Unit-I Introduction and Concept**

S.No	Topics	Recommended Books
1	Company- Concept and Historical development	Book 3, Ch.1 & 2
2	Company and Other Forms of Business Organisations	<a href="https://ncert.nic.in/textbook/pdf/kebs102.pdf">https://ncert.nic.in/textbook/pdf/kebs102.pdf</a> <a href="https://egyankosh.ac.in/bitstream/123456789/56841/3/Unit-2.pdf">https://egyankosh.ac.in/bitstream/123456789/56841/3/Unit-2.pdf</a>
3	Concept of Corporate Personality and Lifting of Corporate Veil	Book 3, Ch.2
4	Nature and Characteristics of Company	Book 3, Ch.2 & 3
5	Different Kinds of Company	Book 3, Ch.3
<b>Unit-II Incorporation and Formation of Company</b>		
6	Procedure of incorporation	Book 3, Ch.4
7	Certificate of incorporation	Book 3, Ch.4
8	Memorandum of Association	Book 1, Ch.3
9	Articles of Association	Book 1, Ch.4
10	Doctrines of indoor management, ultra-vires and constructive notice	Book 3, Ch.6
<b>Unit-III Corporate Financing</b>		
11	Prospectus and Statement in lieu of prospectus	Book 1, Ch.5
12	Shares and Share capital	Book 3, Ch.9
13	Debenture and Debenture bond	Book 3, Ch.12
14	Inter-corporate loans	<a href="https://www.icsi.edu/media/webmodules/publications/Lesson%2016">https://www.icsi.edu/media/webmodules/publications/Lesson%2016</a>



		<a href="#">%20(ACLP).pdf</a>
15	Role of Court to protect interests of creditors and shareholders, class action suits, Derivative Actions	<a href="https://jlrs.com/wp-content/uploads/2024/03/75.-Nandini-Jain.pdf">https://jlrs.com/wp-content/uploads/2024/03/75.-Nandini-Jain.pdf</a> <a href="https://www.legalserviceindia.com/legal/article-7328-shareholder-derivative-action.html#google_vignette">https://www.legalserviceindia.com/legal/article-7328-shareholder-derivative-action.html#google_vignette</a>
<b>Unit-IV Corporate Governance</b>		
16	Company meetings and procedure	Book 3, Ch.16, 17 & 18
17	Power, duties and kinds of director	Book 1, Ch.10
18	Prevention of oppression and mismanagement	Book 3, Ch.22
19	Investor protection and insider trading	<a href="https://rajdhnicollege.ac.in/admin/ckeditor/ckfinder/userfiles/files/Concept%20of%20Insider%20Trading.pdf">https://rajdhnicollege.ac.in/admin/ckeditor/ckfinder/userfiles/files/Concept%20of%20Insider%20Trading.pdf</a>
20	Corporate Fraud	<a href="http://docs.manupatra.in/newsline/articles/Upload/1D2B5971-22D4-4345-8B20-24BD9F9ACF77.Menon.51-62.pdf">http://docs.manupatra.in/newsline/articles/Upload/1D2B5971-22D4-4345-8B20-24BD9F9ACF77.Menon.51-62.pdf</a>
<b>Unit-V Corporate Social Responsibility and Corporate Liquidation</b>		
21	Evolution of Corporate Social Responsibility	<a href="https://scholar.smu.edu/cgi/viewcontent.cgi?article=1317&amp;context=til">https://scholar.smu.edu/cgi/viewcontent.cgi?article=1317&amp;context=til</a> <a href="https://ijcrt.org/papers/IJCRT2012052.pdf">https://ijcrt.org/papers/IJCRT2012052.pdf</a> <a href="https://www.chitkara.edu.in/global-week/faculty-data/cbs/Shuchi-Dawra/RP-KKC-2.pdf">https://www.chitkara.edu.in/global-week/faculty-data/cbs/Shuchi-Dawra/RP-KKC-2.pdf</a> <a href="https://www.ijltemas.in/DigitalLibrary/Vol.3Issue7/164-167.pdf">https://www.ijltemas.in/DigitalLibrary/Vol.3Issue7/164-167.pdf</a>
22	Corporate Criminal Liability	<a href="https://www.legalserviceindia.com/legal/article-521-corporate-criminal-liability-white-collar-crime.html#:~:text=As%20per%20the%20P%20C%20Amendment,a)%20to%20obtain%20or%20retain">https://www.legalserviceindia.com/legal/article-521-corporate-criminal-liability-white-collar-crime.html#:~:text=As%20per%20the%20P%20C%20Amendment,a)%20to%20obtain%20or%20retain</a> <a href="https://ijcrt.org/papers/IJCRT22A6897.pdf">https://ijcrt.org/papers/IJCRT22A6897.pdf</a>
23	Corporate Environmental Liability	<a href="https://articles.manupatra.com/article-details/RESPONSIBILITY-OF-THE-CORPORATES-TOWARDS-ENVIRONMENTAL-PRESERVATION-">https://articles.manupatra.com/article-details/RESPONSIBILITY-OF-THE-CORPORATES-TOWARDS-ENVIRONMENTAL-PRESERVATION-</a>



		<a href="https://indiacorplaw.in/2023/09/companys-interest-vs-duty-to-protect-the-environment-a-directors-balancing-act.html#:~:text=Section%20166(7)%20of%20the,%5Bsection%20166(7)%5D.">PROTECTION-AND-MANAGEMENT https://indiacorplaw.in/2023/09/companys-interest-vs-duty-to-protect-the-environment-a-directors-balancing-act.html#:~:text=Section%20166(7)%20of%20the,%5Bsection%20166(7)%5D.</a>
24	Different types of winding up of company	Book 3, Ch.24
25	Role of NCLT in winding up of company	<a href="https://www.indiafilings.com/learn/the-jurisdiction-and-functions-of-the-national-company-law-tribunal/">https://www.indiafilings.com/learn/the-jurisdiction-and-functions-of-the-national-company-law-tribunal/</a>

#### ADDITIONAL WEB RESOURCES

1.	<b>MOOC:</b> Commercial Law by Dr. Heena Bashart , Kashmir University <a href="https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user">https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user</a>
2.	<b>NPTEL:</b> online Certificate Course on Business Law by Prof. S. Srinivasan, Prof. Kaushik, IIT Kharagpur <a href="https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/">https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/</a>

#### GRADING AND ASSESSMENT

- **Sessional Test:** 15 marks
- **Assignment:** 10 marks
- **Attendance:** 5 marks
- **Final Examination:** 70 marks

#### COURSE POLICIES

- **Attendance:** Minimum 75% attendance is mandatory to appear in the final examination of the course.
- **Academic Integrity:** MIET's academic integrity policies apply. Plagiarism will not be tolerated.
- **Late Submissions:** Assignments and projects must be submitted by the specified timelines.

#### FACULTY INFORMATION

- **Office Hours**  
Monday (12:05 PM - 12:55 PM)  
Friday (12:05 PM - 12:55 PM)
- **Contact Information**  
[rohini.llb@mietjammu.in](mailto:rohini.llb@mietjammu.in)



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