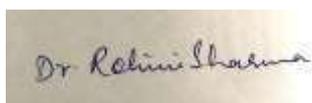


Department of SOL

Details of Lesson Plan

S.No.	Particulars	Details
1.	Course Name	Company Law
2.	Course Code	LLB-401
3.	Academic Year	2024-25
4.	Semester	4 th
5.	Number of Lesson plans	47
6.	Faculty Assigned	Dr. Rohini Sharma



Faculty Signature



Lesson Plan No. 1	Course Name: Company Law Topic: Company- Concept and historical development	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the definition and characteristics of a company. b. Explore the historical development of companies from ancient times to the modern era in India. c. Identify different types of companies and their features.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">Introduction (5 minutes)<ul style="list-style-type: none">Ask questions. What do you mean by company? What is the historical journey of the concept of company in India? How many types of a company we have?Introduce the concept with a brief discussion on what students think a company is. Ask them to name some companies they are familiar with and share what these companies do.Development (30 minutes)<ol style="list-style-type: none">Definition of Company<ul style="list-style-type: none">Introduce the concept of companyhttps://www.legalserviceindia.com/legal/article-9327-meaning-definition-and-characteristics-of-company.htmlhttps://www.taxmann.com/post/blog/what-is-a-company-definition-characteristics-and-latest-case-lawsHistorical evolution of Concept of company in India<ul style="list-style-type: none">origin of the Company law in Indiadevelopment of company law in Indiahttps://www.legalserviceindia.com/legal/article-7931-origin-and-development-of-company-law-in-india.htmlExercise (5 minutes) – Discussion on the following points:<ul style="list-style-type: none">Objectives behind the formation of a company.Which law guides the formation and incorporation of the companies in India?
Closure	<ol style="list-style-type: none">Summarize the Lesson Learning Outcomes and get affirmation from students on these.Suggested Reading<ul style="list-style-type: none">https://www.legalserviceindia.com/legal/article-9327-meaning-definition-and-characteristics-of-company.htmlhttps://www.taxmann.com/post/blog/what-is-a-company-



	<p>definition-characteristics-and-latest-case-laws</p> <ul style="list-style-type: none">- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf- https://www.legalserviceindia.com/legal/article-7931-origin-and-development-of-company-law-in-india.html <p>3. Homework</p> <ul style="list-style-type: none">- Analyse the various definitions of a company.- Outline the evolutionary journey of concept of company in India. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <ul style="list-style-type: none">What do you mean by company?What is the historical journey of the concept of company in India?How many types of a company we have?Analyse the various definitions of the Company. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 2	Course Name: Company Law Topic: Different forms of Business Organisations	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the different types of business organizations, including companies, partnerships, sole proprietorships, cooperatives, and limited liability partnerships (LLPs)
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by company? How many types of Companies we have under the Companies Act, 2013?- Outline the difference between a private company and a public company.- Enlist the other types of business organisations prevalent in India.- Brief discussion on what business organizations are and why they are important.Development (30 minutes)<ol style="list-style-type: none">Types of Business Organisations (Sole Proprietorship)<ul style="list-style-type: none">- Definition: A business owned and managed by one person.- Characteristics: Simple setup, full control, unlimited liability.- Advantages: Easy to form, full control, direct profit.- Disadvantages: Unlimited liability, limited capital, limited lifespan.- ExamplesPartnership<ul style="list-style-type: none">-Definition: A business owned by two or more people.- Types: General Partnership, Limited Partnership.- Characteristics: Shared management, shared liability.- Advantages: More capital, shared responsibilities, easy formation.- Disadvantages: Unlimited liability, potential for disputes, profit sharing.- Examples.Limited Liability Partnership (LLP)<ul style="list-style-type: none">-Definition: A partnership where some or all partners have limited liabilities.- Characteristics: Combination of partnership and company features.-Advantages: Limited liability, flexibility in management, separate legal entity.- Disadvantages: Compliance requirements, not as widely recognized.



	<p>3. Exercise (5 minutes) – Compare and contrast between the above mentioned different types of business organisation.</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.</p> <p>2. Suggested Reading</p> <ul style="list-style-type: none">- https://ncert.nic.in/textbook/pdf/kebs102.pdf- https://nios.ac.in/media/documents/SrSec319NEW/319_Bus_Studies_Eng/319_Bus_Studies_Eng_Lesson5.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user_- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf- https://gyansanchay.csjmu.ac.in/wp-content/uploads/2021/11/Forms-of-Business-Organizations.pdf <p>3. Homework</p> <ul style="list-style-type: none">- Analyse the various types of business organisations.- Enumerate the advantages and disadvantages of Sole Proprietorship, partnership and LLP. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by company? How many types of Companies we have under the Companies Act, 2013? Outline the difference between a private company and a public company. Enlist the other types of business organisations prevalent in India. Brief discussion on what business organizations are and why they are important. Outline the points of distinction between different types of business organisations</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 3	Course Name: Company Law Topic: Different Types of Companies	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the different types of companies, including their formation, characteristics, advantages, disadvantages, and examples.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by company? How many types of Companies we have under the Companies Act, 2013?- Outline the difference between a private company and a public company.2. Development (30 minutes)<ol style="list-style-type: none">a. Private Limited Company<ul style="list-style-type: none">- Definition: A company whose shares are not publicly traded and which has restrictions on the transfer of shares.- Characteristics: Limited to a minimum of 2 and a maximum of 200 members, restriction on share transfer, cannot invite public to subscribe to shares.- Advantages: Limited liability, easier to raise capital privately, separate legal entity.- Disadvantages: Restrictions on share transfer, cannot raise funds from the public.- Example of well-known private limited company.b. Public Limited Company<ul style="list-style-type: none">- Definition: A company that can offer its shares to the public and has no restriction on the transfer of shares.- Characteristics: Minimum of 7 members, no maximum limit on shareholders, can raise funds from the public through share offerings.- Advantages: Ability to raise large amounts of capital, shares freely transferable, transparency due to regulatory requirements.- Disadvantages: Extensive regulatory compliance, higher transparency requirements.c. One Person Company (OPC)<ul style="list-style-type: none">- Definition: A company that has only one person as a member and is a separate legal entity.- Characteristics: Single member, limited liability, separate legal entity, can convert to a private or public company.



	<ul style="list-style-type: none">- Advantages: Limited liability, simpler compliance, control remains with the single owner.- Disadvantages: Limited growth potential, cannot issue shares to raise capital.- Examples. <p>3. Exercise (5 minutes) – Compare and contrast between the above mentioned different types of Companies.</p>
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://egyankosh.ac.in/bitstream/123456789/56854/3/Unit-5.pdf- https://rajdhnicollege.ac.in/admin/ckeditor/ckfinder/userfiles/files/Kinds%20of%20Company.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf3. Homework<ul style="list-style-type: none">- Analyse the various types of Companies as provided under the provisions of the Companies Act, 2013.- Enumerate the advantages and disadvantages of public company and a private company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Question: What do you mean by company? How many types of Companies we have under the Companies Act, 2013? Outline the difference between a private company and a public company. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 4	Course Name: Company Law Topic: Concept of Corporate Personality	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ul style="list-style-type: none"> a. Understand the Concept of Corporate Personality. b. Distinguish Between Natural and Legal Persons. c. Analyze the Doctrine of Separate Legal Entity. d. Examine Key Case studies.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> 1. Introduction (5 minutes) <ul style="list-style-type: none"> - Ask questions. What do you mean by corporate personality? - Outline the difference between a natural person and a legal person. 2. Development (30 minutes) <ol style="list-style-type: none"> a. Concept of Corporate Personality <ul style="list-style-type: none"> - Definition and Explanation: Define "corporate personality" and explain that it refers to the legal notion that a corporation, once incorporated, has its own legal identity, separate from its shareholders and directors. - Characteristics of Corporate Personality: Discuss characteristics such as the ability to own property, enter contracts, sue and be sued, and perpetual succession. b. Distinguishing Between Natural and Legal Persons <ul style="list-style-type: none"> - Define natural persons and legal persons (corporate entities). - Discuss the rights and responsibilities of each. c. Doctrine of Separate Legal Entity <ul style="list-style-type: none"> - Explanation of the Doctrine: Explain the concept that a corporation is a separate legal entity distinct from its members. - Discuss the importance of this doctrine in corporate law, including protecting the personal assets of shareholders. 3. Exercise (5 minutes) – Discuss briefly the above mentioned points.
Closure	<ol style="list-style-type: none"> 1. Summarize the Lesson Learning Outcomes and get affirmation from students on these. 2. Case laws <ul style="list-style-type: none"> - <i>Salomon v. A. Salomon & Co. Ltd.</i> - <i>Lee v. Lee's Air Farming Ltd.</i> - <i>Maclaine Watson v. International Tin Council.</i> 3. Suggested Reading <ul style="list-style-type: none"> - https://www.southcalcuttalawcollege.ac.in/Notice/5036910.1.1.681.2297.pdf - https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf - https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user_



	<ul style="list-style-type: none">- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/ <p>4. Homework</p> <ul style="list-style-type: none">- Analyse the separate legal entity of a company.- Differentiate between natural person and a legal person. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by corporate personality? Outline the difference between a natural person and a legal person. Enlist the advantages of a company incorporated under the Companies Act, 2013.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 5	Course Name: Company Law Topic: Lifting of corporate veil	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ul style="list-style-type: none"> a. Understand the concept of the corporate veil and the principle of separate legal personality. b. Identify situations where courts may lift the corporate veil. c. Analyze the implications and consequences of lifting the corporate veil.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> 1. Introduction (5 minutes) <ul style="list-style-type: none"> - Ask questions. - What do you mean by lifting of court veil? - What do you mean by corporate personality? - Under what circumstances court can uplift the corporate veil? 2. Development (30 minutes) <ol style="list-style-type: none"> a. Explain the concept of the corporate veil and the principle of separate legal personality <ul style="list-style-type: none"> - Emphasize that a corporation is a legal entity separate from its shareholders. b. When Can the Corporate Veil Be Lifted? (15 minutes) <ul style="list-style-type: none"> -General Overview: Introduce the concept of "lifting" or "piercing" the corporate veil, where the courts disregard the company's separate legal personality. - Legal Grounds: Discuss various situations and legal grounds where courts may lift the veil, such as: <ul style="list-style-type: none"> Fraud or improper conduct Avoidance of legal obligations When the company is merely a façade Group enterprises or single economic entities 3. Exercise (5 minutes) – <ul style="list-style-type: none"> Brief discussion on the lifting of corporate veil.
Closure	<ol style="list-style-type: none"> 1. Summarize the Lesson Learning Outcomes and get affirmation from students on these. 2. Case laws <ul style="list-style-type: none"> - <i>Salomon v. A Salomon & Co Ltd</i> (1897) - <i>Gilford Motor Co Ltd v. Horne</i> (1933) - <i>Jones v. Lipman</i> (1962) - <i>Sir Dinshaw Maneckjee Petit, Re AIR 1927 Bom.</i> - <i>Daimler Company Limited v. Continental Tyre & Rubber Co. (great Britain) Ltd.</i> (1916) - <i>State of U.P. v. Renusagar Power Co.</i> (1991) 70 comp. Cas. 127. - <i>Workmen of Associated Rubber Industry Limited v. Associated</i>



	<p>Rubber Industry Ltd. (1986) 59 Comp.</p> <p>3. Suggested Reading</p> <ul style="list-style-type: none">- https://www.ijarnd.com/manuscripts/v3i3/V3I3-1142.pdf- https://jil.lsyndicate.com/wp-content/uploads/2023/06/Trisha-Devanshi-corporate-veil.pdf- https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user_https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.southcalcuttalawcollege.ac.in/Notice/5036910.1.1.681.2297.pdf- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf <p>4. Homework</p> <ul style="list-style-type: none">- Analyse the separate legal entity of a company.- Underline the grounds under which Court has power to uplift the corporate veil.. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by lifting of court veil? What do you mean by corporate personality? Under what circumstances court can uplift the corporate veil? Explain the separate legal entity of a company with the help of decided case laws.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 6	Course Name: Company Law Topic: Nature and Characteristics of Company	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the definition, nature, and fundamental characteristics of a company. b. Explore the legal implications and significance of these characteristics.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">Introduction (5 minutes)<ul style="list-style-type: none">Ask questions.State the characteristics of a company incorporated under the Companies Act, 2013.Development (30 minutes)<ol style="list-style-type: none">Introduction to the Concept of a Company<ul style="list-style-type: none">Definition: Start with a basic definition of a company as an artificial legal entity created under the law to engage in business activities.Advantages of a company.Nature of a Company<ul style="list-style-type: none">Separate Legal Entity: Explain that a company is a separate legal entity distinct from its members, with its own rights and liabilities.Characteristics of a Company<ul style="list-style-type: none">Incorporation: Explain the process of forming a company and the legal requirements, such as registration and obtaining a certificate of incorporation.Transferability of Shares: Discuss the ease with which shares can be transferred in a public company, providing liquidity to shareholders.Common Seal: Describe the traditional use of a common seal as the company's signature, though its use may vary with digital advancements.Capacity to Sue and Be Sued: Explain that as a separate legal entity, a company can enter into contracts, own property, and sue or be sued in its own name.Exercise (5 minutes) – Discuss briefly the above mentioned Characteristics of a company
Closure	<ol style="list-style-type: none">Summarize the Lesson Learning Outcomes and get affirmation from students on these.Case laws<ul style="list-style-type: none"><i>Salomon v. A. Salomon & Co. Ltd.</i><i>Lee v. Lee's Air Farming Ltd.</i><i>Kondoli Teaa Co. Ltd., Re ILR (1886).</i><i>Floating Services Ltd. v. MV San Fransceco Dipalole (2004) 52 SCL 762 (Guj.).</i>



	<ul style="list-style-type: none">- <i>B.F. Guzdar v. CIT (1955) 25 Comp. Cas. 1 (SC).</i>- <i>SICAL-CWT Distriparks Ltd. v. Besser Concrete Systems :Ltd. (2003) 46 SCL 196 (Mad.).</i> <p>3. Suggested Reading</p> <ul style="list-style-type: none">- https://web.gjuonline.ac.in/distance/book/bcom/BCOM%20201%20Mercantile%20Law.pdf- https://ijsrst.com/paper/2296.pdf- https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf <p>4. Homework</p> <ul style="list-style-type: none">- Analyse the various characteristics of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>State the characteristics of a company incorporated under the Companies Act, 2013.</p> <p>Discuss the facts and judgment of <i>Salomon v. A. Salomon & Co. Ltd. Case.</i></p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 7	Course Name: Company Law Topic: Nature and Characteristics of Company	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the characteristics of a company. b. Explore the legal implications and significance of these characteristics.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">Introduction (5 minutes)<ul style="list-style-type: none">Ask questions.State the characteristics of a company incorporated under the Companies Act, 2013.Development (30 minutes)<ol style="list-style-type: none">Introduction to the Concept of a Company<ul style="list-style-type: none">Definition: Start with a basic definition of a company as an artificial legal entity created under the law to engage in business activities.Advantages of a company.Nature of a Company<ul style="list-style-type: none">Separate Legal Entity: Explain that a company is a separate legal entity distinct from its members, with its own rights and liabilities.Characteristics of a Company<ul style="list-style-type: none">Separate Legal Entity: Explain that a company is a separate legal entity distinct from its members, with its own rights and liabilities.Perpetual Succession: Discuss how a company's existence is not affected by changes in its membership, ensuring continuity.Limited Liability: Describe how shareholders' liability is limited to the amount unpaid on their shares.Separate Property.Exercise (5 minutes) – Discuss briefly the above mentioned Characteristics of a company
Closure	<ol style="list-style-type: none">Summarize the Lesson Learning Outcomes and get affirmation from students on these.Case laws<ul style="list-style-type: none"><i>Salomon v. A. Salomon & Co. Ltd.</i><i>Gramophone & Typewriters Ltd. V. Stanley (1908-10).</i><i>Bacha f. Guzdar v. The Commissioner of income-tax, Bombay.</i><i>Macura v. Northern Assurance Company Ltd. (1925) AC 619.</i><i>B.F. Guzdar v. CIT (1955) 25 Comp. Cas. 1 (SC).</i><i>Guildford Ltd., Re (1966) 1 W.L.R 1112.</i>Suggested Reading<ul style="list-style-type: none">https://web.gjuonline.ac.in/distance/book/bcom/BCOM%20201%20Mercantile%20Law.pdf



	<ul style="list-style-type: none">- https://ijsrst.com/paper/2296.pdf- https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf <p>4. Homework</p> <ul style="list-style-type: none">- Analyse the various characteristics of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>State the characteristics of a company incorporated under the Companies Act, 2013.</p> <p>Explain the characteristics of a company.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 8	Course Name: Company Law Topic: Kinds of a Company	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the different types of companies based on various criteria such as liability, incorporation, ownership, and control.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes) Ask questions. Enlist the various types of companies provided under the Companies Act, 2013.2. Development (30 minutes)<ol style="list-style-type: none">a. Introduction to the Kinds of Companies<ul style="list-style-type: none">- Definition and Overview: Briefly introduce what a company is and why different classifications exist.- Emphasize that these classifications are based on various criteria such as liability, incorporation, control, and ownership.b. Classification by Liability<ul style="list-style-type: none">- Companies Limited by Shares: Explain that the liability of shareholders is limited to the amount unpaid on their shares. Common in public and private companies.- Companies Limited by Guarantee: Explain that members' liability is limited to the amount they agree to contribute in case of liquidation, often used for non-profit organizations.- Unlimited Companies: Explain that there is no limit to the liability of members, making them fully liable for the company's debts.c. Classification by Incorporation<ul style="list-style-type: none">- Statutory Companies: Formed by a special act of the legislature, such as public utilities.- Registered Companies: Formed by registration under the Companies Act or similar laws, the most common type.- Chartered Companies: Formed by a royal charter, common in the past but rare today.d. Classification by Ownership and Control<ul style="list-style-type: none">- Private Companies: Explain characteristics like restrictions on share transfers, a limited number of shareholders, and no requirement to issue a prospectus.- Public Companies: Describe characteristics such as the ability to offer shares to the public, no maximum number of shareholders, and requirements for more stringent regulatory



	<p>compliance.</p> <ul style="list-style-type: none">- Holding and Subsidiary Companies: Explain the relationship where a holding company controls a subsidiary by owning a majority of its shares. <p>e. Other Classifications</p> <ul style="list-style-type: none">- One Person Company (OPC): Explain the concept of a company with a single member, typically allowed in certain jurisdictions to encourage entrepreneurship.- Government Companies: Explain that these are companies in which the government holds a majority stake.- Foreign Companies: Define as companies incorporated outside the country but operating within it. <p>3. Exercise (5 minutes) – Briefly discuss the classifications of a company.</p>
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://egyankosh.ac.in/bitstream/123456789/56854/3/Unit-5.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.ramauniversity.ac.in/online-study-material/fcm/bba/iisemester/businesslaw/lecture-38.pdf- https://www.icsi.edu/media/webmodules/publications/FinalCLStudy.pdf3. Homework<ul style="list-style-type: none">- Analyse the various kinds of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions: Enlist the various types of companies provided under the Companies Act, 2013. Discuss various types of Companies on the basis of their incorporation. Enlist the characteristics of a one person company. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 9	Course Name: Company Law Topic: Procedure for incorporation of a company	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ul style="list-style-type: none"> a. Analyze the implications and consequences of lifting the corporate veil. Understand the step-by-step procedure for incorporating a company b. Recognize the legal requirements and documentation involved in the incorporation process. c. Comprehend the significance of each step in the context of corporate law.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> 1. Introduction (5 minutes) <ul style="list-style-type: none"> - Ask questions. - What do you mean by incorporation of a company? - What are the legal steps a company has to take to incorporate itself under the Companies Act, 2013? 2. Development (30 minutes) <ol style="list-style-type: none"> a. Introduction to Incorporation <ul style="list-style-type: none"> - Briefly define incorporation as the process of legally forming a company. Highlight the importance of incorporation of a company. b. Pre-Incorporation Steps <ul style="list-style-type: none"> -Choosing a Company Name: Explain the criteria for selecting a company name, including uniqueness, relevance, and compliance with regulations. c. Preparing Incorporation Documents <ul style="list-style-type: none"> - Memorandum of Association (MOA). - Articles of Association (AOA) and Other Documents. 3. Exercise (5 minutes) – Brief discuss the incorporation process involved in incorporating a company under the Companies Act, 2013.
Closure	<ol style="list-style-type: none"> 1. Summarize the Lesson Learning Outcomes and get affirmation from students on these. 2. Suggested Reading <ul style="list-style-type: none"> - https://www.icsi.edu/media/portals/0/INCORPORATION%20OF%20COMPANIES.pdf - https://epgp.inflibnet.ac.in/epgpdata/uploads/epgp_content/law/04_corporate_law/02_registration_incorporation_and_commencement_of_business_by_companies/et/5667_et_02_et.pdf - https://live.icai.org/bos/vcc/pdf/08042022_CA_Shubham_Singhal_Part_I_Chapter_2_Incorporation_of_Company_and_Matters_Incidental_Thereto_1649400343.pdf - https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user_ - https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/ - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf



	<p>3. Homework</p> <ul style="list-style-type: none">- Analyse the steps involved in the incorporation of a company under the Companies Act, 2013. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by incorporation of a company? What are the legal steps a company has to take to incorporate itself under the Companies Act, 2013? Summarize the steps involved in pre-incorporation of a company under the Companies Act, 2013.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 10	Course Name: Company Law Topic: Procedure for incorporation of a company	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ul style="list-style-type: none"> a. Analyze the implications and consequences of lifting the corporate veil. Understand the step-by-step procedure for incorporating a company b. Recognize the legal requirements and documentation involved in the incorporation process. c. Comprehend the significance of each step in the context of corporate law.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> 1. Introduction (5 minutes) <ul style="list-style-type: none"> - Ask questions. - What do you mean by incorporation of a company? - What are the legal steps a company has to take to incorporate itself under the Companies Act, 2013? 2. Development (30 minutes) <ol style="list-style-type: none"> a. Introduction to Incorporation <ul style="list-style-type: none"> - Briefly define incorporation as the process of legally forming a company. - Highlight the importance of incorporation of a company. b. Filing with the Registrar of Companies (ROC) <ul style="list-style-type: none"> - Submission of Documents: Explain the process of submitting all incorporation documents to the ROC. - Payment of Fees: Discuss the fees associated with the incorporation process. - Verification and Approval: Describe how the ROC verifies the documents and the approval process. c. Post-Incorporation Steps <ul style="list-style-type: none"> - Incorporation: Explain the significance of the Certificate of Incorporation as legal proof of the company's existence. - Commencement of Business: Discuss the requirements for commencing business activities post-incorporation. - Statutory Registers and Records: Highlight the need to maintain statutory registers and records as per legal requirements. - Corporate Bank Account: Explain the process of opening a corporate bank account. 3. Exercise (5 minutes) – Brief discuss the incorporation process involved in incorporating a company under the Companies Act, 2013.



Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://www.icsi.edu/media/portals/0/INCORPORATION%20OF%20COMPANIES.pdf- https://epgp.inflibnet.ac.in/epgpdata/uploads/epgp_content/law/04_corporate_law/02_registration_incorporation_and_commencement_of_business_by_companies/et/5667_et_02_et.pdf- https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://live.icai.org/bos/vcc/pdf/08042022_CA_Shubham_Singhal_Part_I_Chapter_2_Incorporation_of_Company_and_Matters_Incidental_Thereto_1649400343.pdf- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf3. Homework<ul style="list-style-type: none">- Analyse the steps involved in the incorporation of a company under the Companies Act, 2013. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions:<ul style="list-style-type: none">What do you mean by incorporation of a company?What are the legal steps a company has to take to incorporate itself under the Companies Act, 2013?Summarize the incorporation process involved in incorporating a company under the Companies Act, 2013. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 11	Course Name: Company Law Topic: Certificate of Incorporation	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ul style="list-style-type: none"> a. Understand the meaning and significance of the Certificate of Incorporation. b. Recognize the legal and practical implications of obtaining a Certificate of Incorporation. c. Familiarize with the process of obtaining and the contents of a Certificate of Incorporation
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> 1. Introduction (5 minutes) <ul style="list-style-type: none"> - Ask questions. What do you mean by certificate of incorporation of a company? 2. Development (30 minutes) <ol style="list-style-type: none"> a. Introduction to Certificate of Incorporation <ul style="list-style-type: none"> - Definition: Define the Certificate of Incorporation as an official document issued by the Registrar of Companies (ROC) that certifies the formation and registration of a company. b. Contents of the Certificate of Incorporation <ul style="list-style-type: none"> - Company Name - Company Registration Number (CRN) - Date of Incorporation - Type of Company (e.g., private limited, public limited) - Registered Office Address - Statement of Compliance with Incorporation Requirements c. Procedure to Obtain a Certificate of Incorporation <ul style="list-style-type: none"> - Application Submission to the Registrar of Companies (ROC) along with the required fees. - Verification process by the ROC to ensure compliance with legal requirements. - Issuance of Certificate: Describe the process of issuance once the ROC is satisfied with the submitted documents. d. Post-Incorporation Steps <ul style="list-style-type: none"> - Commencement of Business: Discuss the steps the company needs to take after receiving the Certificate of Incorporation, including opening a corporate bank account, appointing auditors, and holding the first board meeting. - Statutory Compliance: Emphasize the importance of maintaining statutory registers and compliance with ongoing regulatory requirements.



	<p>3. Exercise (5 minutes) – Discussion on the process involved in attaining the certificate of incorporation by the Companies.</p>
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://www.icsi.edu/media/portals/0/INCORPORATION%20OF%20COMPANIES.pdf- http://www.penacclaims.com/wp-content/uploads/2021/01/Paras-Mutreja.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://live.icaai.org/bos/vcc/pdf/08042022_CA_Shubham_Singhal_Part_I_Chapter_2_Incorporation_of_Company_and_Matters_Incidental_Thereto_1649400343.pdf3. Homework<ul style="list-style-type: none">- Summarize the various steps involved in attaining the certificate of incorporation by the companies under the provisions of the Companies Act, 2013 <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions:<ul style="list-style-type: none">Enlist the various types of companies provided under the Companies Act, 2013.Explain the effect of incorporation of Company under the Companies Act, 2013.Who gives the certificate of registration to a company? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 12	Course Name: Company Law Topic: Memorandum of Association	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the concept and purpose of a Memorandum of Association (MoA). b. Identify the components of a Memorandum of Association. c. Comprehend the legal significance and implications of Memorandum of Association for a company. d. Discuss its importance in setting out the constitution of the company.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	1. Introduction (5 minutes) - Ask questions. What do you mean by Memorandum of Association of a company? Why we need memorandum of association in a company? What significant role it plays? 2. Development (30 minutes) a. Introduction to memorandum of association - Definition and Purpose: Explain what a Memorandum of Association is: a legal document required for the incorporation of a company, outlining the company's structure and purpose. - Discuss its importance in setting out the constitution of the company. b. Contents of the Memorandum of Association - Registered Office Address Name Clause: The official name of the company. - Registered Office Clause: The location of the company's registered office. - Objects Clause: The objectives and activities the company will engage in. - Liability Clause: The extent of liability of the company's members. - Capital Clause: Details of the company's share capital. c. Legal significance of Memorandum of Association - Highlight how the MoA governs the company's external affairs and its relationship with the outside world. - Discuss the binding nature of the MoA on the company and its members. 3. Exercise (5 minutes) – Discuss the contents and importance of the memorandum of Association of the Company.



Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://egyankosh.ac.in/bitstream/123456789/13573/1/Unit-5.pdf- https://egyankosh.ac.in/bitstream/123456789/67944/1/Unit-6.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user_- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/3. Homework<ul style="list-style-type: none">- Summarize the meaning, contents and importance of memorandum of association of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions:<ul style="list-style-type: none">What do you mean by Memorandum of Association of a company?Why we need memorandum of association in a company? What significant role it plays?What do you mean by Memorandum of Association? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 13	Course Name: Company Law Topic: Contents of Memorandum of Association	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Identify the components of a Memorandum of Association. b. Comprehend the legal significance and implications of Memorandum of Association for a company. c. Discuss its importance in setting out the constitution of the company.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by Memorandum of Association of a company? What a memorandum of association of a company consists of?2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of MoA Contents<ul style="list-style-type: none">- Explain that the MoA consists of several key clauses, each serving a specific legal and organizational purpose.b. Detailed explanation of each clause of MoA of a Company<ul style="list-style-type: none">- Objects Clause: The objectives and activities the company will engage in. Name Clause: Defines the legal name of the company.- Registered Office Clause: Specifies the location of the company's registered office. Important for legal correspondence and jurisdiction.- Objects Clause: Describes the main objectives and activities the company will engage in.- Liability Clause: States the extent of liability of the company's members (limited or unlimited).- Capital Clause: Details the company's share capital and the division of shares.3. Exercise (5 minutes) – Discuss the various clauses of Memorandum of Association of a Company.
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://egyankosh.ac.in/bitstream/123456789/13573/1/Unit-5.pdf- https://egyankosh.ac.in/bitstream/123456789/67944/1/Unit-6.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user_- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/



	<p>3. Homework</p> <ul style="list-style-type: none">- Summarize the different clauses of memorandum of association of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by Memorandum of Association of a company? What a memorandum of association of a company consists of? Summarize the various clauses of Memorandum of association of a company.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 14	Course Name: Company Law Topic: Alteration of Memorandum of Association	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the legal procedures and requirements for altering a Memorandum of Association (MoA). b. Identify the permissible alterations and the associated regulatory approvals. c. Develop the ability to analyze and interpret the implications of altering a MoA.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by alteration? Can we alter the memorandum of association of a company? If yes than How?2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of MoA Alteration<ul style="list-style-type: none">- Explain that altering an MoA involves changing the company's fundamental constitutional document.- Discuss the legal implications and the need for regulatory compliance.b. Permissible Alterations:<ul style="list-style-type: none">- Name Clause: Explain the procedure and approvals required to change the company's name.- Registered Office Clause: Discuss the process for changing the location of the registered office.- Objects Clause: Outline the steps for altering the objectives of the company and the need for shareholder approval.- Liability Clause: Explain the implications of changing the liability structure of the company's members.- Capital Clause: Describe the procedure for altering share capital and related regulatory filings.c. Legal Procedures and requirements<ul style="list-style-type: none">- Detailed steps involved in altering the MoA, including: Board resolution, Special resolution by shareholders, Filing with the Registrar of Companies, Obtaining necessary approvals from regulatory bodies.3. Exercise (5 minutes) – Discussion on procedure and formalities involved in the alteration of memorandum of association of a company.
Closure	1. Summarize the Lesson Learning Outcomes and get affirmation



	<p>from students on these.</p> <ol style="list-style-type: none">2. Suggested Reading<ul style="list-style-type: none">- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://anjumacollegedwd.edu.in/wp-content/uploads/2020/07/B.Com-III-Sem-Alteration-of-Memorandum-of-Association.pdf- https://egyankosh.ac.in/bitstream/123456789/13573/1/Unit-5.pdf- https://egyankosh.ac.in/bitstream/123456789/67944/1/Unit-6.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/3. Homework<ul style="list-style-type: none">- Summarize the alteration procedure of different clauses of memorandum of association of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions:<ul style="list-style-type: none">What do you mean by alteration?Can we alter the memorandum of association of a company? If yes than How?Discuss the alteration process of various clauses of memorandum of association of a company. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 15	Course Name: Company Law Topic: Articles of Association	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the purpose and significance of the Articles of Association (AoA) in a company. b. Identify the key contents and provisions typically included in the Articles of Association. c. Develop the ability to analyze and interpret the provisions of the AoA.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by article of association? What an article of association of a company contains?2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of AoA:<ul style="list-style-type: none">- Explain that the Articles of Association are a document that specifies the regulations for a company's operations and defines the company's purpose.- Discuss the relationship between the Memorandum of Association (MoA) and the Articles of Association.b. Contents of Articles of Association:<ul style="list-style-type: none">- Share Capital and Variation of Rights: Outline the provisions related to the company's share capital and the rights of shareholders.- Directors: Explain the rules regarding the appointment, powers, duties, and removal of directors.- Meetings: Discuss the regulations for holding general and board meetings, including notice, quorum, and voting procedures.- Dividends and Reserves: Describe the policies for declaring and distributing dividends, as well as the creation and management of reserves.- Accounts and Audit: Detail the requirements for maintaining financial records and conducting audits.- Winding Up: Explain the procedures for the voluntary or compulsory winding up of the company.3. Exercise (5 minutes) – Discussion on contents and importance of article of association..
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://egyankosh.ac.in/bitstream/123456789/56851/3/Unit-8.pdf- https://egyankosh.ac.in/bitstream/123456789/13571/1/Unit-6.pdf



	<ul style="list-style-type: none">- https://www.shivajicollege.ac.in/sPanel/uploads/econtent/e3db00682cbb342f6e56cdffeabe5374.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <ul style="list-style-type: none">- Summarize the importance and contents of article of association of association of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by article of association? What an article of association of a company contains? What do you mean by article of association of a company?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 16	Course Name: Company Law Topic: Alteration of Articles of Association and its binding effect on company and its members	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the purpose and significance of the Articles of Association (AoA) in a company. b. Identify the procedure laid down to alter the article of association of a company c. Point out the binding effect of articles of alteration on company and its members
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean by article of association? What an article of association of a company contains?2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of AoA:<ul style="list-style-type: none">- Explain that the Articles of Association are a document that specifies the regulations for a company's operations and defines the company's purpose.- Discuss the relationship between the Memorandum of Association (MoA) and the Articles of Association.b. Alteration of Articles of Association:<ul style="list-style-type: none">- Share Capital: Explain the procedure and approvals required to change the share capital structure.- Directors: Discuss the process for altering provisions related to the appointment, powers, and removal of directors.- Meetings: Outline the steps for changing regulations regarding general and board meetings.- Dividends and Reserves: Explain the implications of altering policies related to dividends and reserves.- Other Provisions: Discuss other common alterations such as changes in member rights, company's objects, and administrative procedures.c. Legal Procedures and Requirements:<ul style="list-style-type: none">- Detail the steps involved in altering the AoA, including: Board resolution.- special resolution by shareholders- Filing with the Registrar of Companies- Obtaining necessary approvals from regulatory bodies3. Exercise (5 minutes) –



	Discussion on alteration and binding effect of article of association.
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Suggested Reading<ul style="list-style-type: none">- https://egyankosh.ac.in/bitstream/123456789/56851/3/Unit-8.pdf- https://egyankosh.ac.in/bitstream/123456789/13571/1/Unit-6.pdf- https://www.shivajicollege.ac.in/sPanel/uploads/econtent/e3db00682cbb342f6e56cdffeabe5374.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf3. Homework<ul style="list-style-type: none">- Point out the abidingness of the article of association towards company and its members. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<ol style="list-style-type: none">1. Reflective Questions:<ul style="list-style-type: none">What do you mean by article of association?What an article of association of a company contains?Summarize the contents of articles of association of a company. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 17	Course Name: Company Law Topic: Doctrine of Indoor management	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the Doctrine of Indoor Management and its purpose in corporate law. b. Identify the exceptions to the Doctrine of Indoor Management. c. Analyze and interpret case law related to the doctrine.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean doctrine of indoor management? Enlist the exceptions to the doctrine of indoor management.2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of the Doctrine of Indoor Management<ul style="list-style-type: none">- Explain that the Doctrine of Indoor Management, also known as the Turquand Rule, protects outsiders dealing with a company by assuming that internal company rules have been followed.- Provide a historical background and the origin of the doctrine.b. Key Principles<ul style="list-style-type: none">- Protection for Outsiders: Explain that third parties dealing with the company are not required to ensure that internal procedures and requirements have been fulfilled.- Limitations and Exceptions: Fraud, Forgery, Lack of Authority.3. Exercise (5 minutes) – Discussion on doctrine of indoor management with limitations.
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Case Laws-<ul style="list-style-type: none">- <i>Royal British Bank v. Turquand</i> (1856) 6 E & B 327.- <i>Official Liquidator, Manasube & Co. (P.) Ltd. v. Commissioner of Police</i> (1968) 38 Comp. Cas. 884 (Mad.)- <i>Rama Corporation v. Proved Tin & General Investment Co.</i> (1952) 1 All ER 554.b.<i>Anand Behari Lal v. Dinshaw & Co. (Bankers) Ltd.</i> AIR 1942 Oudh 417.- <i>Al Underwood v. Bank of Liverpool</i> (1924) 1 KB 775.3. Suggested Reading<ul style="list-style-type: none">- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://articles.manupatra.com/article-details/Analysis-of-Docctrine-of-Indoor-Management- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user_- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/



	<ul style="list-style-type: none">- https://www.ijlmh.com/wp-content/uploads/An-Analysis-of-the-Doctrine-of-Indoor-Management.pdf <p>4. Homework</p> <ul style="list-style-type: none">- Explain the doctrine of indoor management with the help of case laws. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean doctrine of indoor management? Enlist the exceptions to the doctrine of indoor management. Discuss the doctrine of indoor management with the help of case laws.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Lesson Plan No. 18	Course Name: Company Law Topic: Doctrine of Constructive Notice	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: a. Understand the Doctrine of Constructive Notice and its significance in corporate law. b. Identify the implications of the doctrine for third parties dealing with a company. c. Analyze and interpret case law related to the doctrine.
Teaching Aids (if any)	a. Power Point Presentations.
Teaching Development	<ol style="list-style-type: none">1. Introduction (5 minutes)<ul style="list-style-type: none">- Ask questions. What do you mean doctrine of constructive notice?2. Development (30 minutes)<ol style="list-style-type: none">a. Overview of the Doctrine of Constructive Notice:<ul style="list-style-type: none">- Explain that the Doctrine of Constructive Notice is a legal concept in corporate law which assumes that individuals dealing with a company are aware of the contents of the company's public documents, such as the Memorandum of Association (MoA) and Articles of Association (AoA).- Discuss how these documents are publicly accessible and legally binding on both the company and outsiders.b. Key Principles<ul style="list-style-type: none">- Explain that the MoA and AoA are considered public documents and are filed with the Registrar of Companies.- Describe how third parties are assumed to have knowledge of these documents and must abide by the rules contained within them.c. Legal Presumption<ul style="list-style-type: none">- Discuss the legal presumption that anyone dealing with a company has "constructive notice" of the contents of its public documents.d. Implications for Third Parties:<ul style="list-style-type: none">- Explain the potential consequences for third parties who enter into contracts or agreements that conflict with the company's MoA or AoA.3. Exercise (5 minutes) – Discussion on doctrine of constructive notice with limitations.
Closure	<ol style="list-style-type: none">1. Summarize the Lesson Learning Outcomes and get affirmation from students on these.2. Case Laws-<ul style="list-style-type: none">- <i>Royal British Bank v. Turquand</i> (1856) 6 E & B 327.- <i>Official Liquidator, Manasube & Co. (P.) Ltd. v.</i>



	<p><i>Commissioner of Police (1968) 38 Comp. Cas. 884 (Mad.)</i></p> <ul style="list-style-type: none">- <i>Rama Corporation v. Proved Tin & General Investment Co. (1952) 1 All ER 554.b.Anand Behari Lal v. Dinshaw & Co. (Bankers) Ltd. AIR 1942 Oudh 417.</i>- <i>Al Underwood v. Bank of Liverpool (1924) 1 KB 775.</i> <p>3. Suggested Reading</p> <ul style="list-style-type: none">- https://jlrjs.com/wp-content/uploads/2024/06/31.-JAHNAVI-SIDDESWARAM.pdf- https://egyankosh.ac.in/bitstream/123456789/67945/1/Unit-7.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>4. Homework</p> <ul style="list-style-type: none">- Explain the doctrine of constructive notice with the help of case laws. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean doctrine of constructive notice? Discuss the doctrine of indoor management with exceptions.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 19	Course Name: Company Law Topic: Doctrine of Ultra vires	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the Doctrine of Ultra Vires and its significance in corporate law. Identify the legal implications for companies and third parties when an act is ultra vires. Analyze and interpret case law related to the doctrine.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. What do you mean ultra vires? How doctrine of ultra vires is applicable to the acts of a company. Development (30 minutes) <ol style="list-style-type: none"> Overview of the Doctrine of Ultra vires: <ul style="list-style-type: none"> Define the Doctrine of Ultra Vires, explaining that "ultra vires" means "beyond the powers." Discuss how the doctrine restricts a company to activities within its stated objectives in the MoA, ensuring that it operates within its legal capacity. Key Principles <ul style="list-style-type: none"> Legal Boundaries: Explain that any act performed by a company that is beyond its powers, as defined in the MoA, is ultra vires and, therefore, void. Protection of Shareholders and Creditors: Discuss how the doctrine protects shareholders by ensuring the company does not engage in unauthorized activities that could jeopardize their investments. Explain how it also protects creditors by limiting the company's operations to those they have agreed to fund. Exercise (5 minutes) – Discussion on doctrine of ultra vires with respect to the acts of the companies.
Closure	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students on these. Case Laws- <ul style="list-style-type: none"> <i>Ashbury Rly. Carriage and Iron Co. v. Riche</i> (1875) LR 7 HL 653. <i>Lakshmanaswami Mudaliar v. LIC</i> AIR 1963 SC 1185. <i>Oak Bank Oil Company v. Crum</i> (1882) 8 App. Cas. 65. <i>Jehangir R. Modi v. Shamji Ladha</i> (1866-67)4 Bom. HCR



	<p>1855.</p> <ul style="list-style-type: none"> - <i>Bell Houses Limited v. City Wall Properties Limited (1966)</i> 36 Comp. Cas. 779. <p>3. Suggested Reading</p> <p>4. https://www.legalserviceindia.com/legal/article-5077-doctrine-of-ultravires.html</p> <p>5. https://jcil.lsyndicate.com/wp-content/uploads/2023/06/Publication-Submission-Simran-Chandak.pdf</p> <p>6. https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf</p> <p>7. Homework</p> <ul style="list-style-type: none"> - Explain the doctrine of ultra vires with the help of case laws. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean ultra vires?</p> <p>How doctrine of ultra vires is applicable to the acts of a company.</p> <p>Summarize the doctrine of ultra vires with the help of case laws.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 20	Course Name: Company Law Topic: Prospectus	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the legal requirements and significance of a prospectus under the Companies Act, 2013. Identify the key components of a company prospectus as mandated by law.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. What do you mean by prospectus of a company? Highlight the importance of prospectus to a Company. Development (30 minutes) <ol style="list-style-type: none"> Explanation of a company prospectus <ul style="list-style-type: none"> Define what a prospectus is under the Companies Act, 2013: A prospectus is any document described or issued as a prospectus and includes any notice, circular, advertisement, or other document inviting offers from the public for the subscription or purchase of any securities of a body corporate. Discuss the importance of a prospectus in the context of public offerings and investor protection. Sections of the Companies Act, 2013 <ul style="list-style-type: none"> Section 2(70): Definition of a prospectus. Section 26: Matters to be stated in a prospectus. Section 27: Variation in terms of a contract or objects in the prospectus. Section 28: Offer of sale of shares by certain members of the company. Section 35: Civil liability for misstatements in the prospectus. Mandatory inclusions <ul style="list-style-type: none"> Company's financial position. Details of the securities offered. Risk factors associated with the investment. Management and board details. Terms of the offering Exercise (5 minutes) – Discussion on the meaning, contents and importance of prospectus of a company.
Closure	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students on these. Suggested Reading <ul style="list-style-type: none"> https://egyankosh.ac.in/bitstream/123456789/56850/3/Unit-9.pdf



	<ul style="list-style-type: none">- https://ijert.org/papers/IJCRT2004628.pdf- https://www.icsi.edu/media/portals/0/PROSPECTUS%20&%20ALLOTMENT.pdf- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf- https://onlinecourses.swayam2.ac.in/cec24_1w16/preview?user- https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/ <p>3. Homework</p> <ul style="list-style-type: none">- Explain the meaning, contents and importance of prospectus of a company. <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by prospectus of a company? Highlight the importance of prospectus to a Company. Discuss the importance and contents of a prospectus of a company.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 21	Course Name: Company Law Topic: Types of Prospectus	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the legal requirements and significance of a prospectus under the Companies Act, 2013. Identify the different types of prospectuses under the Companies Act, 2013.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. What do you mean by prospectus of a company? How many types of prospectus are there under the Companies Act, 2013. Development (30 minutes) <ol style="list-style-type: none"> General Prospectus <ul style="list-style-type: none"> Definition and content of a standard prospectus. Discuss when and why a company issues a general prospectus. Red herring Prospectus <ul style="list-style-type: none"> Define a Red Herring Prospectus and explain its purpose in the IPO process. Discussion: How does the Red Herring Prospectus differ from a final prospectus? Shelf Prospectus <ul style="list-style-type: none"> Explain what a Shelf Prospectus is and when it is used. Discuss a scenario where a company might prefer using a Shelf Prospectus. Abridged Prospectus <ul style="list-style-type: none"> Describe an Abridged Prospectus and its role in simplifying the information for investors. Deemed Prospectus <ul style="list-style-type: none"> Define a Deemed Prospectus and explain how it differs from a standard prospectus. Exercise (5 minutes) – Discussion on different types of prospectus of a company.
Closure	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students on these. Suggested Reading <ul style="list-style-type: none"> https://egyankosh.ac.in/bitstream/123456789/56850/3/Unit-9.pdf https://ijert.org/papers/IJCRT2004628.pdf https://www.icsi.edu/media/portals/0/PROSPECTUS%20&%20ALLOTMENT.pdf https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf https://onlinecourses.swayam2.ac.in/cec24_lw16/preview?user_ https://archive.nptel.ac.in/noc/courses/noc20/SEM2/noc20-mg67/



	<p>3. Homework</p> <p>Outline the points of distinction between various types of prospectus of a company.</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What do you mean by prospectus of a company?</p> <p>How many types of prospectus are there under the Companies Act, 2013.</p> <p>Enlist the various types of prospectus of a company.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 22	Course Name: Company Law Topic: meaning and types of Shares	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the meaning and legal definition of "share" under the Companies Act, 2013. Identify and distinguish between different types of shares issued by a company.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What is meant by a "share" in a company? Why do companies issue shares? How many types of shares are there under the Companies Act, 2013? Development (30 minutes) <ol style="list-style-type: none"> Meaning of Shares <ul style="list-style-type: none"> Define "share" under Section 2(84) of the Companies Act, 2013. Explain that a share is a unit of ownership in a company and represents a claim on a company's assets and earnings Distinguish between share and stock briefly. Types of Shares under the Companies Act, 2013 <ul style="list-style-type: none"> Equity Shares <ul style="list-style-type: none"> Define Equity Shares as per Section 43(a). Features: voting rights, risk-bearing, residual claim. Sub-types: <ul style="list-style-type: none"> Equity shares with voting rights Equity shares with differential rights (explain conditions under Rule 4 of Companies (Share Capital and Debentures) Rules, 2014) Preference Shares <ul style="list-style-type: none"> Define Preference Shares under Section 43(b). Explain preference in dividend and capital repayment. Sub-types: <ul style="list-style-type: none"> Cumulative and Non-Cumulative Preference Shares Participating and Non-Participating Preference Shares Redeemable and Irredeemable Preference Shares Exercise (5 minutes) – <ul style="list-style-type: none"> “If you were an investor, which type of share would you prefer and why?” Encourage students to express opinions based on risk and return.
Closur	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students



<p>e</p>	<p>on these:</p> <ul style="list-style-type: none"> - Definition and meaning of shares - Classification into equity and preference shares - Features and distinctions among sub-types <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://epgp.inflibnet.ac.in/epgpdata/uploads/epgp_content/law/04_corporate_law/05_share_capital_its_nature_kinds_rights_and_liabilities_of_shareholders/et/8137_et_et.pdf - https://umeschandracollege.ac.in/pdf/study-material/company-law/Share%20Capital%20&%20Debenture.pdf - https://www.scribd.com/document/76191021/Types-of-Shares - https://mdcollege.in/wp-content/uploads/2021/12/PH_SYBFM_IV_DEBT-MARKET_TYPES-OF-SHARES.pdf - https://www.quintet.lu/media/mlsp0yyd/factsheet-investing-in-shares.pdf - https://www.icsi.edu/media/portals/0/SHARE%20CAPITAL%20AND%20DEBENTURES.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Outline the points of distinction between the equity shares with voting rights, equity shares with differential rights, and various types of preference shares</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
<p>Evaluation</p>	<p>1. Reflective Questions:</p> <p>What is meant by a "share" in a company? Why do companies issue shares? How many types of shares are there under the Companies Act, 2013? Enlist the various types of prospectus of a company.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 23	Course Name: Company Law Topic: meaning and types of Share capital	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the definition and legal framework of share capital under the Companies Act, 2013. Identify and explain the various types of share capital recognized in company law. Distinguish between different types of share capital with examples.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What do you mean by "share capital"? Why is share capital important for a company? Can there be different types of share capital? Development (30 minutes) <ol style="list-style-type: none"> Meaning of Share capital <ul style="list-style-type: none"> Define Share Capital under Section 2(84) of the Companies Act, 2013. Share capital represents the amount invested in the company by shareholders in exchange for shares. Explain the role of share capital in funding and ownership Types of Share Capital (as per Section 43 of Companies Act, 2013) <ul style="list-style-type: none"> Authorized Capital / Nominal Capital- The maximum capital a company is authorized to issue as per its Memorandum of Association, Can be increased with proper procedure. Issued Capital- That portion of the authorized capital which is offered to the public for subscription, Includes shares offered but not necessarily subscribed. Subscribed Capital- That portion of issued capital which is actually subscribed by investors, Can be fully or partly paid-up. Called-up Capital- That part of subscribed capital which the company has called for payment from shareholders. Paid-up Capital- The amount actually paid by shareholders on the called-up capital. Minimum paid-up capital requirement removed under Companies (Amendment) Act, 2015. Uncalled Capital and Reserve Capital- Uncalled Capital: Part of subscribed capital not yet called by the company. Reserve Capital: A portion of uncalled capital reserved to be called only in the event of winding up.



	<p>3. Exercise (5 minutes) – “Explain how a company moves from authorized capital to paid-up capital with a practical illustration.”</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none">- Defined share capital- Understood various types of capital- Learned the order and linkage of capital types <p>2. Suggested Reading</p> <ul style="list-style-type: none">- https://umeschandracollege.ac.in/pdf/study-material/company-law/Share%20Capital%20&%20Debenture.pdf- https://www.jiwaji.edu/pdf/ecourse/commerce/share_capital_m_com_2nd_sem.pdf- https://www.ijbmi.org/papers/Vol(4)1/Version-2/F0412060066.pdf- https://www.quintet.lu/media/mlsp0yyd/factsheet-investing-in-shares.pdf- https://www.icsi.edu/media/portals/0/SHARE%20CAPITAL%20AND%20DEBENTURES.pdf- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Outline the points of distinction between the different types of share capital. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What do you mean by "share capital"? Why is share capital important for a company? Can there be different types of share capital? Differentiate between the authorised and paid-up capital of a company. Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 24	Course Name: Company Law Topic: Debenture and Debenture Bond	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the meaning and legal definition of debentures under the Companies Act, 2013. Distinguish between debentures and debenture bonds. Identify the types and features of debentures issued by companies. Assess the rights of debenture holders and legal provisions regarding debenture issuance.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What is a debenture? Is it the same as a share? Why do companies issue debentures instead of shares? Development (30 minutes) <ol style="list-style-type: none"> Meaning and Definition of Debenture <ul style="list-style-type: none"> Define "Debenture" as per Section 2(30) of the Companies Act, 2013. Debenture is a document that acknowledges a debt owed by the company. It is a fixed-income instrument with a promise to repay the principal and interest. Debenture holders are creditors, not owners. Features of a Debenture <ul style="list-style-type: none"> Acknowledgement of debt Fixed rate of interest No voting rights Redeemable at a fixed date Can be secured or unsecured Types of Debentures: <ul style="list-style-type: none"> Secured and Unsecured Debentures Convertible and Non-Convertible Debentures Redeemable and Irredeemable Debentures Registered and Bearer Debentures Exercise (5 minutes) – <ul style="list-style-type: none"> Why might an investor prefer buying a debenture over shares?" "Which is safer: secured debenture or unsecured debenture, and why?"
Closure	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students on these: <ul style="list-style-type: none"> Meaning and nature of debentures Classification of debentures

	<ul style="list-style-type: none"> - Distinction between debentures and debenture bonds - Legal regulations and investor implications <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://umeschandracollege.ac.in/pdf/study-material/company-law/Share%20Capital%20&%20Debenture.pdf - https://wbsche.wb.gov.in/assets/pdf/commerce/GCC&BA_SUPR_Share-capital-1_Sushita-Chakraborty_UG(R1).pdf - https://utkaluniversity.ac.in/wp-content/uploads/2022/08/Debentures.pdf - https://www.scribd.com/document/81584629/Debenture-and-Bond - https://epgp.inflibnet.ac.in/epgpdata/uploads/epgp_content/S000006CO/P000398/M010480/ET/1455607372COM_P14_M15_ETEXT.pdf - https://www.mmmodinagar.ac.in/bridge-library/pdf/commerce/B.Com-III-Year-C-301-Mr-Amit-Tyagi-30-07-2020-Corporate-Accounting.pdf - https://www.icsi.edu/media/portals/0/SHARE%20CAPITAL%20AND%20DEBENTURE%20S.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Outline the points of distinction between the following:</p> <ol style="list-style-type: none"> (i) Debenture and Debenture Bond (ii) Secured and Unsecured Debentures (iii) Convertible and Non-convertible Debentures <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What is a debenture? Is it the same as a share? Why do companies issue debentures instead of shares? Define debenture and mention two types. What is a debenture bond and how is it different from a debenture?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 25	Course Name: Company Law Topic: Debenture and Debenture Bond	Course No.: LLB-401
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Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the meaning and legal definition of debentures under the Companies Act, 2013. Distinguish between debentures and debenture bonds. Identify the types and features of debentures issued by companies. Assess the rights of debenture holders and legal provisions regarding debenture issuance.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What is a debenture? Is it the same as a share? Why do companies issue debentures instead of shares? Development (30 minutes) <ol style="list-style-type: none"> Debenture vs. Debenture Bond: <ul style="list-style-type: none"> Debenture Bond is commonly used in international and private market contexts. It is a written acknowledgment of a debt under seal, promising repayment with interest. Difference: <ul style="list-style-type: none"> Debenture may be unsecured; Debenture Bond is often secured. Debenture is a broader legal instrument; Debenture Bond is more specific and usually used in fixed security lending. Legal Provisions: <ul style="list-style-type: none"> Refer to Section 71 of the Companies Act, 2013 regarding the issue of debentures. Rule 18 of Companies (Share Capital and Debentures) Rules, 2014. Exercise (5 minutes) – <ul style="list-style-type: none"> Why might an investor prefer buying a debenture over shares?” “Which is safer: secured debenture or unsecured debenture, and why?”
Closure	<ol style="list-style-type: none"> Summarize the Lesson Learning Outcomes and get affirmation from students on these: <ul style="list-style-type: none"> Meaning and nature of debentures Classification of debentures Distinction between debentures and debenture bonds Legal regulations and investor implications Suggested Reading <ul style="list-style-type: none"> https://umeschandracollege.ac.in/pdf/study-material/company-



	<p>law/Share%20Capital%20&%20Debenture.pdf</p> <ul style="list-style-type: none"> - https://wbsche.wb.gov.in/assets/pdf/commerce/GCC&BA_SUPR_Share-capital-1_Sushita-Chakraborty_UG(R1).pdf - https://utkaluniversity.ac.in/wp-content/uploads/2022/08/Debentures.pdf - https://www.scribd.com/document/81584629/Debenture-and-Bond - https://epgp.inflibnet.ac.in/epgpdata/uploads/epgp_content/S000006CO/P000398/M010480/ET/1455607372COM_P14_M15_ETEXT.pdf - https://www.mmcmadinagar.ac.in/bridge-library/pdf/commerce/B.Com-III-Year-C-301-Mr-Amit-Tyagi-30-07-2020-Corporate-Accounting.pdf - https://www.icsi.edu/media/portals/0/SHARE%20CAPITAL%20AND%20DEBENTURE_S.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p style="padding-left: 40px;">Outline the points of distinction between the following:</p> <ul style="list-style-type: none"> (i) Debenture and Debenture Bond (ii) Secured and Unsecured Debentures (iii) Convertible and Non-convertible Debentures <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p style="padding-left: 40px;">What is a debenture? Is it the same as a share? Why do companies issue debentures instead of shares? Define debenture and mention two types. What is a debenture bond and how is it different from a debenture?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 26	Course Name: Company Law Topic: Inter Corporate Loans	Course No.: LLB-401
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Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept and legal framework of inter-corporate loans under the Companies Act, 2013. Identify the conditions, limits, and compliance requirements related to inter-corporate loans. Explain the exemptions, penalties, and the role of the Board and shareholders in approving such transactions.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can one company give loans to another company? Why might a company want to lend to another company? Are there any legal restrictions or approvals needed? Development (30 minutes) <ol style="list-style-type: none"> Meaning of Inter-Corporate Loans <ul style="list-style-type: none"> Definition: Loans given by one company to another within the same group or to an unrelated corporate entity. Applicability: Public and private companies, subject to certain conditions. Legal Provisions under Companies Act, 2013 <ul style="list-style-type: none"> Section 186 of the Companies Act, 2013 Governs loans, guarantees, securities, and acquisition of securities by a company. Maximum limit: 60% of paid-up share capital, free reserves, and securities premium OR 100% of free reserves and securities premium, whichever is higher, without special resolution. Conditions for Granting Inter-Corporate Loans <ul style="list-style-type: none"> Special Resolution by shareholders (if exceeding the prescribed limit) Disclosure of purpose of loan Rate of interest not less than prevailing yield of government securities of similar maturity. Loans between holding and wholly-owned subsidiaries <ul style="list-style-type: none"> Banking companies, insurance companies, and housing finance companies (in ordinary course of business) Loans between holding and wholly-owned subsidiaries Banking companies, insurance companies, and housing finance companies (in ordinary course of business)



	<p>e. Restrictions and Prohibitions:</p> <ul style="list-style-type: none"> - Company cannot give loan if it has defaulted in repayment of deposits or interest - Loans to directors are regulated under Section 185, which is distinct from Section 186 <p>f. Penalties:</p> <ul style="list-style-type: none"> - Company: Fine up to ₹5 lakhs - Officers: Fine up to ₹1 lakh and/or imprisonment up to 2 years <p>3. Exercise (5 minutes) – “Company A (with paid-up capital and free reserves of ₹10 crores) proposes to lend ₹8 crores to Company B. What approvals are required?” Discuss.</p>
<p>Closure</p>	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Definition and scope of inter-corporate loans - Legal requirements under Section 186 - Approval limits, exemptions, penalties <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://cleartax.in/s/inter-corporate-loans-section-186 - https://www.slideshare.net/slideshow/inter-corporate-loanspdf/255585260 - https://www.scribd.com/document/584661790/Chapter-10 - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>What are the approval requirements under Section 186 for giving an inter-corporate loan?</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
<p>Evaluation</p>	<p>1. Reflective Questions:</p> <p>Can one company give loans to another company? Why might a company want to lend to another company? Are there any legal restrictions or approvals needed? Discuss the essential conditions required for giving inter-corporate loans under Sec. 186 of the Companies Act, 2013.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 27	Course Name: Company Law	Course No.: LLB-401
	Topic: Role of court in protecting the interest of creditors and shareholders	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the powers and jurisdiction of courts and tribunals under the Companies Act, 2013. Identify how courts protect the interests of shareholders and creditors in various legal situations. Analyze judicial mechanisms such as oppression and mismanagement, winding up, and compromise arrangements.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <p>Who protects the rights of shareholders and creditors when a company defaults or mismanages funds?</p> <p>What legal forums are available to these stakeholders?</p> <p>Can courts interfere in the internal management of a company?</p> Development (30 minutes) <ol style="list-style-type: none"> Role of Courts and NCLT (National Company Law Tribunal) <ul style="list-style-type: none"> Courts and tribunals ensure that corporate actions adhere to the law. NCLT has replaced High Courts for most corporate matters under the Companies Act, 2013. NCLAT as appellate body. Protection of Creditors' Interests <ul style="list-style-type: none"> Secured creditors' rights Preferential payments (Section 327) Realization of assets and distribution Under Compromise or Arrangement (Section 230–232) Approval of scheme with majority creditors Court's power to supervise and modify the scheme against Fraudulent Activities- Section 339: Liability for fraudulent conduct of business, Section 447: Punishment for fraud Protection of Shareholders' Interests <ul style="list-style-type: none"> Oppression and Mismanagement (Section 241–246) Right to apply to NCLT if the affairs of the company are prejudicial Class Action Suits (Section 245) - Shareholders can



	<p>collectively sue for damages, cancellation of acts, or compensation</p> <ul style="list-style-type: none"> - In Case of Misstatements in Prospectus (Section 35) - Legal remedy for shareholders misled during IPO- Right to Information and Inspection - Shareholders can inspect books and demand transparency (Section 171, 173) - <p>3. Exercise (5 minutes) – Students are asked to analyze a scenario: "A company is misusing funds and not conducting AGMs. What remedies are available to shareholders and how can the court help?"</p>
<p>Closure</p>	<ol style="list-style-type: none"> 1. Summarize the Lesson Learning Outcomes and get affirmation from students on these: <ul style="list-style-type: none"> - Role of court/NCLT in corporate governance - Protection mechanisms for creditors and shareholders - Use of class actions, winding-up petitions, and oppression claims 2. Suggested Reading <ul style="list-style-type: none"> - https://cleartax.in/s/inter-corporate-loans-section-186 - https://www.slideshare.net/slideshow/inter-corporate-loanspdf/255585260 - https://www.scribd.com/document/584661790/Chapter-10 - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf 3. Homework Write a short note (300–350 words) on: "How does the NCLT play a role in protecting the interests of minority shareholders?" <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
<p>Evaluation</p>	<ol style="list-style-type: none"> 1. Reflective Questions: Who protects the rights of shareholders and creditors when a company defaults or mismanages funds? What legal forums are available to these stakeholders? Can courts interfere in the internal management of a company? What are the key powers of NCLT in protecting creditors? Name any two legal remedies available to shareholders. <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 28	Course Name: Company Law	Course No.: LLB-401
	Topic: Class Action Suits	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the meaning, purpose, and legal framework of class action suits under the Companies Act, 2013. Identify the eligibility criteria and procedure for filing a class action suit. Evaluate the role of class action suits in protecting the rights of minority shareholders and depositors. Analyze relevant case laws and judicial trends on class action suits in India.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can shareholders collectively take legal action against a company? What if minority shareholders suffer due to company mismanagement? Have you heard of the Satyam or IL&FS cases? Development (30 minutes) <ol style="list-style-type: none"> Meaning and Purpose <ul style="list-style-type: none"> Definition: A class action is a legal remedy under Section 245 of the Companies Act, 2013 allowing a group of shareholders or depositors to collectively sue a company, its directors, auditors, or advisors for acts prejudicial to their interest. Purpose: Protect the interests of minority shareholders and depositors; ensure accountability and corporate governance. Who Can File a Class Action Suit? <ul style="list-style-type: none"> Members (Shareholders)- Company with share capital: Not less than 100 members or 10% of total members (whichever is less), or any member(s) holding not less than 10% of issued share capital. Company without share capital: Not less than 20% of total members. Depositors- Not less than 100 depositors or 10% of total depositors. Against Whom Can Class Action Be Filed? <ul style="list-style-type: none"> The company Its directors

	<ul style="list-style-type: none"> - Auditor/auditing firm - Expert/advisor/consultant - Any person involved in misleading statements or wrongful acts <p>d. Reliefs Available in a Class Action Suit:</p> <ul style="list-style-type: none"> - Restrain company from committing an act contrary to the law - Claim damages or compensation from directors, auditors, or advisors - Restrain company from altering its MOA or AOA - Declare any resolution as void if passed by suppression or misstatement <p>e. Procedure for Filing Class Action Suit</p> <ul style="list-style-type: none"> - Filing petition before National Company Law Tribunal (NCLT) - Admission and publication of notice - Hearing and representation - Tribunal's order and enforcement <p>f. Safeguards against frivolous suits:</p> <ul style="list-style-type: none"> - Tribunal may reject an application if it believes the claim is malicious or vexatious - Tribunal can order costs <p>3. Exercise (5 minutes) – “A group of 90 shareholders out of 5,000 want to sue the company’s auditor for misleading the financials. Can they file a class action suit? Why or why not?”</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of class action suits - Eligibility and process for initiating such suits - Reliefs available to aggrieved shareholders and depositors <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://www.raijmr.com/ijrmp/wp-content/uploads/2017/11/IJRMP_2015_vol04_issue_01_06.pdf - https://www.lkouniv.ac.in/site/writereaddata/siteContent/202004241216240526rkverma_law_law.pdf - https://www.taxmann.com/post/blog/all-about-class-action-suits-under-the-companies-act-2013-section-245-and-246 - https://www.ijlsi.com/wp-content/uploads/A-Jurisdictional-Analysis-of-Class-Action-Suits-under-Section-245-of-the-Companies-Act-2013.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write a brief essay (300–400 words) on: “Importance of class action suits in protecting minority shareholders under Indian company law.” Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What are the eligibility requirements for filing a class action suit under Section 245?</p>



	<p>What kind of reliefs can shareholders seek? How does the NCLT safeguard against misuse of class action suits?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>
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Lesson Plan No. 29	Course Name: Company Law	Course No.: LLB-401
	Topic: Company Meetings and Procedure	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the different types of company meetings as per the Companies Act, 2013. Comprehend the procedural requirements for convening, conducting, and concluding company meetings. Analyze the legal significance and consequences of non-compliance with meeting procedures. Differentiate between Board Meetings, General Meetings, and other statutory meetings.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Why are meetings important in the governance of a company? Who attends these meetings and what decisions are taken? Can a company function without conducting proper meetings? Development (30 minutes) <ol style="list-style-type: none"> Types of Company Meetings: <ul style="list-style-type: none"> Board Meetings: <ul style="list-style-type: none"> Governed by Section 173 First board meeting within 30 days of incorporation Minimum 4 meetings every year; gap between two meetings should not exceed 120 days Quorum: 1/3rd of total strength or 2 directors, whichever is higher Notice: Minimum 7 days Annual General Meeting (AGM) – Section 96 <ul style="list-style-type: none"> Mandatory for all companies except OPC Held within 6 months of the end of the financial year First AGM: within 9 months of end of first financial year Business: approval of accounts, declaration of dividends, appointment of auditors Extraordinary General Meeting (EGM) – Section 100 <ul style="list-style-type: none"> Convened for urgent or special business Called by Board or on requisition by members holding 10% voting right Notice period: 21 clear days Class Meetings:



	<ul style="list-style-type: none">- For shareholders of a specific class (e.g., preference shareholders)- Required for altering class rights (Section 48) <p>e. Creditors' and Debenture Holders' Meetings</p> <ul style="list-style-type: none">- In cases of compromise, restructuring, or winding up (Sections 230–232) <hr/> <p>3. Exercise (5 minutes) – Discuss the procedure established for company's meetings under the provisions of the Companies Act, 2013.</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none">- Meaning and importance of company meetings- Procedural requirements under the Companies Act, 2013- Differences between Board Meetings, AGM, EGM, and Class Meetings- Legal implications of not following proper procedure <p>2. Suggested Reading</p> <ul style="list-style-type: none">- https://www.arsdcollege.ac.in/wp-content/uploads/2020/04/Corporate-Law-meetings.pdf- https://umeschandracollege.ac.in/pdf/study-material/business-law/2nd-sem-Company-Law-CHAPTER-MEETING.pdf- https://egyankosh.ac.in/bitstream/123456789/14010/1/Unit-6.pdf- https://blog.ipleaders.in/types-of-meetings-in-company-law/- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Outline the points of distinction between AGM, Extraordinary meetings and class meetings. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What are the differences between AGM and EGM? What is the minimum quorum for a Board Meeting? When must a company hold its first AGM?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 30	Course Name: Company Law	Course No.: LLB-401
	Topic: Company Meetings and Procedure	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the different types of company meetings as per the Companies Act, 2013. Comprehend the procedural requirements for convening, conducting, and concluding company meetings. Analyze the legal significance and consequences of non-compliance with meeting procedures. Differentiate between Board Meetings, General Meetings, and other statutory meetings.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Why are meetings important in the governance of a company? Who attends these meetings and what decisions are taken? Can a company function without conducting proper meetings? Development (30 minutes) <ol style="list-style-type: none"> Procedure for Conducting Meetings <ul style="list-style-type: none"> Notice: Clear, written, proper notice period Agenda: Listing business to be transacted Quorum: Minimum number of members/directors required Chairperson: Presides over the meeting Resolutions: Ordinary and special resolutions; passed by majority or special majority Minutes: Accurate and timely recording of proceedings (Section 118) Resolutions under the Companies Act, 2013 <ul style="list-style-type: none"> Ordinary Resolution – Passed by simple majority Special Resolution – Requires at least 75% votes in favour Examples: Alteration of MOA/AOA, reduction of capital, buy-back, etc. Penalties for Non-Compliance <ul style="list-style-type: none"> Fine on company and officers for failing to hold AGM (Section 99) Resolutions passed without quorum or due process are invalid



	<p>3. Exercise (5 minutes) – Discuss the procedure established for company’s meetings under the provisions of the Companies Act, 2013.</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none">- Meaning and importance of company meetings- Procedural requirements under the Companies Act, 2013- Differences between Board Meetings, AGM, EGM, and Class Meetings- Legal implications of not following proper procedure <p>2. Suggested Reading</p> <ul style="list-style-type: none">- https://www.arsdcollege.ac.in/wp-content/uploads/2020/04/Corporate-Law-meetings.pdf- https://umeschandracollege.ac.in/pdf/study-material/business-law/2nd-sem-Company-Law-CHAPTER-MEETING.pdf- https://egyankosh.ac.in/bitstream/123456789/14010/1/Unit-6.pdf- https://blog.ipleaders.in/types-of-meetings-in-company-law/- https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Outline the points of distinction between AGM, Extraordinary meetings and class meetings. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What are the differences between AGM and EGM? What is the minimum quorum for a Board Meeting? When must a company hold its first AGM? Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 31	Course Name: Company Law	Course No.: LLB-401
	Topic: Meaning and Kinds of Directors	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the meaning and legal position of a director under the Companies Act, 2013. Identify and classify the various kinds of directors recognized under the Act. Explain the role and duties of different types of directors in the governance of a company. Analyze relevant legal provisions and real-life examples concerning company directors.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Who manages the affairs of a company? Are all directors the same? Can you name different types of directors you've heard of? Development (30 minutes) <ol style="list-style-type: none"> Meaning and Legal Definition <ul style="list-style-type: none"> As per Section 2(34) of the Companies Act, 2013: "Director means a director appointed to the Board of a company." Directors act as agents, trustees, and officers of the company. Board of Directors is the collective body of individual directors. Legal framework for appointment, removal, qualifications, and disqualifications provided in Sections 149–172. Kinds of Directors <ul style="list-style-type: none"> Executive Director <ul style="list-style-type: none"> Involved in day-to-day management Full-time employee of the company Non-Executive Director <ul style="list-style-type: none"> Not involved in daily operations Advisory or supervisory role Independent Director (<i>Section 149(6)</i>) <ul style="list-style-type: none"> Not related to promoters; must be impartial Applicable for listed companies Important for corporate governance



	<ul style="list-style-type: none"> - Tenure: Up to 5 consecutive years e. Managing Director (<i>Section 2(54)</i>) <ul style="list-style-type: none"> - Entrusted with substantial powers of management - Appointed through agreement, resolution, or AOA f. Whole-time Director (<i>Section 2(94)</i>) <ul style="list-style-type: none"> - In whole-time employment of the company g. Nominee Director: <ul style="list-style-type: none"> - Appointed by banks/financial institutions or government - Represents interest of nominating body h. Additional Director (<i>Section 161(1)</i>) <ul style="list-style-type: none"> - Appointed by Board between two AGMs - Holds office till next AGM i. Alternate Director (<i>Section 161(2)</i>) <ul style="list-style-type: none"> - Acts in place of a director who is absent for at least 3 months - Temporary substitute j. Small Shareholders' Director (<i>Section 151</i>) <ul style="list-style-type: none"> - Elected by small shareholders - Mandatory for listed companies on demand k. Women Director (<i>Section 149(1)</i>) <ul style="list-style-type: none"> - Mandatory for certain class of companies - Encourages gender diversity on board <hr/> <p>3. Exercise (5 minutes) – Ask students to match a list of director types with their correct characteristics or legal provisions.</p>
<p>Closure</p>	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of the meaning and role of directors - Classification of directors under the Companies Act, 2013 - Legal framework governing different types of directors - Significance of independent, women, and small shareholders' directors in governance <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://www.odce.ie/Portals/0/Directors.pdf - https://egyankosh.ac.in/bitstream/123456789/67955/1/Unit-13.pdf - https://www.icsi.edu/media/filer_public/f5/1a/f51aac22-22e0-44ba-88f8-dbc6490b595e/ppt_transition_towards_an_experience_-_driven_service_model.pdf - https://cleartax.in/s/types-of-directors-in-a-company - https://www.thefis.org/?td_restrict_media_path_by_role=/wp-content/uploads/2016/03/Directors-Duties-Responsibilities-and-Liabilities.pdf - https://blog.ipleaders.in/director-companies-act-2013/ - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write short notes on the following (choose any three):</p> <ul style="list-style-type: none"> (a) Independent Director (b) Nominee Director (c) Managing Director



	<p>(d) Alternate Director (e) Small Shareholders' Director</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What is the difference between a Whole-time Director and a Managing Director? What is the role of an Independent Director? Who can appoint a Nominee Director?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 32	Course Name: Company Law	Course No.: LLB-401
	Topic: Powers, duties and Liabilities of a director	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the statutory, fiduciary, and general duties of directors under the Companies Act, 2013. Identify the various liabilities (civil, criminal, statutory) imposed on directors. Explain the powers conferred upon directors and how they are exercised. Analyze case laws and examples illustrating misuse or proper exercise of powers and duties.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Who manages the affairs of a company? Are all directors the same? Can you name different types of directors you've heard of? Development (30 minutes) <ol style="list-style-type: none"> Liabilities: <ul style="list-style-type: none"> Civil Liability- For breach of fiduciary duty, Misstatements in prospectus (Section 35), Ultra vires acts or negligence Criminal Liability- Fraudulent acts (Section 447), Failure to repay deposits (Section 74), Non-filing of returns, failure to hold meetings (penalty or imprisonment) Statutory Liability- Under Companies Act, SEBI Act, FEMA, Income Tax Act, etc. General Powers (Section 179) <ul style="list-style-type: none"> Board can exercise all powers of the company except those reserved for shareholders, Borrowing money, Investing funds, Granting loans, Approving financial statements, Declaring interim dividends Specific Powers to be exercised only by Board resolution: <ul style="list-style-type: none"> To make calls on shareholders To authorize buy-back of securities To issue debentures To approve merger/amalgamation proposals Restrictions under Section 180 (Require shareholders'



	<p>approval):</p> <ul style="list-style-type: none"> - To sell/lease the whole or substantial part of undertaking <p>3. Exercise (5 minutes) – Ask students to match a list of director types with their correct characteristics or legal provisions.</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of the meaning and role of directors - Classification of directors under the Companies Act, 2013 - Legal framework governing different types of directors - Significance of independent, women, and small shareholders’ directors in governance <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://www.odce.ie/Portals/0/Directors.pdf - https://egyankosh.ac.in/bitstream/123456789/67955/1/Unit-13.pdf - https://www.icsi.edu/media/filer_public/f5/1a/f51aac22-22e0-44ba-88f8-dbc6490b595e/ppt_transition_towards_an_experience_-_driven_service_model.pdf - https://cleartax.in/s/types-of-directors-in-a-company - https://www.thefis.org/?td_restrict_media_path_by_role=/wp-content/uploads/2016/03/Directors-Duties-Responsibilities-and-Liabilities.pdf - https://blog.ipleaders.in/director-companies-act-2013/ - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write short notes on the powers and liabilities of director of a company. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What are the responsibilities of a director of a company? Point out the liabilities of a director towards the company? Who can appoint a Nominee Director?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 33	Course Name: Company Law	Course No.: LLB-401
	Topic: Prevention of Oppression and Mis-management	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the legal concepts of oppression and mismanagement in a company. Explain the rights of minority shareholders and remedies available under the Companies Act, 2013. Analyze the role of the National Company Law Tribunal (NCLT) in providing relief. Evaluate landmark cases and procedural aspects related to petitions for prevention of oppression and mismanagement.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can majority shareholders always make decisions without question? What if the majority abuses its power? What protections do minority shareholders have? Development (30 minutes) <ol style="list-style-type: none"> Liabilities: <p>Meaning of Oppression and Mismanagement</p> <ul style="list-style-type: none"> Oppression – Conduct that is burdensome, harsh, and wrongful against minority shareholders Mismanagement – Misuse of managerial powers that harms the company's or shareholders' interests These terms are not defined in the Act, but interpreted through judicial precedents - <i>Case Reference: Shanti Prasad Jain v. Kalinga Tubes Ltd.</i> Oppression must be continuous and affect rights as members. Legal Provisions (Sections 241-246) of the Companies Act, 2013: <ul style="list-style-type: none"> Who can apply?- Minimum 100 members or 1/10th of total members (whichever is less) In case of company with share capital: members holding at least 1/10th of issued share capital Grounds: Company's affairs are conducted in a manner prejudicial to public interest, company's interest or oppressive to any member Section 242 – Powers of the Tribunal <ul style="list-style-type: none"> Tribunal may make orders to: Regulate conduct of company's affairs, Buy out shares of oppressed members, Remove

	<p>directors/managers responsible, Recover undue gains made by any person</p> <p>d. Section 244 – Right to Apply</p> <ul style="list-style-type: none"> - Specifies locus standi of members and waiver provisions <p>e. Section 245 – Class Action Suits</p> <ul style="list-style-type: none"> - Collective action by members/depositors against misconduct - Prevents abuse of power by management or advisors <p>f. Remedies and Role of NCLT:</p> <ul style="list-style-type: none"> - Exclusive jurisdiction over oppression/mismanagement cases - Acts as a quasi-judicial forum with wide remedial powers - Ensures balance between majority rule and minority protection <hr/> <p>3. Exercise (5 minutes) – A fictional scenario where majority shareholders deny dividend or alter articles to disadvantage a minority group. Ask students: Is this oppression or mismanagement? What relief is available?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of oppression and mismanagement as legal concepts - Awareness of statutory provisions (Sections 241–246) - Clarity on how and when relief can be sought from the NCLT <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://taxguru.in/company-law/oppression-mismanagement-companies-act-2013-section-241-246.html - https://www.jetir.org/papers/JETIR2305420.pdf - https://www.lkouniv.ac.in/site/writereaddata/siteContent/202004282035363249rkverma_Company_Law_1.pdf - https://cleartax.in/s/oppression-mismanagement - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Write a short note (approx. 300 words) on: The conditions under which minority shareholders can file a petition under Section 241 One recent NCLT or NCLAT case involving oppression or mismanagement</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions:</p> <p>What is the minimum shareholding required to file under Section 241? What powers does NCLT have under Section 242? Differentiate between oppression and mismanagement.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



Model Institute of Engineering
& Technology (Autonomous)
Lesson Plan

Kot, Bhalwal, Jammu



Dr. Arun K. Gupta Teaching-Learning Centre

Version 1.1



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Lesson Plan No. 34	Course Name: Company Law	Course No.: LLB-401
	Topic: Prevention of Oppression and Mis-management	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the legal concepts of oppression and mismanagement in a company. Explain the rights of minority shareholders and remedies available under the Companies Act, 2013. Analyze the role of the National Company Law Tribunal (NCLT) in providing relief. Evaluate landmark cases and procedural aspects related to petitions for prevention of oppression and mismanagement.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can majority shareholders always make decisions without question? What if the majority abuses its power? What protections do minority shareholders have? Development (30 minutes) <ol style="list-style-type: none"> Liabilities: <p>Meaning of Oppression and Mismanagement</p> <ul style="list-style-type: none"> Oppression – Conduct that is burdensome, harsh, and wrongful against minority shareholders Mismanagement – Misuse of managerial powers that harms the company's or shareholders' interests These terms are not defined in the Act, but interpreted through judicial precedents - <i>Case Reference: Shanti Prasad Jain v. Kalinga Tubes Ltd.</i> Oppression must be continuous and affect rights as members. Legal Provisions (Sections 241-246) of the Companies Act, 2013: <ul style="list-style-type: none"> Who can apply?- Minimum 100 members or 1/10th of total members (whichever is less) In case of company with share capital: members holding at least 1/10th of issued share capital Grounds: Company's affairs are conducted in a manner prejudicial to public interest, company's interest or oppressive to any member Section 242 – Powers of the Tribunal <ul style="list-style-type: none"> Tribunal may make orders to: Regulate conduct of company's affairs, Buy out shares of oppressed members, Remove

	<p>directors/managers responsible, Recover undue gains made by any person</p> <p>d. Section 244 – Right to Apply</p> <ul style="list-style-type: none"> - Specifies locus standi of members and waiver provisions <p>e. Section 245 – Class Action Suits</p> <ul style="list-style-type: none"> - Collective action by members/depositors against misconduct - Prevents abuse of power by management or advisors <p>f. Remedies and Role of NCLT:</p> <ul style="list-style-type: none"> - Exclusive jurisdiction over oppression/mismanagement cases - Acts as a quasi-judicial forum with wide remedial powers - Ensures balance between majority rule and minority protection <hr/> <p>3. Exercise (5 minutes) – A fictional scenario where majority shareholders deny dividend or alter articles to disadvantage a minority group. Ask students: Is this oppression or mismanagement? What relief is available?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of oppression and mismanagement as legal concepts - Awareness of statutory provisions (Sections 241–246) - Clarity on how and when relief can be sought from the NCLT <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://taxguru.in/company-law/oppression-mismanagement-companies-act-2013-section-241-246.html - https://www.jetir.org/papers/JETIR2305420.pdf - https://www.lkouniv.ac.in/site/writereaddata/siteContent/202004282035363249rkverma_Company_Law_1.pdf - https://cleartax.in/s/oppression-mismanagement - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write a short note (approx. 300 words) on: The conditions under which minority shareholders can file a petition under Section 241 One recent NCLT or NCLAT case involving oppression or mismanagement Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What is the minimum shareholding required to file under Section 241? What powers does NCLT have under Section 242? Differentiate between oppression and mismanagement.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



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Lesson Plan No. 35	Course Name: Company Law	Course No.: LLB-401
	Topic: Insider Trading	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept and types of insider trading. Identify who qualifies as an "insider" under SEBI (Prohibition of Insider Trading) Regulations, 2015. Explain what constitutes Unpublished Price Sensitive Information (UPSI). Analyze the regulatory framework and penalties associated with insider trading in India. Evaluate landmark case laws relating to insider trading and the role of SEBI in enforcement.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can someone be punished for buying shares based on non-public information? What if a director tells a friend about a future merger, and the friend buys shares? How does insider trading affect market fairness? Development (30 minutes) <ol style="list-style-type: none"> Meaning and Concept of Insider Trading <ul style="list-style-type: none"> Define Insider Trading (with reference to SEBI (PIT) Regulations, 2015). Insider trading erodes investor confidence and violates market integrity Who is an Insider? <ul style="list-style-type: none"> Connected person (director, employee, immediate relatives, auditors, etc.) Possession-based insiders (those having access to UPSI regardless of position) Unpublished Price Sensitive Information (UPSI) When does information become "published"?- SEBI (Prohibition of Insider Trading) Regulations, 2015 Key provisions: <ul style="list-style-type: none"> Prohibition on communication and trading using UPSI (Regulations 3 and 4) Compliance mechanisms: Code of Conduct, Trading Window, Pre-clearance

	<ul style="list-style-type: none"> - Role of Compliance Officer - Penalties under SEBI Act (Section 15G): up to ₹25 crore or 3 times profit made - SEBI's powers of investigation and enforcement <hr/> <p>3. Exercise (5 minutes) – A company's CFO knows about upcoming dismal quarterly results and informs a relative who sells off shares. Ask students: Is this insider trading? Who is the insider here? What penalties can apply?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding the concept of insider trading - Who is called insider? - What is UPSI - Clarity on how and when relief can be sought from the NCLT <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://rajdhnicollege.ac.in/admin/ckeditor/ckfinder/userfiles/files/Concept%20of%20Insider%20Trading.pdf - https://nluassam.ac.in/docs/Journals/NLUALPR/Volume-7/Article-5.pdf - https://www.kmew.in/images/pdf/code-conduct-insider-trading.pdf - https://www.ijrpr.com/uploads/V2ISSUE7/IJRPR681.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write a short note (approx. 300 words) on insider trading. Whether it is legal or illegal in India. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: What is insider trading? Do we have regulations in India to regulate the acts of insider? What is UPSI and who is called as insider?</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 36	Course Name: Company Law	Course No.: LLB-401
	Topic: Corporate Fraud	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Define corporate fraud and identify its various forms. Understand the legal framework governing corporate fraud under the Companies Act, 2013. Examine the role and powers of statutory authorities such as the Serious Fraud Investigation Office (SFIO). Analyze key judicial precedents involving corporate fraud. Evaluate the preventive and penal provisions under the law.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <p>What comes to mind when you hear the term “corporate fraud”?</p> <p>Have you heard of any real-life corporate scams in India?</p> <p>Why is corporate fraud considered a threat to economic stability?</p> Development (30 minutes) <ol style="list-style-type: none"> Meaning and Scope of Corporate Fraud <ul style="list-style-type: none"> As per Section 447 of the Companies Act, 2013: <p>“Any act, omission, concealment of fact, or abuse of position committed with intent to deceive...”</p> Forms of Corporate Fraud: <ul style="list-style-type: none"> Misstatement of financial records Asset misappropriation Insider trading and falsification of documents Bribery and corruption Legal Provisions Under Companies Act, 2013 <ul style="list-style-type: none"> Section 447 – Punishment for Fraud Section 448 – False statements Section 449 – False evidence Section 451 – Punishment where no specific penalty is provided Section 212 – Role and Investigation by SFIO Penalties and Punishment <ul style="list-style-type: none"> Imprisonment up to 10 years + Fine (minimum amount involved) No bail for serious fraud (non-bailable offence)

	<p>3. Exercise (5 minutes) – A CFO of a listed company manipulates revenue figures to meet market expectations. Based on this, the company raises funds from investors. Questions for students: Is this corporate fraud? What sections of the Companies Act would apply? Which authority should investigate the matter?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding of corporate fraud and its types - Familiarity with relevant provisions (Sections 212, 447–451) - Clarity on investigation procedures and SFIO's role - Awareness of major Indian corporate fraud cases <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://core.ac.uk/download/pdf/143409413.pdf - https://docs.manupatra.in/newslines/articles/Upload/1D2B5971-22D4-4345-8B20-24BD9F9ACF77_Menon_51-62.pdf - https://ijirl.com/wp-content/uploads/2024/01/CORPORATE-GOVERNANCE-AND-FINANCIAL-SCAMS-IN-INDIA-A-CRITICAL-ANALYSIS-OF-PREVENTIVE-MEASURES.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Choose any one corporate fraud case in India and write a brief on its legal consequences and actions taken under the Companies Act. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>1. Reflective Questions: Define corporate fraud as per the Companies Act. What is the punishment for corporate fraud under Section 447? What is the role of the SFIO in such cases? Name one landmark corporate fraud case and its outcome.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 37	Course Name: Company Law	Course No.: LLB-401
	Topic: Insider Trading	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept and types of insider trading. Identify who qualifies as an "insider" under SEBI (Prohibition of Insider Trading) Regulations, 2015. Explain what constitutes Unpublished Price Sensitive Information (UPSI). Analyze the regulatory framework and penalties associated with insider trading in India. Evaluate landmark case laws relating to insider trading and the role of SEBI in enforcement.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can someone be punished for buying shares based on non-public information? What if a director tells a friend about a future merger, and the friend buys shares? How does insider trading affect market fairness? Development (30 minutes) <ol style="list-style-type: none"> Meaning and Concept of Insider Trading <ul style="list-style-type: none"> Define Insider Trading (with reference to SEBI (PIT) Regulations, 2015). Insider trading erodes investor confidence and violates market integrity Who is an Insider? <ul style="list-style-type: none"> Connected person (director, employee, immediate relatives, auditors, etc.) Possession-based insiders (those having access to UPSI regardless of position) Unpublished Price Sensitive Information (UPSI) When does information become "published"?- SEBI (Prohibition of Insider Trading) Regulations, 2015 Key provisions: <ul style="list-style-type: none"> Prohibition on communication and trading using UPSI (Regulations 3 and 4) Compliance mechanisms: Code of Conduct, Trading Window, Pre-clearance



	<ul style="list-style-type: none"> - Role of Compliance Officer - Penalties under SEBI Act (Section 15G): up to ₹25 crore or 3 times profit made - SEBI's powers of investigation and enforcement <hr/> <p>3. Exercise (5 minutes) – A company's CFO knows about upcoming dismal quarterly results and informs a relative who sells off shares. Ask students: Is this insider trading? Who is the insider here? What penalties can apply?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Understanding the concept of insider trading - Who is called insider? - What is UPSI - Clarity on how and when relief can be sought from the NCLT <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://rajdhnicollege.ac.in/admin/ckeditor/ckfinder/userfiles/files/Concept%20of%20Insider%20Trading.pdf - https://nluassam.ac.in/docs/Journals/NLUALPR/Volume-7/Article-5.pdf - https://www.kmew.in/images/pdf/code-conduct-insider-trading.pdf - https://www.ijrpr.com/uploads/V2ISSUE7/IJRPR681.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write a short note (approx. 300 words) on insider trading. Whether it is legal or illegal in India. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What is insider trading? 2. Do we have regulations in India to regulate the acts of insider? 3. What is UPSI and who is called as insider? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 38	Course Name: Company Law	Course No.: LLB-401
	Topic: CSR- Meaning and Evolution of CSR in India	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Define CSR from multiple legal and social perspectives. Explain the importance and objectives of CSR in a corporate setup. Understand the historical evolution of CSR globally and in India. Identify the key phases in the development of CSR norms in the Indian context.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <p>Why do companies build schools, hospitals or support rural development?"</p> <p>“Is CSR about charity or accountability?”</p> <p>“Can CSR help companies grow in the long term?”</p> Development (30 minutes) <ol style="list-style-type: none"> Meaning and Definition of CSR <ul style="list-style-type: none"> Meaning: CSR refers to the ethical responsibility of businesses to contribute to the economic development of the society while improving the quality of life of the workforce, their families, and the local community. Definition (WBCSD): “CSR is the continuing commitment by business to behave ethically and contribute to economic development while improving the quality of life...” Key Concepts: <ul style="list-style-type: none"> Corporate citizenship Sustainable development Triple bottom line: People, Planet, Profit Evolution of CSR in India- Divide the evolution into four major phases- Philanthropic Era (Pre-independence – up to 1947) <ul style="list-style-type: none"> Personal charity by business families (Tatas, Birlas, Bajaj) Focus on education, temples, and hospitals State-led Era (1947–1990) <ul style="list-style-type: none"> Emergence of public sector undertakings (PSUs) Social obligations through government policies Minimal corporate participation in social initiatives Liberalization & Strategic CSR Era (1991–2013): <ul style="list-style-type: none"> Economic reforms led to greater business autonomy Increasing role of private enterprises in development

	<ul style="list-style-type: none"> - CSR used as a tool for brand building and stakeholder engagement <p>f. Mandatory CSR Era (Post-2013):</p> <ul style="list-style-type: none"> - Companies Act, 2013 made CSR compliance mandatory for certain companies - CSR now a blend of legal obligation and ethical responsibility <hr/> <p>3. Exercise (5 minutes) – Students were asked to comment on How does CSR impact the company's reputation, legal standing, and public trust?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - CSR has evolved from individual charity to corporate responsibility. - In India, it moved from voluntary to mandatory after the 2013 Act. - It reflects ethical business practice and good governance. <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://egyankosh.ac.in/bitstream/123456789/92308/1/Unit-10.pdf - https://www.ijltemas.in/DigitalLibrary/Vol.3Issue7/164-167.pdf - https://www.pwc.in/assets/pdfs/publications/2013/handbook-on-corporate-social-responsibility-in-india.pdf - https://www.ijlmh.com/wp-content/uploads/Evolution-and-Importance-of-CSR-in-the-Indian-Context.pdf - https://www.chitkara.edu.in/global-week/faculty-data/cbs/Shuchi-Dawra/RP-KKC-2.pdf - https://www.ijcrt.org/papers/IJCRT2001011.pdf - https://iaeme.com/MasterAdmin/Journal_uploads/IJMHRM/VOLUME_13_ISSUE_1/IJMHRM_13_01_008.pdf - https://docs.manupatra.in/newslines/articles/Upload/E6D1EF83-3FA1-4B1A-A340-EBD93E9DC5C9.pdf - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Write a short Note (250 words) on: Trace the evolution of CSR in India through its four phases. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions: What is the basic idea behind CSR? Name two features of CSR during the pre-independence era. When did CSR become a legal requirement in India? Define “Triple Bottom Line” in CSR context.</p> <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 39	Course Name: Company Law	Course No.: LLB-401
	Topic: Legal aspect of CSR in India	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the statutory framework of CSR under the Companies Act, 2013. Identify the key legal provisions governing CSR in India. Explain the role of the Board and CSR Committee under the law. Analyze the consequences of non-compliance. Evaluate the impact of recent amendments and judicial interpretations on CSR obligations
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <p>“Should companies be legally required to give back to society?”</p> <p>A profitable company ignoring CSR vs. a company making strategic CSR investments. Comment</p> <p>In India, CSR isn't just voluntary — it's law.</p> Development (30 minutes) <ol style="list-style-type: none"> Legal Framework of CSR <ul style="list-style-type: none"> Introduced under Section 135 of the Companies Act, 2013 India is the first country to mandate CSR spending by law Applicability (Section 135) <ul style="list-style-type: none"> CSR provisions apply to every company that meets any one of the following: <ul style="list-style-type: none"> Net worth of ₹500 crore or more, or Turnover of ₹1000 crore or more, or Net profit of ₹5 crore or more during the immediately preceding financial year CSR Committee <ul style="list-style-type: none"> Must consist of at least three directors, one of whom should be an independent director (if applicable) Role: Formulate and recommend CSR Policy Recommend expenditure amount Monitor implementation of CSR projects CSR Policy and Schedule VII CSR Expenditure Requirement <ul style="list-style-type: none"> Minimum 2% of average net profits of the last 3 financial years Spending must be on CSR activities within India Non-compliance may lead to monetary penalties: <ul style="list-style-type: none"> Company: Up to ₹1 crore

	<ul style="list-style-type: none"> - Officers in default: Up to ₹2 lakh <p>g. Reporting Obligations</p> <ul style="list-style-type: none"> - Composition of CSR Committee - CSR policy and projects undertaken - Reasons for any unspent amount - CSR Report to be filed with the Registrar of Companies <hr/> <p>3. Exercise (5 minutes) – “A company with ₹8 crore profit in the last financial year fails to spend any amount on CSR and does not report the reasons. What are the legal consequences? What should the Board have done to remain compliant?”</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - CSR is now a legal obligation, not just a business ethic - Section 135 and Schedule VII govern CSR activities - CSR Committees play a key monitoring role - Penalties exist for non-compliance with spending and disclosure norms - Legal enforcement ensures transparency and societal impact <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://egyankosh.ac.in/bitstream/123456789/92308/1/Unit-10.pdf - https://www.ijtemas.in/DigitalLibrary/Vol.3Issue7/164-167.pdf - https://www.pwc.in/assets/pdfs/publications/2013/handbook-on-corporate-social-responsibility-in-india.pdf - https://www.ijlmh.com/wp-content/uploads/Evolution-and-Importance-of-CSR-in-the-Indian-Context.pdf - https://www.chitkara.edu.in/global-week/faculty-data/cbs/Shuchi-Dawra/RP-KKC-2.pdf - https://www.ijcrt.org/papers/IJCRT2001011.pdf - https://iaeme.com/MasterAdmin/Journal_uploads/IJMHRM/VOLUME_13_ISSUE_1/IJMHRM_13_01_008.pdf - https://docs.manupatra.in/newslines/articles/Upload/E6D1EF83-3FA1-4B1A-A340-EBD93E9DC5C9.pdf - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Explain the legal responsibilities of the CSR Committee under the Companies Act, 2013. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the financial thresholds that trigger CSR obligations under Section 135? 2. What is the role of the CSR Committee? 3. What happens to unspent CSR funds under the 2021 amendment? 4. Name at least three activities listed under Schedule VII.



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Lesson Plan No. 40	Course Name: Company Law	Course No.: LLB-401
	Topic: CSR activities in India	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the statutory framework of CSR under the Companies Act, 2013. Identify the key legal provisions governing CSR in India. Explain the role of the Board and CSR Committee under the law. Analyze the consequences of non-compliance. Evaluate the impact of recent amendments and judicial interpretations on CSR obligations
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. “Should companies be legally required to give back to society?” A profitable company ignoring CSR vs. a company making strategic CSR investments. Comment In India, CSR isn’t just voluntary — it’s law. Development (30 minutes) <ol style="list-style-type: none"> Legal Framework of CSR <ul style="list-style-type: none"> Introduced under Section 135 of the Companies Act, 2013 India is the first country to mandate CSR spending by law Applicability (Section 135) <ul style="list-style-type: none"> CSR provisions apply to every company that meets any one of the following: <ul style="list-style-type: none"> Net worth of ₹500 crore or more, or Turnover of ₹1000 crore or more, or Net profit of ₹5 crore or more during the immediately preceding financial year CSR Committee <ul style="list-style-type: none"> Must consist of at least three directors, one of whom should be an independent director (if applicable) Role: Formulate and recommend CSR Policy Recommend expenditure amount Monitor implementation of CSR projects CSR Policy and Schedule VII CSR Expenditure Requirement <ul style="list-style-type: none"> Minimum 2% of average net profits of the last 3 financial years Spending must be on CSR activities within India Non-compliance may lead to monetary penalties: <ul style="list-style-type: none"> Company: Up to ₹1 crore

	<ul style="list-style-type: none"> - Officers in default: Up to ₹2 lakh <p>g. Reporting Obligations</p> <ul style="list-style-type: none"> - Composition of CSR Committee - CSR policy and projects undertaken - Reasons for any unspent amount - CSR Report to be filed with the Registrar of Companies <hr/> <p>3. Exercise (5 minutes) – “A company with ₹8 crore profit in the last financial year fails to spend any amount on CSR and does not report the reasons. What are the legal consequences? What should the Board have done to remain compliant?”</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - CSR is now a legal obligation, not just a business ethic - Section 135 and Schedule VII govern CSR activities - CSR Committees play a key monitoring role - Penalties exist for non-compliance with spending and disclosure norms - Legal enforcement ensures transparency and societal impact <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://egyankosh.ac.in/bitstream/123456789/92308/1/Unit-10.pdf - https://www.ijtemas.in/DigitalLibrary/Vol.3Issue7/164-167.pdf - https://www.pwc.in/assets/pdfs/publications/2013/handbook-on-corporate-social-responsibility-in-india.pdf - https://www.ijlmh.com/wp-content/uploads/Evolution-and-Importance-of-CSR-in-the-Indian-Context.pdf - https://www.chitkara.edu.in/global-week/faculty-data/cbs/Shuchi-Dawra/RP-KKC-2.pdf - https://www.ijcrt.org/papers/IJCRT2001011.pdf - https://iaeme.com/MasterAdmin/Journal_uploads/IJMHRM/VOLUME_13_ISSUE_1/IJMHRM_13_01_008.pdf - https://docs.manupatra.in/newslines/articles/Upload/E6D1EF83-3FA1-4B1A-A340-EBD93E9DC5C9.pdf - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Explain the legal responsibilities of the CSR Committee under the Companies Act, 2013. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the financial thresholds that trigger CSR obligations under Section 135? 2. What is the role of the CSR Committee? 3. What happens to unspent CSR funds under the 2021 amendment? 4. Name at least three activities listed under Schedule VII.



Spend 5 minutes to evaluate student assimilation of the lesson contents

Lesson Plan No. 41	Course Name: Company Law	Course No.: LLB-401
	Topic: Corporate Criminal Liability	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept and basis of corporate criminal liability. Identify key statutory provisions and case laws on corporate liability for criminal acts. Explain how intent and mens rea are attributed to a company. Analyze judicial trends and landmark decisions on corporate criminal accountability. Evaluate the role of directors and officers in corporate crime and the consequences of liability.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <p>Can a company, which is a juristic person, commit a crime? If yes, how can it be punished – especially when imprisonment is mandated? Should directors be held criminally responsible for corporate wrongdoings?</p> Development (30 minutes) <ol style="list-style-type: none"> Concept of Corporate Criminal Liability <ul style="list-style-type: none"> Corporate personality as a “legal person” Evolution from civil to criminal accountability Fiction of corporate mens rea Relevant Provisions in Indian Law <ul style="list-style-type: none"> Companies Act, 2013 – Sections involving fraud, misstatement, non-compliance Other statutes: Prevention of Corruption Act, SEBI Act, Environment Protection Act, etc Attribution of Mens Rea <ul style="list-style-type: none"> Doctrine (directing mind and will – Tesco Supermarkets Ltd v. Nattrass) Vicarious Liability of directors/managers (unless statute clearly intends otherwise) <hr/> <ol style="list-style-type: none"> Exercise (5 minutes) – <p>A company engages in a fraudulent public issue of shares. The MD claims ignorance. SEBI investigates.</p> <ol style="list-style-type: none"> Can the company and the MD both be held liable? What tests will courts use to determine individual vs. corporate



	criminal liability?
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Companies can commit crimes and be held liable under Indian law - Mens rea can be attributed via key managerial personnel - Directors may be held accountable based on their role and evidence - Statutory interpretation and judicial pronouncements shape this area of law <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://shodhganga.inflibnet.ac.in/handle/10603/200004 - https://www.athensjournals.gr/law/2021-1-X-Y-Singh1.pdf - https://ijcrt.org/papers/IJCRT2402049.pdf - https://ijlmh.com/paper/corporate-criminal-liability-an-emerging-issue/ - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Discuss how Indian courts attribute mens rea to companies and their officers in criminal cases. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. Can a company be prosecuted when the statute prescribes mandatory imprisonment? 2. How is mens rea attributed to a company under Indian law? 3. What is the significance of the <i>Standard Chartered Bank</i> judgment? 4. When can directors be held personally criminally liable for a company's actions? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 42	Course Name: Company Law	Course No.: LLB-401
	Topic: Corporate Criminal Liability	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the concept and basis of corporate criminal liability. Identify key statutory provisions and case laws on corporate liability for criminal acts. Explain how intent and mens rea are attributed to a company. Analyze judicial trends and landmark decisions on corporate criminal accountability. Evaluate the role of directors and officers in corporate crime and the consequences of liability.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can a company, which is a juristic person, commit a crime? If yes, how can it be punished – especially when imprisonment is mandated? Should directors be held criminally responsible for corporate wrongdoings? Development (30 minutes) <ol style="list-style-type: none"> Landmark Judgments <ul style="list-style-type: none"> <i>Standard Chartered Bank v. Directorate of Enforcement (2005)</i> – Companies can be prosecuted and fined, even if imprisonment is mandatory <i>Sunil Bharti Mittal v. CBI (2015)</i> – Directors can only be prosecuted if there is sufficient evidence of their involvement Punishment and Enforcement Issues <ul style="list-style-type: none"> Fines, winding up, debarment, and in some cases, prosecution of officers Challenges in enforcement – evidentiary burden, procedural gaps Recent Developments <ul style="list-style-type: none"> Companies Act, 2013: Increased emphasis on fraud (Section 447) Regulatory tightening by SEBI, SFIO, ED Reforms proposed by the Companies (Amendment) Act <hr/> <ol style="list-style-type: none"> Exercise (5 minutes) – A company engages in a fraudulent public issue of shares. The MD

	<p>claims ignorance. SEBI investigates.</p> <p>(i) Can the company and the MD both be held liable?</p> <p>(ii) What tests will courts use to determine individual vs. corporate criminal liability?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Companies can commit crimes and be held liable under Indian law - Mens rea can be attributed via key managerial personnel - Directors may be held accountable based on their role and evidence - Statutory interpretation and judicial pronouncements shape this area of law <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://shodhganga.inflibnet.ac.in/handle/10603/200004 - https://www.athensjournals.gr/law/2021-1-X-Y-Singh1.pdf - https://ijcrt.org/papers/IJCRT2402049.pdf - https://ijlmh.com/paper/corporate-criminal-liability-an-emerging-issue/ - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Short Note (250–300 words):</p> <p>Discuss how Indian courts attribute mens rea to companies and their officers in criminal cases.</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. Can a company be prosecuted when the statute prescribes mandatory imprisonment? 2. How is mens rea attributed to a company under Indian law? 3. What is the significance of the <i>Standard Chartered Bank</i> judgment? 4. When can directors be held personally criminally liable for a company's actions? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 43	Course Name: Company Law	Course No.: LLB-401
	Topic: Corporate Criminal Liability	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the concept and basis of corporate criminal liability. Identify key statutory provisions and case laws on corporate liability for criminal acts. Explain how intent and mens rea are attributed to a company. Analyze judicial trends and landmark decisions on corporate criminal accountability. Evaluate the role of directors and officers in corporate crime and the consequences of liability.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Can a company, which is a juristic person, commit a crime? If yes, how can it be punished – especially when imprisonment is mandated? Should directors be held criminally responsible for corporate wrongdoings? Development (30 minutes) <ol style="list-style-type: none"> Landmark Judgments <ul style="list-style-type: none"> <i>Standard Chartered Bank v. Directorate of Enforcement (2005)</i> – Companies can be prosecuted and fined, even if imprisonment is mandatory <i>Sunil Bharti Mittal v. CBI (2015)</i> – Directors can only be prosecuted if there is sufficient evidence of their involvement Punishment and Enforcement Issues <ul style="list-style-type: none"> Fines, winding up, debarment, and in some cases, prosecution of officers Challenges in enforcement – evidentiary burden, procedural gaps Recent Developments <ul style="list-style-type: none"> Companies Act, 2013: Increased emphasis on fraud (Section 447) Regulatory tightening by SEBI, SFIO, ED Reforms proposed by the Companies (Amendment) Act <hr/> <ol style="list-style-type: none"> Exercise (5 minutes) – A company engages in a fraudulent public issue of shares. The MD

	<p>claims ignorance. SEBI investigates.</p> <p>(i) Can the company and the MD both be held liable?</p> <p>(ii) What tests will courts use to determine individual vs. corporate criminal liability?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Companies can commit crimes and be held liable under Indian law - Mens rea can be attributed via key managerial personnel - Directors may be held accountable based on their role and evidence - Statutory interpretation and judicial pronouncements shape this area of law <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://shodhganga.inflibnet.ac.in/handle/10603/200004 - https://www.athensjournals.gr/law/2021-1-X-Y-Singh1.pdf - https://ijcrt.org/papers/IJCRT2402049.pdf - https://ijlmh.com/paper/corporate-criminal-liability-an-emerging-issue/ - https://egyankosh.ac.in/bitstream/123456789/92291/1/Block-3.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Short Note (250–300 words):</p> <p>Discuss how Indian courts attribute mens rea to companies and their officers in criminal cases.</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. Can a company be prosecuted when the statute prescribes mandatory imprisonment? 2. How is mens rea attributed to a company under Indian law? 3. What is the significance of the <i>Standard Chartered Bank</i> judgment? 4. When can directors be held personally criminally liable for a company's actions? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>

Lesson Plan No. 44	Course Name: Company Law	Course No.: LLB-401
	Topic: Voluntary Winding up of the company	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the concept and legal meaning of voluntary winding up. Distinguish between members' and creditors' voluntary winding up. Identify the procedural requirements under the Companies Act, 2013. Analyze the role of the liquidator and committee of inspection. Evaluate the rights and duties of members and creditors in winding-up proceedings. Examine key judicial interpretations and practical implications.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> Why might a company want to wind up voluntarily? What is the difference between winding up and dissolution? Can a solvent company choose to shut down operations legally? Development (30 minutes) <ol style="list-style-type: none"> Concept and Legal Framework <ul style="list-style-type: none"> Definition of voluntary winding up (Section 304, Companies Act, 2013). Preconditions: Company must be solvent. Replaced by "Members' Voluntary Liquidation" and "Creditors' Voluntary Liquidation" under IBC context for certain companies Types of Voluntary Winding Up <ul style="list-style-type: none"> Members' Voluntary Winding Up: <ul style="list-style-type: none"> Declaration of solvency (Form No. 149) Passing of special resolution Appointment of liquidator Role of shareholders Creditors' Voluntary Winding Up: <ul style="list-style-type: none"> Company is insolvent Creditors' meeting Appointment of liquidator by creditors Procedure and Compliance <ul style="list-style-type: none"> Filing with ROC: Special resolution (Form MGT-14), Declaration of solvency (Form GNL-2), Liquidator's statement of accounts (Form STK-8) Publication in Official Gazette Final meeting and dissolution order by ROC



	<p>d. Role of Liquidator</p> <ul style="list-style-type: none"> - Takes control of company assets - Pays debts - Prepares final accounts - Applies to ROC for dissolution <p>e. Judicial Interpretations & Practical Aspects</p> <ul style="list-style-type: none"> - Official Liquidator v. P.A. Tendolkar (1973) – Director’s fiduciary duties during winding up - Pradeshiya Industrial & Investment Corp v. North India Petrochemicals Ltd. (1994) – Protection of creditors - NCLT jurisdiction in voluntary winding up where required <hr/> <p>3. Exercise (5 minutes) – Scenario-Based Discussion: A private limited company decides to wind up voluntarily. It has sufficient assets to pay all its debts. However, one creditor disputes the solvency declaration and alleges asset concealment. Questions: (i) Is it a case of members’ or creditors’ voluntary winding up? (ii) What role does the declaration of solvency play here? (iii) What remedies are available to the creditor? (iv) What liabilities may arise for directors in this context</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Voluntary winding up is an orderly, lawful process for closing a company - Two types: Members’ and Creditors’, depending on solvency - Directors must act in good faith and disclose full financial position - Liquidator ensures equitable distribution and compliance - ROC issues the final dissolution certificate <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://www.ijraset.com/research-paper/winding-up-of-a-company - http://publications.anveshanaindia.com/wp-content/uploads/2019/12/A-STUDY-ON-VOLUNTARY-WINDING-UP-OF-A-COMPANY-1.pdf - https://ijrpr.com/uploads/V5ISSUE4/IJRPR24921.pdf - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Explain the process of members’ voluntary winding up. What role does the declaration of solvency play, and how does it affect the rights of creditors? Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the prerequisites for voluntary winding up?



	<ol style="list-style-type: none">2. How does the process differ between members' and creditors' winding up?3. What are the duties of a liquidator in voluntary winding up?4. How does Indian law protect creditors during voluntary winding up? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>
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Lesson Plan No. 45	Course Name: Company Law	Course No.: LLB-401
	Topic: Involuntary (Compulsory) Winding Up of a Company	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept of involuntary or compulsory winding up. Identify the grounds for winding up by the Tribunal under the Companies Act, 2013. Explain the procedure for filing a winding up petition. Analyze the role of the National Company Law Tribunal (NCLT) in compulsory winding up. Examine the role and powers of the Company Liquidator. Evaluate the legal implications of compulsory winding up on shareholders, creditors, and employees.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What happens when a company refuses to pay its debts? Who can force a company to shut down? What is the role of NCLT in winding up? Development (30 minutes) <ol style="list-style-type: none"> Concept and Legal Framework <ul style="list-style-type: none"> Preconditions: Company must be solvent. Governed by Companies Act, 2013, Sections 271 to 303 Winding up by Tribunal (NCLT) Initiated by creditors, company, ROC, or government Grounds for Compulsory Winding Up [Section 271] <ul style="list-style-type: none"> Company has, by special resolution, resolved to be wound up Company acts against the sovereignty, integrity, or security of the State Company defaults in filing financial statements or annual returns for 5 consecutive years Company is unable to pay its debts NCLT is of opinion that it is just and equitable to wind up the company Who Can File the Petition [Section 272] <ul style="list-style-type: none"> The company itself Any creditor (secured/unsecured) Registrar of Companies Any contributory (i.e., shareholder)

	<p>- Central or State Government (in certain cases)</p> <hr/> <p>3. Exercise (5 minutes) – Scenario-Based Discussion: A company has defaulted on loan repayment to multiple creditors for over a year. Despite repeated demands, it has failed to pay. Creditors approach the NCLT for winding up. Questions: (i) Can creditors file the winding up petition? (ii) What documents must accompany the petition? (iii) What will be the role of the liquidator post admission? (iv) How are employees and shareholders affected?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Directors must act in good faith and disclose full financial position Compulsory winding up can be initiated by creditors, ROC, or the company itself. - NCLT plays a central role in admitting petitions and supervising winding up. - Liquidator is appointed to manage and sell assets, settle debts, and dissolve the company. - Grounds like inability to pay debts or just and equitable cause are common. <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://ijirl.com/wp-content/uploads/2023/03/A-STUDY-ON-WINDING-UP-UNDER-COMPANIES-ACT-2013-AND-IBC-2016-ESSAR-STEEL-CASE.pdf - https://www.ijfmr.com/research-paper.php?id=5935 - https://tjjer.org/tjjer/papers/TIJER2312001.pdf - https://www.ijfmr.com/papers/2023/4/5935.pdf - https://www.ijraset.com/research-paper/winding-up-of-a-company - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Discuss the procedure and grounds for compulsory winding up of a company under the Companies Act, 2013. Illustrate your answer with a leading case. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the primary grounds for compulsory winding up? 2. Who can approach the Tribunal for winding up? 3. What is the function of the Company Liquidator? 4. How is the principle of “just and equitable” applied by courts? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



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Lesson Plan No. 46	Course Name: Company Law	Course No.: LLB-401
	Topic: Involuntary (Compulsory) Winding Up of a Company	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the concept of involuntary or compulsory winding up. Identify the grounds for winding up by the Tribunal under the Companies Act, 2013. Explain the procedure for filing a winding up petition. Analyze the role of the National Company Law Tribunal (NCLT) in compulsory winding up. Examine the role and powers of the Company Liquidator. Evaluate the legal implications of compulsory winding up on shareholders, creditors, and employees.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What happens when a company refuses to pay its debts? Who can force a company to shut down? What is the role of NCLT in winding up? Development (30 minutes) <ol style="list-style-type: none"> Procedure for Winding Up <ul style="list-style-type: none"> Pays debts Filing of petition to NCLT with reasons Notice and hearing Appointment of Provisional Liquidator (if needed) Admission of petition and winding up order Appointment of Company Liquidator Statement of affairs by directors Liquidation and distribution of assets Role and Powers of Company Liquidator [Section 290] <ul style="list-style-type: none"> Takes charge of company's assets Investigates affairs Sells assets Distributes proceeds among stakeholders Files reports with Tribunal Can summon directors/officers Key Case Laws <ul style="list-style-type: none"> Madhusudan Gordhandas & Co. v. Madhu Woollen Industries (1971) – Ground of inability to pay debts National Textile Workers Union v. P.R. Ramakrishnan (1983) – Workers' right to be heard Official Liquidator v. Dharti Dhan (P) Ltd. (1977) – Power of

	<p style="text-align: center;">Tribunal in dissolution</p> <hr/> <p>3. Exercise (5 minutes) – Scenario-Based Discussion: A company has defaulted on loan repayment to multiple creditors for over a year. Despite repeated demands, it has failed to pay. Creditors approach the NCLT for winding up. Questions: (i) Can creditors file the winding up petition? (ii) What documents must accompany the petition? (iii) What will be the role of the liquidator post admission? (iv) How are employees and shareholders affected?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Directors must act in good faith and disclose full financial position Compulsory winding up can be initiated by creditors, ROC, or the company itself. - NCLT plays a central role in admitting petitions and supervising winding up. - Liquidator is appointed to manage and sell assets, settle debts, and dissolve the company. - Grounds like inability to pay debts or just and equitable cause are common. <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://ijirl.com/wp-content/uploads/2023/03/A-STUDY-ON-WINDING-UP-UNDER-COMPANIES-ACT-2013-AND-IBC-2016-ESSAR-STEEL-CASE.pdf - https://www.ijfmr.com/research-paper.php?id=5935 - https://tjjer.org/tjjer/papers/TIJER2312001.pdf - https://www.ijfmr.com/papers/2023/4/5935.pdf - https://www.ijraset.com/research-paper/winding-up-of-a-company - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Discuss the procedure and grounds for compulsory winding up of a company under the Companies Act, 2013. Illustrate your answer with a leading case. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the primary grounds for compulsory winding up? 2. Who can approach the Tribunal for winding up? 3. What is the function of the Company Liquidator? 4. How is the principle of “just and equitable” applied by courts? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



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Lesson Plan No. 46	Course Name: Company Law	Course No.: LLB-401
	Topic: Involuntary (Compulsory) Winding Up of a Company	

Objectives	At the end of the lesson the student shall be able to: <ol style="list-style-type: none"> Understand the concept of involuntary or compulsory winding up. Identify the grounds for winding up by the Tribunal under the Companies Act, 2013. Explain the procedure for filing a winding up petition. Analyze the role of the National Company Law Tribunal (NCLT) in compulsory winding up. Examine the role and powers of the Company Liquidator. Evaluate the legal implications of compulsory winding up on shareholders, creditors, and employees.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What happens when a company refuses to pay its debts? Who can force a company to shut down? What is the role of NCLT in winding up? Development (30 minutes) <ol style="list-style-type: none"> Procedure for Winding Up <ul style="list-style-type: none"> Pays debts Filing of petition to NCLT with reasons Notice and hearing Appointment of Provisional Liquidator (if needed) Admission of petition and winding up order Appointment of Company Liquidator Statement of affairs by directors Liquidation and distribution of assets Role and Powers of Company Liquidator [Section 290] <ul style="list-style-type: none"> Takes charge of company's assets Investigates affairs Sells assets Distributes proceeds among stakeholders Files reports with Tribunal Can summon directors/officers Key Case Laws <ul style="list-style-type: none"> Madhusudan Gordhandas & Co. v. Madhu Woollen Industries (1971) – Ground of inability to pay debts National Textile Workers Union v. P.R. Ramakrishnan (1983) – Workers' right to be heard Official Liquidator v. Dharti Dhan (P) Ltd. (1977) – Power of

	<p style="text-align: center;">Tribunal in dissolution</p> <hr/> <p>3. Exercise (5 minutes) – Scenario-Based Discussion: A company has defaulted on loan repayment to multiple creditors for over a year. Despite repeated demands, it has failed to pay. Creditors approach the NCLT for winding up. Questions: (i) Can creditors file the winding up petition? (ii) What documents must accompany the petition? (iii) What will be the role of the liquidator post admission? (iv) How are employees and shareholders affected?</p>
Closure	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Directors must act in good faith and disclose full financial position Compulsory winding up can be initiated by creditors, ROC, or the company itself. - NCLT plays a central role in admitting petitions and supervising winding up. - Liquidator is appointed to manage and sell assets, settle debts, and dissolve the company. - Grounds like inability to pay debts or just and equitable cause are common. <hr/> <p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://ijirl.com/wp-content/uploads/2023/03/A-STUDY-ON-WINDING-UP-UNDER-COMPANIES-ACT-2013-AND-IBC-2016-ESSAR-STEEL-CASE.pdf - https://www.ijfmr.com/research-paper.php?id=5935 - https://tjjer.org/tjjer/papers/TIJER2312001.pdf - https://www.ijfmr.com/papers/2023/4/5935.pdf - https://www.ijraset.com/research-paper/winding-up-of-a-company - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework Short Note (250–300 words): Discuss the procedure and grounds for compulsory winding up of a company under the Companies Act, 2013. Illustrate your answer with a leading case. Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the primary grounds for compulsory winding up? 2. Who can approach the Tribunal for winding up? 3. What is the function of the Company Liquidator? 4. How is the principle of “just and equitable” applied by courts? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>



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Lesson Plan No. 46	Course Name: Company Law	Course No.: LLB-401
	Topic: Role of NCLT in Winding up of Company	

Objectives	<p>At the end of the lesson the student shall be able to:</p> <ol style="list-style-type: none"> Understand the concept of involuntary or compulsory winding up. Understand the structure and jurisdiction of NCLT under the Companies Act, 2013. Identify the powers and functions of NCLT in the winding up of a company. Analyze the procedural steps in winding up proceedings before the NCLT. Evaluate the role of NCLT in protecting stakeholders' interests during winding up. Discuss key judgments illustrating the intervention of NCLT in winding up cases. Identify the grounds for winding up by the Tribunal under the Companies Act, 2013.
Teaching Aids (if any)	<ol style="list-style-type: none"> Power Point Presentations.
Teaching Development	<ol style="list-style-type: none"> Introduction (5 minutes) <ul style="list-style-type: none"> Ask questions. <ul style="list-style-type: none"> What happens when a company is unable to pay its debts? Who has the authority to force a company to shut down? What is the NCLT's role in company closure? Development (30 minutes) <ol style="list-style-type: none"> Structure and Jurisdiction of NCLT <ul style="list-style-type: none"> Winding up by Tribunal (NCLT) Constituted under Section 408 of the Companies Act, 2013 Jurisdiction includes: <ul style="list-style-type: none"> Oppression & Mismanagement (Sec. 241–244) Compromise and arrangement (Sec. 230–232) Grounds for Compulsory Winding Up [Section 271] <ul style="list-style-type: none"> Company acts against the sovereignty, integrity, or security of the State By special resolution Acts against national sovereignty Non-filing of financial statements for 5 years Inability to pay debts “Just and equitable” grounds Who Can File the Petition [Section 272] <ul style="list-style-type: none"> The company itself Any creditor (secured/unsecured) Registrar of Companies



	<ul style="list-style-type: none"> - Any contributory (i.e., shareholder) - Central or State Government (in certain cases) <p>d. Procedure for Winding Up</p> <ul style="list-style-type: none"> - Pays debts Filing of petition to NCLT with reasons - Notice and hearing - Appointment of Provisional Liquidator (if needed) - Admission of petition and winding up order - Appointment of Company Liquidator - Statement of affairs by directors - Liquidation and distribution of assets <p>e. Role and Powers of Company Liquidator [Section 290]</p> <ul style="list-style-type: none"> - Takes charge of company's assets - Investigates affairs - Sells assets - Distributes proceeds among stakeholders - Files reports with Tribunal - Can summon directors/officers <p>f. Key Case Laws</p> <ul style="list-style-type: none"> - Madhusudan Gordhandas & Co. v. Madhu Woollen Industries (1971) – Ground of inability to pay debts - National Textile Workers Union v. P.R. Ramakrishnan (1983) – Workers' right to be heard - Official Liquidator v. Dharti Dhan (P) Ltd. (1977) – Power of Tribunal in dissolution <hr/> <p>3. Exercise (5 minutes) – Scenario-Based Discussion: A company has defaulted on loan repayment to multiple creditors for over a year. Despite repeated demands, it has failed to pay. Creditors approach the NCLT for winding up. Questions: (i) Can creditors file the winding up petition? (ii) What documents must accompany the petition? (iii) What will be the role of the liquidator post admission? (iv) How are employees and shareholders affected?</p>
<p>Closure</p>	<p>1. Summarize the Lesson Learning Outcomes and get affirmation from students on these:</p> <ul style="list-style-type: none"> - Directors must act in good faith and disclose full financial position Compulsory winding up can be initiated by creditors, ROC, or the company itself. - NCLT plays a central role in admitting petitions and supervising winding up. - Liquidator is appointed to manage and sell assets, settle debts, and dissolve the company. - Grounds like inability to pay debts or just and equitable cause are common.



	<p>2. Suggested Reading</p> <ul style="list-style-type: none"> - https://ijirl.com/wp-content/uploads/2023/03/A-STUDY-ON-WINDING-UP-UNDER-COMPANIES-ACT-2013-AND-IBC-2016-ESSAR-STEEL-CASE.pdf - https://www.ijfmr.com/research-paper.php?id=5935 - https://tjjer.org/tjjer/papers/TIJER2312001.pdf - https://www.ijfmr.com/papers/2023/4/5935.pdf - https://www.ijraset.com/research-paper/winding-up-of-a-company - https://www.mca.gov.in/Ministry/pdf/CompaniesAct2013.pdf <p>3. Homework</p> <p>Short Note (250–300 words):</p> <p>Discuss the procedure and grounds for compulsory winding up of a company under the Companies Act, 2013. Illustrate your answer with a leading case.</p> <p>Spend 5 minutes to wrap up and consolidate the learnings</p>
Evaluation	<p>Reflective Questions:</p> <ol style="list-style-type: none"> 1. What are the primary grounds for compulsory winding up? 2. Who can approach the Tribunal for winding up? 3. What is the function of the Company Liquidator? 4. How is the principle of “just and equitable” applied by courts? <p>Spend 5 minutes to evaluate student assimilation of the lesson contents</p>