

SARDAR PATEL UNIVERSITY
Programme & Subject: BBA LLB
Semester: VII
Syllabus with Effect from: June - 2013

Paper Code: IL - 704		Total Credit:
Title Of Paper: Company Law		
Unit	Description in Detail	Weightage (%)
I	Nature of Company Definition and Characteristics of a Company Difference between Company and Partnership Corporation or Body Corporate Theories of Corporate personality Lifting of Corporate Veil	
II	Classification of Companies On the basis of Incorporation On the basis of Liability On the basis of Number of Members On the basis of Control On the basis of Ownership	
III	Formation of Company Incorporation of Company Memorandum of Association Various Clauses Alterations therein Doctrine of Ultra Vires Articles of Association Contents of Articles Alterations therein Doctrine of Constructive Notice and Indoor Management – its exceptions Prospectus Meaning Contents of Prospectus Liability for misstatements Statement in lieu of Prospectus Promoters Position Duties and Liabilities	
IV	Membership in a Company Capacity to become a Member of a Company Ways of becoming a Member Cessation of Membership Rights and Liabilities of Members	
V	Share Capital Kinds of Share Capital Issue of Shares Issue of Share at Premium and Discount General Principles of Allotment of shares Statutory restrictions	



	Dematerialized Shares (DEMAT) Share Certificate and Share Warrant Its objects and effects Transfer of Shares Restrictions on Transfer Procedure of Transfer Refusal of Transfer Shareholders Who can and who cannot be a Shareholder Modes of becoming a Shareholder Calls on shares Forfeiture and Surrender of Shares Lien on Shares Borrowing Powers of a Company Unauthorized borrowings Debentures – Meaning, Kinds of Debentures, Fixed and Floating charges, Remedies of Debenture holders. Alteration and reduction of Share Capital	
VI	Directors Position of a Director Appointment and Qualification Vacation of Office, Removal, Resignation Powers and Duties of Directors Loans and remuneration of director Managing Directors and Other Managerial Personnel	
VII	Meetings Kinds of Meetings, its procedure and Voting	
VIII	Accounts and Auditors	
IX	Prevention of Oppression and Mismanagement Principle of Majority rule (Protection of Minority Rights) Who can apply? Powers of Company Law Board, Courts and the Central Government	
X	Winding Up and Liquidation of a Company Modes of Winding up Powers of Court Consequences of winding up Liquidator – Its appointment, Duties and Powers Contributory Liability of past members, Payment of liabilities, Preferential payment, Unclaimed dividends	

Basic Text & Reference Books:-

- Indian Company Law - Datta
- Palmar on Company Law - Avatar Singh
- Company Law - S.M. Shah
- Lectures on Company Law - Taxman
- Companies Act - Taxman
- Corporate Law - Taxman
- Ghosh's Company Law

