

SARDAR PATEL UNIVERSITY
Programme & Subject: LLB (CBCS)
Semester: IV
Syllabus with Effect from: January - 2015

Paper Code: UL04CLLB03	Total Credit: 4
Title Of Paper: Company Law	

Unit	Description in Detail	Weightage (%)
I	Introduction, Memorandum & Article of Association Company : Definition, Theories of Corporate personality Kinds of Companies : Private Companies – nature and advantages – Government Companies- holding and subsidiary companies Registration and Incorporation of company Memorandum of Association, Various clauses, Alteration therein, Doctrine of ultra virus, Consequences of ultra virus transaction Articles of Association : binding force, alteration, its relation with Memorandum, doctrine of constructive notice and indoor management	25%
II	Prospectus, Promoters, Shares, Share holder & Members, Share Capital etc. Prospectus : contents, Shelf Prospectus, Misrepresentation in prospectus, Remedies for misrepresentation and liabilities thereof Promoters, Shares : General Principles for allotment, statutory restrictions, Share Certificates, Transfer of shares, dematerialized shares (DEMAT) Shareholder and members of company : Distinction, Modes of becoming members of company Share Capital : Kinds, alteration and reduction of share capital, Buybackof shares	25%
III	Directors, Dividends, Audit, Accounts, Oppression & Mismanagement etc. Directors : Position, appointment, qualifications, vacation of office, removal, resignation, powers and duties of directors, Managing Director Dividends, Audits and accounts, Debentures, Fixed and floating charges, kinds of debentures, protection of minority rights Prevention of Oppression and Mismanagement	25%
IV	Provisions for Reconstruction, Amalgamation & Winding up of company Reconstruction and Amalgamation of Company Types of winding up :Winding up by court : Reasons, grounds, who can apply? Procedure, powers of liquidator, powers of court Voluntary Winding Up Corporate liability : Civil and Criminal	25%



Basic Text & Reference Books:-

➤	Introduction to Company Law,	Avtar Singh,
➤	Company Law	Palmer
➤	Company Law	A,Ramaiya
➤	Lectures on Company Law	S.M. Shah
➤	Company Law	Kailas Rai
➤	Company Law	N. D. Kapoor & G. K. Kapoor

