



Bharati College
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Lesson Plan (CORE (DSC-2.2), Semester II, March 2023- July2023)

Name of Teacher	MONIKA ARYA	Department	COMMERCE
Course	B.Com (UPC-2412091202)	Semester	II
Paper	Company Law	Academic Year	2022-23
Learning Objectives			
To develop and comprehend business and its processes in accordance with the provisions of the Companies Act, 2013 while analyzing relevant case laws.			
Learning Outcomes			
On successful completion of this course, the learners will be able to:			
<ul style="list-style-type: none">• To analyze the regulatory aspects and broader procedural aspects involved in different types of companies covering the Companies Act, 2013 and Rules.• To recognize the basic legal documents and their usage essential for formation of a company• To analyze the process and documents required for raising capital for the company• To understand and evaluate the process of company meetings and corporate decision making.• To know the framework of dividend distribution and develop understanding of the winding up process including Insolvency Resolution• To develop problem solving techniques through the analysis of relevant case laws			
Lesson Plan			
Week No.	Theme/Curriculum	Any Additional Information	
Week 1-3	UNIT 1: INTRODUCTION <ul style="list-style-type: none">• Meaning and characteristics of a company; Lifting of corporate veil;• Overview of administration of Company Law	<ul style="list-style-type: none">✓ Introduction and overview of the subject✓ Syllabus and Examination pattern✓ Continuous Assessment and Internal Assessment Procedure	

	<ul style="list-style-type: none"> Types of companies including private and public company, government company, foreign company, one person company, small company, associate company, dormant company and producer company; Association not for profit; Illegal association. 	<ul style="list-style-type: none"> ✓ Important terms used in law ✓ Discussion of various CASE LAWS ✓ Mindmap on Types of Companies ✓ Differences between private Company and Public Company; Private Company and Producer Company; Subsidiary Company and Associated Company; Limited Company and Unlimited Company ✓ Objective type practice questions in tutorial ✓ Doubts clarification Session in tutorial ✓ Assignment 1-(From Unit Introduction)
Week4-6	<p>UNIT II: FORMATION AND INCORPORATION DOCUMENTS</p> <ul style="list-style-type: none"> Formation of company, promoters, their legal position and pre-incorporation contracts; online company registration Memorandum of Association and its alteration, Articles of Association and its alteration, Doctrine of constructive notice, Doctrine of ultra vires and indoor management. 	<ul style="list-style-type: none"> ✓ Show SPICE+ Form and flowchart on formation of company ✓ Differences between Preliminary contracts and Provisional Contracts; AOA and MOA ✓ Discussion of various CASE LAWS ✓ Objective type practice questions in tutorial ✓ Doubts clarification Session in tutorial
Week 7-9	<p>UNIT III: SHARE CAPITAL</p> <ul style="list-style-type: none"> Prospectus, Shelf and Red herring prospectus, misstatement in prospectus; Book building. Allotment of shares, Sweat Equity, ESOPs, Bonus issue, and Further issue of shares, buyback, split of shares and provisions regarding Buyback Forfeiture of share, Transfer and transmission of shares Demat system. 	<ul style="list-style-type: none"> ✓ Differences between – Shelf prospectus and Red herring prospectus; Sweat equity and ESOPs: Rights shares and Bonus shares; Forfeiture and Surrender; Transfer and Transmission ✓ Mindmap on Book Building Process; Buyback Process; Process of Dematerialisation ✓ Discussion of various CASE LAWS ✓ Objective type practice questions in tutorial ✓ Doubts clarification Session in tutorial ✓ Assignment 2 (From Unit 2 and 3)
Week10-12	<p>UNIT IV: MANAGEMENT AND MEETINGS</p> <ul style="list-style-type: none"> Directors: Legal position, Disqualifications, Director Identification Number (DIN); Classification of Directors-Additional, Alternate and Casual directors, Women Directors, 	<ul style="list-style-type: none"> • Discussion of various CASE LAWS • Mindmap on appointment of directors • Objective type practice questions in tutorial • Doubts clarification Session in

<p>Week12-15</p>	<p>Independent Director, Small Shareholder’s Director; Appointment, Removal of Directors; Powers and Duties; Key Managerial Personnel (KMP)</p> <ul style="list-style-type: none"> • Board Meetings • Shareholders’ meetings: AGM and EGM. Convening and conduct of meetings: Requisites of a valid meeting; Resolutions (Virtual meetings); Postal ballot; e-voting. <p>UNIT V: DIVIDENDS, AUDIT AND WINDING UP</p> <ul style="list-style-type: none"> • Provisions relating to payment of dividends. Interim Dividend. Investor Education and Protection Fund • Company Audit: Auditor’s qualification, disqualifications, appointment, rotation and removal, Secretarial Audit. • Winding Up: Concept and Modes of Winding Up; Provisions of winding up under Insolvency and Bankruptcy Code 2016. 	<p>tutorial</p> <ul style="list-style-type: none"> • Flowchart on Virtual Board Meeting; Voting by Postal Ballot ; Voting through Electronic Mean • Differences between – Ordinary business and Special business; Ordinary resolution and Special Resolution; Voting by show of hands and Poll; AGM and EGM • Conduct of Assessment Test 1 (From Unit IV) • Procedure and steps for declaration and payment of dividend • Difference between Final dividend and Interim dividend; Dissolution and Winding Up • Discussion of various CASE LAWS • Flowchart on Insolvency Resolution Process • Objective type practice questions in tutorial • Doubts clarification Session in tutorial • Answer writing practice in tutorial • Discussion of past years’ question papers • Conduct of Assessment Test 2 (From Unit V)
<p>References</p> <ul style="list-style-type: none"> ✓ Kucchal, M.C. and Kuchhal, Alok. <i>Company Law</i>. Shree Mahavir Book Depot. ✓ Jagota, Rajni, <i>Company Law</i>. Taxmann Publications Pvt. Ltd. ✓ Kumar, Anil. <i>Company Law</i>. Taxmann Publications Pvt. Ltd. ✓ Chadha,R and Chadha, S. <i>Company Law</i>. Scholar Tech Press. <p>Additional Resources</p> <ol style="list-style-type: none"> 1. The Companies Act, 2013 2. The Depositories Act, 1996 3. Insolvency and Bankruptcy Code, 2016 		

Online Resources (If Any)	https://www.mca.gov.in https://www.mca.gov.in/mcafoportal/findCIN.do https://www.sebi.gov.in/filings https://www.mca.gov.in/content/mca/global/en/home.html
Assignment and Class Test Schedule for Semester	Assignment 1 (From Unit I) for 15 Marks after the completion of Unit I Assignment 2 (From Unit II and III) for 20 marks after the completion of Unit III The marks obtained in Assignments 1 and 2 will be considered for Continuous Assessment purposes. Assessment Test 1 (From Unit IV) for 12 marks after completion of Unit IV Assessment Test 2 (From Unit V) for 12 marks after completion of Unit V The marks obtained in Assessment Tests 1 and 2 will be considered for Internal Assessment purposes.