

Syllabus

Panjab University

BBA (3rd Semester)

BBA 205: Regulatory Framework For Companies

Objective: The objective of the paper is to impart basic knowledge of the provisions of the Companies Act 2013 with relevant case laws.

UNIT – I

Company : Meaning and Definition, Characteristics, Concept of Lifting of Corporate Veil, Kinds of Companies – Private, Public, One Person Company, LLP, Government Companies, Statutory Companies, Registered, Limited and Unlimited.

Formation of Company: Promotion, Incorporation, Capital Subscription, Commencement of Business, Pre-Incorporation Contract and Provisional Contract.

Memorandum of Association- Definition, Clauses and Procedure for Alteration, Doctrine of Ultra-Vires. Articles of Association – Definition, Contents, Procedure for Alteration. Doctrine of Indoor Management, Constructive Notice, Distinction between Memorandum and Articles of Association Prospectus – Contents, Statement in Lieu of Prospectus, Types, Liabilities for Misstatement.

UNIT – II

Shares: Classes of Shares, Preference and Equity Shares, Public Issue of Shares, SEBI Guidelines, Employees Stock Option Scheme, Book Building Process, Allotment of Shares, Irregular Allotment, Issue of Shares. Listing of Shares, Sweat Equity Shares, Right Shares, Bonus Shares, Shares with Differential Rights, Share Certificate and Share Warrant, Calls, Forfeiture, Lien, Surrender of Shares, Membership of Companies.

Company Management: Directors, Managing Director, Appointment, Qualification, Rights, Responsibilities and Liabilities, Disqualification of Directors.

Meetings: Requisites, Statutory, Annual, Extra ordinary and Board Meetings, Resolutions, Types.

Emerging Issues in Company Law: Securities and Exchange Board of India Act 1992, Introduction, Objectives, Establishment and Management of SEBI. Functions and Powers of SEBI, Securities Appellate Tribunal (SAI)