

VIDYASAGAR UNIVERSITY

MIDNAPORE – 721 102

WEST BENGAL

REVISED M.COM. SYLLABUS EFFECTIVE FROM THE ACADEMIC SESSION, 2025-26

Programme Outcomes:

The M.Com. programme outcome includes developing conceptual and analytical skills to solve business problems, conduct research including that for higher studies like a Ph.D., pursue career in teaching or perform role in the corporate, public, and private sectors. The outcomes also emphasize ethical professional conduct and the ability to adapt to contemporary industry needs. The outcomes may be summarized as under:

PO1: Applying subject knowledge to solve business problems.

PO2: Developing the ability of analytical and critical thinking skills for real life business decision-making.

PO3: Incorporating quality, ethical and legal values in professional, social and personal life.

PO4: Acquiring the leadership skill for business or entrepreneurial success.

PO5: Acquiring skill to run self-employed or micro or small business enterprises and thus to become an entrepreneur.

PO6: If employed in the corporate world, one may help the employer to become a responsible corporate citizen of the country.

PO7: Developing the ability to think ahead of time, anticipating what may be useful for the industry at large.

Programme Specific Outcomes:

PSO1 – To prepare the students who will demonstrate satisfactory engagement with new ideas and try to apply those ideas.

PSO 2 - To help development of entrepreneurs by enhancing their critical thinking, problem-solving, decision- making and leadership skill which will facilitate formation of start-ups and other high potential organizations?

PSO3 – To help designing systems that comply with all kinds of legislations.

PSO4 – To produce employable, ethical and innovative professionals for sustaining in the dynamic business world.

PSO 5 – To contribute to the development of a congenial business environment in collaboration with the stakeholders for mutual benefit.

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M.COM. SYLLABUS - FIRST AND SECOND SEMESTERS (FOR ALL SPECIALIZATIONS)

Semester	Paper Code	Name of the Paper	Credit	Marks
I	COM 101 (DSC 1)	Organisational Behaviour	4	50
	COM 102 (DSC2)	Financial Markets	4	50
	COM 103 (DSC 3)	Research Methodology and Ethics	4	50
	COM 104 (DSE 1)	Quantitative Techniques <u>OR</u> Operations Research	4	50
	COM 105 (DSE 2)	Corporate Governance <u>OR</u> Company Law	4	50
	COM 106	Indian Knowledge System*	2	25
		Vidyasagar: Life and Philosophy* (Compulsory Non-credit course)	--	--
II	COM 201 (DSC 4)	Advanced Financial Management	4	50
	COM 202 (DSE 3)	Advanced Statistics <u>OR</u> Business Analytics	4	50
	COM 203 (DSE 4)	Income Tax: Laws and Planning <u>OR</u> International Business	4	50
	COM 204 (DSE 5)	Advanced Management Accounting <u>OR</u> Strategic Management	4	50
	COM 205	Advanced Applications of Computer in Business	4	50
	COM 206	Field visit / Industrial Tour / Industry visit / Case study / Hands-on Practical / Skill enhancement course	2	25

*Detailed syllabus structure is common for all and obtainable from the university website,
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M.COM. SYLLABUS - THIRD AND FOURTH SEMESTERS

SPECIALIZATION: ACCOUNTING AND FINANCE

Semester	Paper Code	Name of the Paper	Credit	Marks
III	COM 301 (DSC 5)	Security Analysis and Portfolio Management	4	50
	COM 302 (DSC 6)	Financial Statement Analysis and Financial Reporting	4	50
	COM 303 (DSC 7)	Advanced Accounting	4	50
	COM 304 (DSC 8)	Advanced Cost Accounting	4	50
	COM 305	MOOC (Course options to be decided by the Department)	4	50
	COM 306	Social Service / Community Engagement	2	25
IV	COM 401 (DSC 10)	GST and Custom Law	4	50
	COM 402 (DSC 11)	Marketing of Financial Services	4	50
	COM 403	Research Project / Dissertation	8	100
	COM 404	Internship / Capstone Project / Applied Field or Industry Project / Innovation & Incubation / Entrepreneurship / Start-up Proposal or Practice	4	50
	COM 405	Intellectual Property Right (IPR) / Skill Enhancement Course	2	25
	COM 406	Industrial Tour (Compulsory Non-credit course)	---	---

COM 101
ORGANISATIONAL BEHAVIOUR

Credit: 4

Marks: 50

Course objectives

The objective of the course is to make students equipped with the knowledge about organisational dynamics. The learners will gain an understanding about how individual level, group-level and organisational level variables interplay that ultimately impact performance at all levels which includes individual, group and organisation.

Course outcomes

At the end of the course, the students will be having knowledge on the following aspects.

- CO 1 – To acquire knowledge on fundamentals of organisational behaviour.
- CO 2 – To analyze individual behaviour in organisations.
- CO 3 – To understand group behaviour and team dynamics.
- CO 4 – To evaluate organisational culture, change, and development.
- CO 5 – To comprehend the mechanism of change and managing change in organisations.

Course contents

Unit I

Module I: Introduction to Organisational Behaviour: Definition, nature, scope; Importance of OB; OB variables – individual, group, organisational; OB models – autocratic, custodial, supportive, collegial, system; OB-performance linkage.

Module II: Individual Behaviour in Organisations: Foundations – biological, psychological; Ability – intellectual, physical; Personality – determinants (heredity, environment, situation), theories – MBTI, Big Five; Perception & Attribution – perceptual process, attribution theory; Attitudes – components, formation, change, cognitive dissonance; Learning – classical, operant, social learning; social learning; Individual attributes and performance.

Module III: Group Dynamics & Team Behaviour: Groups – formal, informal; Group development – Tuckman’s stages; Group characteristics – roles, norms, status, size, cohesiveness; Group Decision-Making – techniques; Teams vs. Groups – types of teams (virtual, cross-functional, self-managed); Challenges – social loafing, groupthink.

Unit II

Module IV: Organisational Culture & Work Environment: Definition, nature, characteristics; Types – strong vs. weak, functional vs. dysfunctional; Culture vs. formalisation; Functions – identity, commitment, stability; Culture creation – founder’s values, socialisation, leadership; Sustaining culture – rituals, stories, symbols, language.

Module V: Power, Politics & Conflict: Power – bases (formal, personal), dependence, power tactics; Politics – definition, causes, consequences; Conflict – definition, types (intrapersonal, interpersonal, intergroup), traditional vs modern views; Conflict management styles – Thomas-Kilmann model; Conflict resolution – negotiation, mediation.

Module VI: Organisational Change & Development: Organisational Change – definition, internal/external forces, planned vs unplanned; Lewin’s Change Model – unfreeze, change, refreeze; Resistance – causes, overcoming strategies; Change agents – role, traits; Organisational Development (OD) – Concept.

Suggested Readings

1. Robbins, S.P., Judge, T.A. and Vohra, N.: Organisational Behaviour, Pearson.
2. Robbins, S.P. and Judge, T.A.: Essentials of Organizational Behaviour, Pearson.
3. Newstrom, J.: Organizational Behaviour: Human Behaviour at Work, McGraw Hill.
4. Mullins, L.J.: Management and Organisational Behaviour, Pearson.
5. Buchanan, D. & Huczynski, A.: Organisational Behaviour: An Introductory Text, Prentice Hall.
6. Aswathappa, K.: Organisational Behaviour: A Diagnostic, Prentice Hall India.
7. Luthans, F. Organizational Behaviour. McGraw Hill

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

FINANCIAL MARKETS

COM 102

Credit: 4

Marks: 50

Course Objectives

- Develop a conceptual and analytical understanding of the structure and functioning of Indian financial markets.
- Explore the role of financial regulators and intermediaries.
- Analyze innovations and technological interventions shaping modern Indian financial systems.
- Provide exposure to trends, reforms, and challenges in the contemporary financial environment.

Course Outcomes

CO 1- By the end of this course, students will be able to understand the structure and functioning of Indian financial markets.

CO 2 - They can analyze the role of various financial institutions and regulators in India. Moreover, students will be able to explore trends and challenges in equity, debt, and derivative markets.

CO 3 - Finally, it will help to examine innovations in financial products and fintech impacts on Indian markets.

Course contents

Unit I

Module I: Overview of Indian Financial System: Structure of Indian financial system: Institutions, Markets, Instruments, and Services; Role of financial markets in economic development; Relationship between primary market and secondary market; Overview of financial regulators: RBI, SEBI, IRDAI, etc.; Reforms in Indian financial markets and worldwide.

Module II: Money Market in India: Meaning, features, and importance of the money market; Structure and constituents: Call money, Treasury Bills, Commercial Papers,

Certificates of Deposit, Repo and Reverse Repo; Role of RBI in money market operations; Recent trends and challenges.

Module III: Primary Market in India: Role of promoters and formation of companies; Promoters' lock-in requirement; Primary market participants; Primary market intermediaries and merchant banking institutions; Primary market issue types and allotment: IPO, FPO, Private Placement, Right Issue; Anchor investors; Issue Pricing Process: Book Building, Green shoe option.

Module IV: Secondary Market and Share Trading in India: Secondary market participants; Stock Exchanges in India: NSE, BSE; Other stock exchanges; Listing in stock exchange; Demutualization of stock exchanges; On-line share trading: features and prerequisites; Settlement and Clearing; Rolling settlement; Trading methods: Delivery based and non-delivery based (Intra-day); Option trading; Market index.

Unit II

Module V: Debt Market in India: Types: Government Securities, Corporate Bonds, Municipal Bonds; Role of RBI and SEBI in regulating debt markets; Primary and secondary markets for debt instruments; Bond valuation and rating agencies; Challenges and growth prospects.

Module VI: Derivatives and Commodity Markets: Introduction to derivatives: Forwards, Futures, Options, Swaps; Trading, settlement, and regulation of derivative products; Role of derivatives in risk management; Commodity derivatives market: Structure and significance in India; Exchanges: MCX, NCDEX.

Module VII: Innovations and Technology in Financial Markets: FinTech and its impact on financial markets; Digital payments, UPI, blockchain, and cryptocurrency (regulatory overview); Role of technology in market surveillance and investor services; Financial inclusion and digital empowerment.

Module VIII: Recent Trends, Reforms, and Challenges: Financial market integration and globalization; ESG Investing and Sustainable Finance; Foreign Portfolio Investment (FPI)

and FDI; Recent developments: SME platform, REITs, InvITs; Challenges: Volatility, Regulatory arbitrage, Retail participation, Investor awareness.

Suggested Readings

1. Pathak, Bharati V.. Indian Financial System. Pearson Education. New Delhi.
2. Saha, S.S.. Indian Financial System: Financial Markets, Institutions and Services. Tata McGraw Hill. New Delhi.
3. Khan, M. Y.: Indian Financial System. Tata McGraw Hill. New Delhi.
4. Bhole, L. M. and Mahakud, J.. Financial Institutions and Markets. Tata McGraw Hill, New Delhi.
5. Gurusamy, S.. Financial Markets and Institutions. Tata McGraw Hill. New Delhi.
6. Mishkin, F. S. and Eakins, S.: Financial Markets and Institutions, Pearson Education, New Delhi.
7. Gupta, S. B.. Monetary Economics – Institutions, Theory and Policy. Sultan Chand, New Delhi.
8. Raghunathan, V. and Rajib, P.. Stock exchanges, Investment and Derivatives. Tata McGraw Hill, New Delhi.
9. Sarkhel, J. and Gupta, A.: Capital Market: Theory and Institutions, Book Syndicate, Kolkata.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

RESEARCH METHODOLOGY AND ETHICS

COM 103

Credit: 4

Marks: 50

Course Objectives

- To familiarize students with the basic concepts of research.
- To develop an understanding of the research process and research design.
- To equip students with the skills to conduct research and interpret findings.

Course Outcomes

CO – 1 Upon successful completion of this course, the students will gain a comprehensive understanding of research fundamentals and ethical considerations in academic inquiry.

CO – 2 They will be able to clearly define research problems, design appropriate methodologies, and apply suitable sampling techniques for data collection and analysis.

CO – 3 They will also be introduced to data collection and applicable statistical tools for data analysis, including hypothesis testing, correlation, regression etc. The students will learn about research ethics for ensuring scholarly integrity.

Course contents

Unit I

Module I: Introduction to Research: Meaning, Objectives, and Importance of Research; Types of Research: Fundamental, Applied, Descriptive, Analytical, and Empirical; Research Process: Steps in Research; Identifying and Defining Research Problems; Literature Review and Research Gap.

Module II: Research Design and Sampling Techniques: Meaning and Need for Research Design; Features of a Good Research Design; Types of Research Design: Exploratory, Descriptive, Experimental, and Diagnostic; Sampling Design: Census vs. Sample, Probability and Non-Probability Sampling, Sample Size and Sampling Errors.

Module III: Data Collection and Measurement Techniques: Types of Data: Primary and Secondary; Methods of Data Collection: Observation, Interview, and Questionnaire; Measurement and Scaling Techniques: Nominal, Ordinal, Interval, and Ratio Scales, Likert Scale, and Semantic Differential Scale.

Unit II

Module IV: Data Processing and Statistical Analysis: Editing, Coding, Tabulation, and Data Presentation; Descriptive Statistics: Mean, Standard Deviation, Maximum, Minimum; Hypothesis: Concept and Types; Hypothesis Testing (conceptual understanding); Correlation and Regression Analysis (Basic level).

Module V: Research Report Writing: Types of Research Reports; Structure and Format of a Research Report; Writing Research Proposals and Synopsis; Referencing and Citation Styles: APA, MLA.

Module VI: Ethical Practices in Research: Ethics in Research: Principles, Issues, and Misconducts; Ethical Concerns in Selecting and Framing Research Problems; Plagiarism and Ethical Issues in Report Writing.

Suggested Readings

1. Kothari, C. R., & Garg, G. (2019). *Research methodology: Methods and techniques* (4th ed.). New Age International Publishers.
2. Cooper, D. R., & Schindler, P. S. (2014). *Business research methods* (12th ed.). McGraw-Hill Education.
3. Saunders, M., Lewis, P., & Thornhill, A. (2019). *Research methods for business students* (8th ed.). Pearson Education Limited.
4. Panneerselvam, R. (2014). *Research Methodology* (2nd ed.). PHI Learning Pvt. Ltd.
5. Creswell, J. W., & Creswell, J. D. (2018). *Research design: Qualitative, quantitative, and mixed methods approach* (5th ed.). SAGE Publications.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

QUANTITATIVE TECHNIQUES

COM 104 (Elective 1A)

Credit: 4

Marks: 50

Course Objectives

- To familiarize students with the role and scope of quantitative techniques in business decision-making.
- To enable students to analyse business problems using statistical tools such as correlation, regression, and time series.
- To impart knowledge on measurement techniques like index numbers, interpolation, and analysis of attributes.
- To enhance analytical and critical thinking for solving practical problems in business, economics, and management.

Course Outcomes

After successful completion of the course, students will be able to:

CO -1 Explain the meaning, nature, and importance of quantitative techniques in business and management.

CO - 2 Apply correlation and regression tools to study and measure business relationships.

CO - 3 Use time series techniques to analyse trends, seasonal variations, and forecasting in business.

CO - 4 Construct and interpret index numbers for price level, cost of living, and industrial analysis.

CO - 5 Perform interpolation techniques to estimate missing values in data series.

CO - 6 Analyse qualitative data through measures of association of attributes in business contexts.

Course Contents

Unit I

Module I: Introduction: Meaning and scope of Quantitative Techniques (QT); Role of Quantitative Techniques in Business and Industry; Types of Quantitative Techniques: Mathematical, statistical, and operations research-based; Advantages and limitations of Quantitative Techniques in business applications.

Module II: Correlation Analysis: Meaning and significance of correlation in business studies; Types of correlation: positive, negative, linear, non-linear; Methods of studying correlation: Simple, Partial, Multiple and Rank correlation; Business applications of correlation.

Module III: Regression analysis: Simple and multiple regression models; Assumptions of classical linear regression model; Use of dummy variables in regression; Multicollinearity; Heteroscedasticity and Autocorrelation (concepts only).

Unit II

Module IV: Time Series Analysis: Components of time series: Trend, seasonality, cyclic, and irregular variations; Models: Additive and multiplicative; Smoothing techniques: Moving averages, exponential smoothing; Applications in economics and business: Demand and sales forecasting, trend analysis of financial market.

Module V: Index Number: Problems in Construction of Index Numbers; Methods of Constructing Index Numbers – Weighted and Unweighted, Test of Adequacy of Index Numbers, Chain Index Numbers, Cost of Living Index Number, Base Shifting, Splicing and deflation of value of money.

Module VI: Association of Attributes: Meaning of Attribute; Relationship between Association and Correlation; Different terms like Order of a class, Ultimate frequency, Consistency, Total frequency, Nine Square Table; Measurement methods of two attributes and three attributes.

Module VII: Interpolation: Meaning: Interpolation, inverse-Interpolation, extrapolation, Polynomial functions, difference table; Relationship between E and Delta; Use of Newton's Forward-Backward and Lagrange's formula in interpolation and Extrapolation.

Suggested Readings

1. Levin, R.I. & Rubin, D.S. Statistics for Management. Pearson Education. New Delhi
2. Anderson, D.R., Sweeney, D.J. & Williams, T.A. Statistics for Business and Economics. Cengage Learning.

3. Gupta, S.P. Statistical Methods. Sultan Chand. New Delhi
4. Kothari, C.R. Quantitative Techniques. Vikas Publishing House. New Delhi.
5. Gupta, S.C. & Kapoor, V.K. Fundamentals of Applied Statistics. Sultan Chand & Sons. New Delhi.
6. Sharma, J.K. Business Statistics. Pearson Education. New Delhi.
7. Elhance, D.N. Fundamentals of Statistics. Kitab Mahal, Allahabad.
8. Beri, G. Business Statistics. Mc Graw Hill Education. New Delhi.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

DRAFT

OPERATIONS RESEARCH

COM 104 (Elective 1B)

Credit: 4

Marks: 50

Course Objectives

- To introduce students to the fundamental concepts and techniques of Operations Research and its relevance in managerial decision-making.
- To develop the ability to model and solve Linear Programming Problems (LPP) using various methods.
- To enable students to understand and apply algorithms for solving Assignment and Transportation Problems in business contexts.
- To familiarize students with project management techniques such as PERT and CPM and their application in scheduling and time-cost optimization.
- To impart knowledge of inventory control models and their application in business decision-making under deterministic conditions.
- To equip students with foundational knowledge in Game Theory for analyzing competitive business strategies.

Course Outcomes

Upon successful completion of the course, students will be able to:

CO-1 Understand the origin, evolution, and application areas of Operations Research in real-world decision-making scenarios.

CO-2 Formulate Linear Programming Models and solve them using various standard techniques such as Simplex, Big M, and Duality.

CO-3 Analyze and solve Assignment Problems and Transportation Problems using appropriate algorithms for both minimization and maximization objectives.

CO-4 Construct and analyze PERT/CPM networks to identify the critical path and optimize project schedules through crashing and relaxation techniques.

CO-5 Apply deterministic inventory models to evaluate inventory decisions and manage inventory-related costs effectively.

CO-6 Demonstrate the ability to analyze two-person zero-sum games using game theory concepts, including pure and mixed strategies.

Course Contents

Unit I

Module I: Introduction: Operations Research (OR): What it is – Origin - Role of OR in Decision Making- Application areas of OR.

Module II: Linear Programming: Model Formulation; Solution Methods - Graphical Methods – Simplex Method - Big M Method – Two Phase Technique, Duality.

Module III: Assignment Problems: Concepts, Mathematical Formulation - Assignment Algorithm (Hungarian Method) - Balanced and Unbalanced – Minimisation and Maximisation; Travelling Salesman Problem as an Assignment Problem.

Module IV: Transportation Problems: Concepts, Formulation: Balanced and Unbalanced – Minimization and Maximization; Solution Methods - MODI Method; Degeneracy.

Unit II

Module V: Network Analysis: PERT and CPM: Difference between PERT and CPM – Network Construction – Time Estimation – Slacks and Floats – Critical Path – Crashing and Relaxation - Time-Cost Trade-off.

Module VI: Inventory Management: Inventory – Objectives of Holding Inventory – Inventory Costs - Inventory Control – Deterministic Models.

Module VII: Game Theory: Concepts and Terminology, Two Person Zero Sum Games, Pure Strategy Games (with Saddle Point), Principle of Dominance, Mixed Strategy Games (Game without Saddle Point).

Suggested Readings

1. Sharma, J. K., Operations Research, Macmillan India Ltd.
2. Kapoor, V. K., Operations Research, S. Chand
3. Wagner, H. M., Principles of Operation Research, Prentice Hall
4. Ravindran, Phillips and Solberg, Operations Research: Principles and Practice, Wiley
5. Taha, H. A., Operational Research: An Introduction, Macmillan / Prentice Hall
6. Kanti Swarup, Gupta, P. K., Man Mohan, Operations Research, S. Chand and Company
7. Vohra, Quantitative Techniques in Management, Tata McGraw-Hill.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

CORPORATE GOVERNANCE

COM 105 (Elective 2A)

Credit: 4

Marks: 50

Course objectives

- The main objective of the Course is to offer a comprehensive, interdisciplinary approach to the legal, management and control of companies.
- To understand the meaning and theories related to corporate governance.
- To analyse different models of corporate governance.
- To analyse the features of corporate governance in India.
- To recognise the role of Corporate Social Responsibility in corporate governance.

Course outcomes

CO-1 The course focuses on fundamentals of corporate governance including shareholders, directors, auditors and other stakeholders. Specially, the course includes significantly the role of auditors which have emerged as the most significant component of corporate governance in view of the corporate frauds across the world.

CO-2 The relevant provisions of the Companies Act in the country as passed in 2013 with major changes have also been incorporated.

CO-3 By learning the course, issues like CSR and Corporate sustainability which are gaining importance will also be known.

Unit I

Module I: Introduction: Components of Corporate Governance; Corporate Governance system worldwide: Single board vs. Dual board; Networked model vs. High-tension model; Corporate Governance in India.

Module II: Shareholders and Corporate Governance: Types of shareholders; General rights and privileges of shareholders; Rights of minority shareholders; Grievance redressal process in India, Shareholder activism.

Module III: Corporate governance and audit: Internal and External auditors; Non-audit services; Independence of auditors; Assessment of fairness on financial reports; NFRA and standard of auditing.

Module IV: Corporate frauds: Introduction to corporate frauds; Major corporate frauds – case studies; Whistle blowing and fraud reporting by auditors.

Unit II

Module V: Key concepts of Companies Act, 2013: Different types of companies as per Companies Act, 2013; Types of directors as per Companies Act, 2013.

Module VI: Corporate Governance and Role of Board: Composition of Board of Directors; Independence of Directors; Board Sub-committees as per Companies Act and SEBI (LODR) Regulations.

Module VII: Corporate Social Responsibility (CSR): Drivers of CSR; Key components of CSR; CSR under Companies Act; Business ethics and CSR.

Module VIII: Corporate Sustainability: Idea of sustainability and its meaning for business – ESG and TBL; Framework for ESG ratios; Corporate sustainability reporting and indices.

Suggested Readings

1. Satheesh Kumar, T.N.. Corporate Governance. OUP, New Delhi.
2. Fernando, A.C.. Corporate Governance: Principles, Policies and Practices. Pearson Education. New Delhi.
3. Kumar, Anil, Arora, Jyotsna Rajan, and Gupta, Lovleen. Taxmann's Auditing and Corporate Governance. Taxmann. New Delhi.
4. Bhattacharya, Ashis K.. Corporate Governance in India: Change and Continuity. OUP, New Delhi.
5. Sarkar, Jayati and Sarkar, Subrata: Corporate Governance in India, Sage Publications, New Delhi.
6. Ministry of Corporate Affairs, Govt. of India: Companies Act, 2013.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks

COMPANY LAW
COM 105 (Elective 2B)

Credit: 4

Marks: 50

Course objectives

- The course is designed to understand the formation, rules of running and other activities of the companies.
- To familiarize learners with share capital, meetings, accounts, audit, dividends, etc.

Course outcomes

CO - 1 On completion of this course, the students will develop the legal awareness about the statutory requirements, and understanding about different issues concerning the company as a legal entity.

CO - 2 Increase the ability of reasoning on the existing laws, rules and regulations of the corporate life.

Course contents

DRAFT

Unit I

Module I: Nature and Types of Companies: Definition, characteristics, and nature of a company; Corporate Personality and the doctrine of Lifting the Corporate Veil with judicial precedents; Classification of companies: Private vs. Public, companies limited by shares vs. limited by guarantee, unlimited companies; Specialized company forms: One Person Company (OPC), Small Company, Section 8 Company, and Dormant Company.

Module II: Corporate charter and Promotion of Companies: Purpose, significance and components of the Memorandum of Association; The legal doctrine of *ultra vires* and its consequences; Contents and purpose of the Articles of Association; The detailed procedure for incorporation: Name reservation, drafting of charter documents, filing of e-forms and obtaining the Certificate of Incorporation; Definition and purpose of a prospectus; Types of prospectus: Abridged, Shelf, and Red-Herring Prospectus.

Module III: Share Capital and Debentures: Issuance of different types of shares: Equity (with and without differential voting rights) and Preference shares; Issuance of shares at a premium and discount; Forfeiture of shares and the procedure for their re-issue; Legal provisions related to Private Placement (Section 42); Issue of Sweat Equity Shares, Rights Issues, and Bonus Shares; Procedure for the buy-back of shares; Transfer and transmission of securities; Definition, features, and types of debentures; Legal provisions for issuance of debentures; Concept of Charges: Fixed vs. Floating charge.

Unit II

Module IV: Meetings: Types of General Meetings of Shareholders: Annual General Meeting (AGM) and Extraordinary General Meeting (EGM); Types of Resolutions: Ordinary, Special, and resolutions requiring special notice; Voting methods: Show of hands, poll, and remote e-voting; Proxies: Rights and legal provisions; Meetings of the Board and its committees.

Module V: Accounts, Audit and Dividend: Legal requirements regarding the maintenance of Books of Account and Audit; Auditor's duty to report fraud to the Central Government; Procedure for declaration and payment of interim and final dividends; Preparation and presentation of the annual Financial Statements.

Module VI: Winding Up and the Insolvency & Bankruptcy Code (IBC): Modes of Winding Up: Compulsory winding up by the Tribunal; Grounds for winding up by the Tribunal; Brief overview of the Corporate Insolvency Resolution Process (CIRP) under the IBC, 2016, and its impact on the Companies Act.

Suggested Readings

1. Companies Act 2013. Taxmann, New Delhi.
2. Companies Act 2013. Institute of Company Secretaries of India, N. Delhi.
3. Garg, Kamal. Bharat's Corporate and Allied Laws. 2013.
4. Singh, Avtar. Company Law. Eastern Book Company, Allahabad.
5. Majumdar, K. and Kapoor, G.K. . Company Law, Taxmann Publication, New Delhi.
6. A. Ramaiya's Guide to the Companies Act. Lexis Nexis Publication, Nagpur.

Assessment

- Internal Assessment (Assignments, Class Test) – 10 Marks
- End Semester Exam – 40 Marks