



**The Kelkar Education Trust's**  
**Vinayak Ganesh Vaze College of Arts, Science & Commerce**  
**(Autonomous)**

**SYLLABUS FOR S.Y.B.COM**

**(JUNE 2024 ONWARDS)**

**PROGRAMME: BACHELOR OF COMMERCE**

**SEMESTER III & IV**

**COURSE: Corporate Regulatory Framework I & II**

**General /Open elective**

<b>Course Code</b>	<b>Paper Title</b>	<b>Credit</b>
<b>VCR226 &amp; VCR276</b>	<b>Corporate Regulatory Framework I &amp; II</b>	<b>02</b>

## **1. Syllabus as per Choice Based Credit System**

- 1) Name of the Programme** : S.Y.B.COM
  - 2) Course Code** : **VCR226 & VCR276**
  - 3) Course Title** : Corporate Regulatory  
Framework I & II
  - 4) Semester wise Course Contents** : Copy of the syllabus Enclosed
  - 5) Reference & Additional References** : Enclosed in the syllabus
  - 6) Credit Structure**  
**(No. of Credit per Semester)** : 02
  - 7) No. of Lectures Per Unit** : 10
  - 8) No. of Lectures Per Week** : 02
  - 9) No. of Tutorials Per Week** : NIL
- 2. Scheme of Examination** : **Semester End Exam: 60 Marks**
- (4 Questions of 15 Marks)
- Internal Assessment 40 Marks:**
- Test: 15 Marks**

**Project/Assignments:** 15 Marks

**Class Participation:** 10 Marks

**3. Special Notes (if any)** : No

**4. Eligibility (if any)** : As laid down in the College-  
-Admission Brochure/Website

**5. Fee Structure** : As per College Fee Structure  
specifications

**6. Special Ordinances/Resolutions (if any)** : No

**Programme:** SYBCOM

**Semester:** III & IV

**Course:** Corporate Regulatory Framework I

**Course Code:** VCR226 & VCR276

Teaching Scheme (Hrs/Week)				Continuous Internal Assessment (CIA) 40 marks					End Semester Examination	Total
L	T	P	C	CIA-1	CIA-2	CIA-3	CIA-4	Lab	Written	
2	-	-	2	15	15	10	-	-	60	100

**Maximum Time, Semester End Exam (Theory) – 2 Hrs.**

### **Course Objectives**

1) To Develop a comprehensive understanding of the legal framework governing companies

2) To Analyze and apply company law principles to real-world scenarios

### **Corporate Regulatory Framework I**

#### **Course Outcomes:**

#### **Students should be able to...**

**CO1:** Comprehend the concept of a company and the Legal Framework of different types of Companies.

**CO2:** Analyze Procedures and Legal Requirements for Company Incorporation.

**CO3:** Evaluate effectively different types of Shares and Prospectus.

### **Corporate Regulatory Framework I**

	<b>Course Contents Semester III</b>	
<b>Sr. No.</b>	<b>Modules/Units</b>	
<b>1</b>	<b>Indian Companies Act 2013</b> <b>Introduction</b>	<b>Lectures</b>
	1.1 Historical Development of Concept of Corporate Law in India -Regulators-	<b>10</b>

	<p><b>1.2</b> Company-Definition, Meaning, Nature and its Characteristics - Nature and Forms of Business - Company vis-à-vis other Forms of Business.</p> <p><b>1.3</b> Concept of Corporate Personality, Lifting of Corporate Veil.</p>	
<b>2</b>	<p><b>Indian Companies Act 2013</b></p> <p><b>Incorporation and its Consequences</b></p>	<b>10</b>
	<p>2.1 Types of Companies and their incorporation-Promoters-Meaning, Position, Duties, Rights, Responsibilities and Liabilities - Formation of Companies - Procedural Aspects.</p> <p>2.2 Memorandum of Association &amp; Articles of Association and their Alteration.</p> <p>2.3 Commencement of Business -Doctrine of Ultra-Vires, Constructive Notice, Indoor Management.</p>	
<b>3</b>	<p><b>Indian Companies Act 2013</b></p> <p><b>Sources of Capital: Classes and Types of Shares</b></p>	<b>10</b>
	<p>3.1 Equity Shares with Differential Rights- Issue of Shares at Par-Premium and Discount- Forfeiture and Surrender of Shares.</p> <p>3.2 Bonus Issues; Rights Issues-Issue of Sweat Equity Shares-Employees Stock Option Scheme.</p> <p>3.3 Private Placement-Preference shares and other forms of securities-Prospectus its kinds.</p>	

	<b>Total</b>	<b>30</b>
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## Corporate Regulatory Framework II

### Course Outcomes:

#### Students should be able to...

**CO1:** Understand the Legal Framework Governing Membership, Directors, and Meetings in Companies

**CO2:** Apply and analyse Directorship Roles, Responsibilities, and Corporate Governance Practices

**CO3:** Critically evaluate Procedures and Compliance Requirements for Conducting Board and General Meetings.

## Corporate Regulatory Framework II

<b>Course Contents Semester IV</b>		
<b>Sr. No.</b>	<b>Modules/Units</b>	<b>Lectures</b>
<b>1</b>	<p><b>Indian Companies Act 2013</b></p> <p><b>Membership in a Company</b></p>	<b>10</b>
	<p>1.1 Membership in a Company - Modes of Acquiring Membership - Rights and Liabilities of Members.</p> <p>1.2 Cessation of membership. Register of Members - Dematerialization of Securities.</p> <p>1.3 Transfer and Transmission of Securities in Physical and Dematerialized forms -Nomination.</p>	

<b>2</b>	<p><b>Indian Companies Act 2013</b></p> <p><b>Directors</b></p>	<b>10</b>
	<p>2.1 Types, Director's Identification Number (DIN), Appointment/Reappointment- Qualifications- Disqualifications.</p> <p>2.2 Vacation of Office- Retirement-Resignation and Removal of Managing and Whole-Time Directors and Manager - Role and Responsibilities of Directors.</p> <p>2.3 Powers and Duties - Loans to Directors - Remuneration of Directors - Office or Place of Profit - Contracts in which Directors are Interested - Board of Directors and its Committees.</p>	
<b>3</b>	<p><b>Indian Companies Act 2013</b></p> <p><b>Meetings</b></p>	<b>10</b>
	<p>3.1 Board Meetings - Convening and Management of Meetings of Board and Committees; Preparation of Notices and Agenda Papers.</p> <p>3.2 General Meetings - Convening and Management of Meeting, Annual and Extra-Ordinary General Meetings, Class Meetings.</p> <p>3.3 Creditors' Meetings- Preparation of Notices and Agenda Papers- Procedure for Passing of Resolutions by Postal Ballot- Voting through Electronic Means- Conducting a Poll and Adjournment of a Meeting.</p>	
	<b>Total</b>	<b>30</b>

**Beyond Syllabus**

Presentations, Guest lectures on recent developments, Court Visits, Special Classes for students who are below average, Debates and Group Discussions.

### QUESTION PAPER PATTERN

**Maximum Marks: 60**

**Duration: 2**

**Hours**

**Question to be set: 04**

<b>Q. No.</b>	<b>Particulars</b>	<b>Marks</b>
<b>Q. 1.</b>	<b>Module I</b> <b>Attempt any TWO of the following out of THREE Questions:</b> (i) (ii) (iii)	<b>15 Marks</b>
<b>Q.2.</b>	<b>Module II</b> <b>Attempt any TWO of the following out of THREE Questions:</b> (i) (ii) (iii)	<b>15 Marks</b>

<b>Q.3.</b>	<b>Module III</b>  <b>Attempt any TWO of the following out of THREE Questions:</b>  (i)  (ii)  (iii)	<b>15 Marks</b>
<b>Q.4.</b>	<b>Module I, II, III</b>  <b>Attempt any TWO of the following out of THREE Questions:</b>  (i)  (ii)  (iii)	<b>15 Marks</b>

**Distribution of marks as per Units, COs and Bloom's Taxonomy**

<b>Unit</b>	<b>COs</b>	<b>Bloom's Taxonomy Level</b>	<b>Type of Question</b>	<b>Marks</b>	<b>Weightage (%)</b>
1	CO1: Explain/ Comprehend	Understanding	Short notes /essay type	15	33.33
2	CO2: Application	Applying	Essay Type: Problem solving	15	33.33
3	CO3: Analyse/ Evaluate	Analysing/Evaluating	Essay Type: Case Study/case law	15	33.33

**RECOMMENDED RESOURCES**

	<b>RECOMMENDED RESOURCES</b>
<b>Reference Books</b>	
	<ol style="list-style-type: none"> <li>1. Understanding Membership in Companies, Ravi Kumar, LexisNexis India</li> <li>2. Comprehensive Guide to Directorship in Companies, Sneha Sharma, Eastern Book Company</li> <li>3. Company Law: Principles and Practice, Avtar Singh, Eastern Book Company</li> <li>4/A. Ramaiya, Guide to the Companies Act (19th ed., 2020/Latest edition)</li> <li>5. Hicks, Andrew &amp; Goo S H, Cases and Material on Company Law, Oxford University Press (8th ed., 2008/Latest edition)</li> <li>6. Avtar Singh, Company Law (17th ed., 2018/Latest edition) H.K. Saharay, Company Law (7th ed., 2016/Latest edition)</li> <li>7. Report of the Company Law Committee, 2019</li> <li>8. Companies Act and Corporate Laws, Bharat Law House Pvt Ltd, New Delhi</li> <li>9. Corporate Laws, Reena Chadha and Sumant Chadha, Scholar Tech Press, Delhi.</li> </ol>
<b>Reference Sites</b>	<ol style="list-style-type: none"> <li>1. <a href="http://www.mca.gov.in">www.mca.gov.in</a></li> <li>2. <a href="http://www.sebi.gov.in">www.sebi.gov.in</a></li> <li>3. <a href="http://www.icsi.edu">www.icsi.edu</a></li> <li>4. <a href="http://www.nclt.gov.in">www.nclt.gov.in</a></li> </ol>

**The final syllabus has been approved by the following BoS Members:**

Mrs. Reena Pillai- Member – Faculty

Dr. Pradyna V Rajebahadur - Vice-Chancellor’s Nominee

Dr. Sumathi Gopal - Industry / Corporate Sector

Dr. Jacinta Stephen Bastian - Subject Expert – From Other University (PUNE UNIVERSITY)

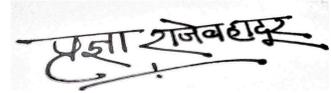
Dr. Devakumar Jacob– From Other University (TISS)

Dr Shradha Bhome - Meritorious Alumnus



**REENA PILLAI**

**FACULTY– BOS**



**DR. PRADYNA V RAJEBAHADUR**

**VC – NOMINEE (BOS)**