

2305

B. Com. II Year

2.3 COMPANY LAW AND SECRETARIAL PRACTICE

Unit – I

Meaning and Nature of a company, Classification of companies, Formation and Incorporation of Company, Memorandum of Association, Articles of Association

Unit – II

Prospectus – Meaning, contents, Abridged Form of Prospectus, Prospectus by implication/Deemed Prospectus, Prospectus Information Memorandum. Golden Rules framing Prospectus, Mis-statement and their consequences statement in lieu of prospectus. Issue of Shares : SEBI Guidelines,

Unit – III

Directors, Managing Director & Managers – appointment, Removal, Remuneration, Status, Right, Duty and liabilities. Prevention of oppression and Mismanagement of Company.

Unit. – IV

Winding up of a Company : Meaning and definition of winding up, characteristics, dissolution of company, differentiate between winding up and dissolution, modes of winding up, compulsory winding up, voluntary winding up, Legal provisions.

Unit – V

Company meetings – Modes of services of notice- Meeting Notice, Quorum, Agenda, Minutes, Resolution/Motion Resolution by circulation, Statutory Report, Annual Return (Sec. 159 to 161) & Chairman appointment and speech.

Types of Meeting & their Legal Provisions – Statutory Meeting, Annual General Meeting (AGM), Extra ordinary General meeting, Directors meeting.

Suggested Readings:

1. Navlakha Chundawat : Company Law & Secretarial Practice(RBD,Jaipur)
2. B.L.Verma, Ashok kumar Sharma, Ajay Joshi, P.K.Khincha - Company Law & Secretarial Practice (Hindi) Ajmera Book Company, Jaipur
3. Agarwal & Khatri : Company Law & Secretarial Practice 2. Kuchhal, S.C. : Secretarial Practice
4. Mathur & Navlakha : Company Law & Secretarial Practice
5. Mittal & Agarwal : Company Law & Secretarial Practice
6. Sharlekar : Secretarial Practice
7. Shukla : Company Law & Secretarial Practice
8. Upadhyaya, Chaturvedi : Company Law & Secretarial Practice