

**SES's L.S. RAHEJA COLLEGE OF ARTS AND COMMERCE (AUTONOMOUS)**



**BOARD OF STUDIES: ACCOUNTANCY & FINANCE**

**PROGRAMME: MASTER OF COMMERCE**

**SEMESTER: III**

**NOMENCLATURE OF THE COURSE: CORPORATE LAW**

**NEP Vertical: ELECTIVES**

**Credit: 4**

(As Per Choice Based Credit System (under NEP 2020) with effect from the academic year 2025-26)



<b>Programme:</b>	<b>Master of Commerce</b>
<b>Nomenclature of the Course</b>	<b>Corporate Law</b>
<b>Total Marks</b>	<b>100 marks</b>
<b>Semester:</b>	<b>III</b>
<b>Academic year</b>	<b>2025-26</b>

#### **LEARNING OBJECTIVES:**

- To help the students explain the evolution of corporate law, types of companies, corporate governance principles, and the roles of directors and key managerial personnel in ensuring ethical and responsible business practices.
- To enable students examine key provisions of the Companies Act, securities regulations, corporate fraud prevention, corporate restructuring strategies, and compliance requirements for effective corporate decision-making.
- To enable students assess the impact of insolvency laws, alternative dispute resolution mechanisms, digital transactions, cross-border regulations, and international corporate legal frameworks on modern businesses.

#### **COURSE OUTCOMES:**

- Students will explain the evolution of corporate law, types of companies, corporate governance principles, and the roles of directors and key managerial personnel in promoting ethical and responsible business practices.
- Students will examine key provisions of the Companies Act, securities regulations, corporate fraud prevention strategies, corporate restructuring, and compliance requirements for effective corporate decision-making.
- Students will assess the impact of insolvency laws, alternative dispute resolution mechanisms, digital transactions, cross-border regulations, and international corporate legal frameworks on modern businesses.

<b>Unit</b>	<b>Course Content</b>	<b>Andragogy</b>	<b>No of Lectures</b>
1	<b>Module 1: Corporate Structure and Governance</b> Concept and Evolution of Corporate Law, Types of Companies and Incorporation Process, Corporate Governance: Principles and Best Practices, Role and Responsibilities of Directors & Key Managerial Personnel (KMP), Corporate Social Responsibility (CSR) and Business Ethics	Classroom Teaching Legal provisions, Group discussion, Live case studies, Practical assignment	15
2	<b>Module 2: Company Law and Regulatory Framework</b> Companies Act, 2013: Key Provisions and Amendments, Share Capital, Securities, and Investor Protection, Meetings, Resolutions, and Decision-Making Processes, Corporate Fraud and Regulatory Compliance, Corporate Restructuring: Mergers, Amalgamations & Takeovers	Classroom Teaching Legal provisions, Group discussion, Live case studies, Practical assignment	15

3	<b>Module 3: Financial and Securities Regulations</b> SEBI and Securities Market Regulations, Insider Trading, Market Manipulation, and Investor Protection, Corporate Debt, Asset Reconstruction, and Bankruptcy Laws, Legal Framework for Foreign Investments and FDI, Competition Law and Anti-Trust Regulations	Classroom Teaching Legal provisions, Group discussion, Live case studies, Practical assignment	15
4	<b>Module 4: Emerging Trends in Corporate Law</b> Insolvency and Bankruptcy Code (IBC), 2016, Alternative Dispute Resolution (ADR) in Corporate Conflicts, Legal Aspects of Digital Transactions and FinTech Regulations, Cross-Border Transactions and International Corporate Laws, Recent Case Studies in Corporate Law	Classroom Teaching Legal provisions, Group discussion, Live case studies, Practical assignment	15

### SUGGESTED READINGS

#### Books:

1. Kapoor, N.D. – *Elements of Mercantile Law* (Sultan Chand & Sons)
2. Kuchhal, M.C. & Vivek Kuchhal – *Corporate Laws*
3. Gower, L.C.B. – *Principles of Modern Company Law* (Sweet & Maxwell)
4. Ravi Puliani & Mahesh Puliani – *Companies Act, 2013 with Rules*
5. Avtar Singh – *Company Law*
6. Taxmann Publications – *Guide to SEBI Regulations and Securities Laws*
7. S.S. Gulshan & G.K. Kapoor – *Business Law*

#### Legal Acts and Regulations:

1. The Companies Act, 2013 – Ministry of Corporate Affairs, Government of India
2. Securities and Exchange Board of India (SEBI) Act, 1992
3. Insolvency and Bankruptcy Code (IBC), 2016
4. Foreign Exchange Management Act (FEMA), 1999
5. Competition Act, 2002
6. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
7. Indian Contract Act, 1872 (Relevant for corporate agreements and contracts)