

**Open Elective Course-4**  
**BBA SEMESTER II**  
**BBOE202:COMPANY LAW**

**Course objective:** The objective of this course is to make students understand the concepts and provisions of company law.

**Syllabus & Detailed Contents**

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Unit	Content	Hours /Weightag
<b>Unit1:</b>	<b>Introduction:</b> Company – Definition, types, features, Privileges of private company, Conversion of private company into public company. Incorporation of company, Promoters, Preliminary or pre incorporation contracts, Certificate of incorporation, Prospectus, Commencement of business, Doctrine of Indoor management. Concept of lifting of corporate veil. Comparison between private and public company.	<b>10/25%</b>
<b>Unit2:</b>	<b>Share Capital &amp; Membership:</b> Memorandum of association, Articles of association and difference between them. Meaning, kinds, alteration and reduction of share capital. Share certificate, Share warrant, Transfer and transmission of shares. Member Vs. Shareholder, who can be a member, Modes of acquiring membership, Cessation of membership. Rights & liability of a member and register of members.	<b>10/25%</b>
<b>Unit3:</b>	<b>Company Management:</b> Types of meeting, Essential and legal rules for a valid meeting, Voting rights and proxies. Principle of majority rule and its exceptions and protection of minority. Types and circulation of resolution, minutes of meeting and adjournment of meeting.	<b>10/25%</b>
<b>Unit4:</b>	<b>Borrowing Powers and charges on Assets:</b> Extent, types and methods of borrowing. Concept of ultra-vires and intravires borrowings. Creation and types of charges on assets. Concept of crystallization of floating charge. Priorities and differences between fixed and floating charges. Registration of charges and its legality. Consequences of non-registration of charges.	<b>10/25%</b>

**Course Learning Outcomes (CLO)**

On completion of this course, the students will be able to:

1. Understand the concepts and provisions of company law.
2. Understand the difference between private and public company.
3. Understand the concepts of share capital and the difference between a member and



a share holder.

4. Understand the various concepts and procedures for effective management of a company.
5. Understand the differences between fixed and floating charges.

## **SUGGESTED READINGS**

### **Text Books**

1. Singh, Avtar, (2006), Company Law, Eastern Book Co. Lucknow, Bharat Law House, Delhi.
2. Bagrial, Ashok, (2008), Company Law, Vikas Publishing House.

### **Reference Books**

1. A. Ramaiyya, Guide to the Companies Act, 16th edition, Lexis Nexis Butterworths