

## COURSES OF STUDIES:

### UNIT - I

#### INTRODUCTION TO COMPANY:

Meaning and Definition - Features – High Light of Companies Act, 2013 – Body Corporate, Kinds of Companies (Concept, Definitions and Features) – One Person Company, Private Company, Public Company, Company Limited by Guarantee, Company Limited by Shares, Holding Company, Subsidiary Company, Government Company, Associate Company, Small Company, Foreign Company, Listed Company, Dormant Company.

#### FORMATION OF A COMPANY:

Steps in formation of a Company, Promotion Stage, Meaning of Promoters, Position of Promoter and Functions of Promoter, Incorporation Stage – Meaning, Contents, Forms of Memorandum of Association and Articles of Association and its alternation, Distinction between Memorandum of Association and Articles of Association, Certificate of Incorporation, Subscription Stage – Meaning and contents of Prospectus, Types, Misstatement in prospectus and its consequences.

### UNIT - II

**Director** (Concept and Definition), DIN, Qualification, Disqualification, Appointment, Position, Rights, Duties, Power, Resignation, Liabilities, Removal and Resignation of director. **Key Managerial Personnel** (Definition, Appointment and Qualifications) – Managing Director, Whole time Directors, the Company Secretary, Chief Financial Officer, Resident Director, Independent Director, Women Director.

### UNIT - III

#### SHARE CAPITAL AND DEBENTURE:

Share and Share Capital – Types and Definitions, Allotment and Forfeiture, Calls on Shares, ESOP, Buyback, Sweat Equity, Bonus, Right, Capital Reduction, Share Certificate, D-mat System, Transfer and Transmission, Redemption of Preference Shares, Debenture – Definition, Types, Rules regarding Issue of Debenture, Rules regarding Dividend and distribution of dividend

### UNIT - IV

#### CORPORATE MEETINGS

**Corporate Meetings** : Shareholder and Board, Types of Meeting – Annual General Meeting, Extra-ordinary General Meeting, Minutes of Proceedings of General Meeting, Meeting of BOD and other meetings (Section 118), Requisites of Valid Meeting – Notice, Agenda, Chairman, Quorum, Proxy, Resolutions, Minutes, Postal Ballot, e-voting, Video Conferencing.

### UNIT - I

1. What is a Joint Stock Company? Discuss its essential features.
2. Distinguish between Public Company and Private Company.
3. What is Memorandum of Association? What are its contents?
4. What is an Article of Association? Discuss the matters to be written in the Article of Association of a company.
5. What is One Person Company? (OPC) Discuss its advantages and disadvantages.
6. Distinguish between Memorandum of Association and Articles of Association.

7. What do you mean by Company Promotion? Discuss the steps followed by the Promoters for incorporation of a company.

#### **UNIT - II**

1. Who is a Director? Discuss about different types of Directors.
2. Discuss the provisions of Companies Act, 2013 regarding the appointment of the Directors.
3. Discuss the Provisions of Companies Act regarding the Removal of Directors from the Office.
4. Discuss the duties of Directors of a Company.
5. Discuss the duties and responsibilities of a Company Secretary.

#### **UNIT - III**

1. What do you mean by Preference Shares? Discuss different types of preference shares that can be issued by a company.
2. Distinguish between Equity Shares and Preference Shares.
3. Distinguish between shares and debentures.
4. What do you mean by Forfeiture of Shares? Discuss the provisions of Companies Act, 2013 regarding the forfeiture of shares.
5. Distinguish between transfer of shares and transmission of shares.
6. Discuss the provisions of Companies Act, 2013 relating to the issue of Debentures.

#### **UNIT - IV**

1. What is Annual General Meeting (AGM) of a company? Discuss the legal provisions of Companies Act, for holding and conducting the AGM.
2. What is Extra-ordinary General Meeting? Who can convey this meeting? Discuss the legal provisions of Companies Act, 2013 with regard to EGM.
3. What do you mean by Board Meeting? Discuss the legal provisions for conducting and holding the meeting of the Board.
4. Discuss the provisions of Companies Act, 2013 for conducting and holding Board Meeting of One Persons Company. (OPC)
5. What is a special resolution? Discuss the purposes for which a special resolution is passed. Describe the procedure of passing a special resolution.