

**UNIVERSITY COLLEGE OF LAW
KAKATIYA UNIVERSITY, WARANGAL, TELANGANA**

**BRANCH – I: CORPORATE AND SECURITIES LAWS
SYLLABUS (WITH EFFECT FROM 2020-2021)**

LL.M (Regular) II Year: Semester – III

Paper – I

CORPORATE MANAGEMENT

Theory

5 Hours/Per Week

Marks: 100 (External – 80; Internal – 20)

Unit-I:

Corporate Promotion and Formation - Concept of Promotion, Promoters- Duties, Powers and Liabilities, their legal position, Pre-incorporation contracts - Formalities for formation of company - Procedure of registration and role of registrar, online registration of a company - Certificate of Incorporation and its conclusiveness - Commencement of Business - Memorandum of Association- Doctrine of Ultra Vires - Articles of Association- Contents and Relation with Memorandum - Doctrine of Constructive Notice - Doctrine of Indoor Management.

Unit-II:

Management and Corporate Governance - Evolution of Corporate Governance in India and its recognition in the Companies Act 2013 – Reports of Various Committees on Corporate Governance - General Body of Shareholders - Board of Directors - Position of Directors Vis-à-vis General Body of Shareholder – Directors - Types, Qualifications, appointment, remuneration, termination - Power and duties of Directors - Managing Director - Independent Directors – Loans to Directors.

Unit-III:

Meetings of Company – Kinds of Meeting - Oppression and Mismanagement of Companies - Rule in Foss v. Harbottle – Exceptions - Prevention of Oppression and mismanagement - Administrative Remedies - Removal of Managerial Personnel -Appointment of Government Directors - Special Audit - Class Action suits.

Unit-IV:

Corporate Liquidation - Winding up of companies - Ground of winding up - Procedure of winding up - Appointment of liquidators – Powers and Duties of Liquidator - National Company Law Tribunal (NCLT) – National Company Law Appellate Tribunal - Special courts - Corporate Social Responsibility - Need for CSR - Theories and Justification - CSR under Companies Act, 2013.

Select Bibliography:

1. Palmer:– Company Law.
2. Ramayya: Guide to the Companies Act, in three volumes, 13th Edn. 1995, Wadhwa and Company, Nagpur.
3. Avtar Singh: Company Law, Estern Book Company, 12th Edn. 1999.
4. H.K.Saharay: Principles and Practice of Company Law in India. Prentice Hall of India Private Limited, II Edn. 1984, New Delhi.
5. S.M.Shah: Lectures on Company Law, N.M.Tripathi Private Ltd. Bombay.
6. Pennigton: Company Law, Butterworths, London. Taxmann’s Publications Journal on SEBI and Corporate Laws.

Dr. M Srinivas Chairperson, Board of Studies in Law University College of Law Subedari, Warangal

Paper – II

LAW OF BANKING AND NEGOTIABLE INSTRUMENTS

Theory

5 Hours/Per Week

Marks: 100 (External – 80; Internal – 20)

Unit-I:

Evolution and History of Banking in India – Social Control and Nationalisation of Banks in India – Salient Features of Reserve Bank of India Act, 1935 – powers and Functions of RBI – Salient Features of Banking regulation Act, 1949 – Function of Commercial Banks – Privatisation of Banking Sector in India – Modern Banking and Technology – Internet Banking and Mobile banking – Concepts of RTGS and NEFT.

Unit-II:

Banker Customer Relationship – Rights and Duties of the Parties springing out of such relationship – Special Relationship between banker and Customer like Banker's obligation to honour the cheques – Over draft – Banker's General Lien and Implied Pledge – Paying Banker – Obligations of Paying Banker – Statutory Protection to the Paying Banker – Collecting Banker – Obligations of Collecting Banker – Conversion – Statutory Protection to the Collecting banker – Banking Ombudsman.

Unit-III:

Salient Features of Negotiable Instruments Act, 1881 – Negotiable Instruments – Deemed Negotiable Instruments – Holder, Holder in due course and Holder for Value – Types of Cheques – Crossing of Cheques – Information Technology Act, 2000 and Truncated Cheques – Endorsement and its kinds – Dishonour of Cheques and its consequences – Prosecution of Company and its Directors

Unit-IV:

Loans and Advances by Banks – Pledge of Stocks and Securities – Advances secured by other Collateral Securities – Recovery of Loans – Recovery through the Debt Recovery Tribunals – Recovery through Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002 (SARFAESI Act) – Appropriation of Payment by Banker – Clayton's Rule – Bank as a Guarantor – Letter of Credit – Types of Letters of Credit

Select Bibliography:

1. Sheldon: Practice and Law of Banking – 7th Ed., 1990 Pitman Publ., Toronto.
2. Tannan: Banking Law and Practice in India –20th Ed., 1999.India Law House, New Delhi.
3. Lord Chorley and P.E.Smart : Leading Cases in the Law of Banking, 6th Edn., 1990.
4. Bashyam and Adiga : 17th Ed., 1994, Bharat Law House, New Delhi.
5. Arora Kalra: All India Banking Law Judgements in 4 Vols. 2nd Ed., 1994, Punjab Law Agency, Delhi.
6. L.C.Goyle : Law of Banking and Bankers, 1st Ed., 1995,Eastern Law House, New Delhi.

PAPER-III
RESEARCH METHODOLOGY

Theory

5 Hours/Per Week

Marks: 100 (External – 80; Internal – 20)

Unit – I: Meaning of Research – Scope and Importance of Research - Types of Research – Scientific Method – Social Science Research – Legal Research – Application of Scientific Method to the study of Socio legal phenomena- limitations and difficulties - Application of Methods of Social Research to Legal Research – Scope and importance of Legal Research.

Unit – II: Identification and formulation of Research Problem – Analytical and Case Study Method – Doctrinal and Non- Doctrinal Research – Formulation of Research design – Research Questions - Hypotheses.

Unit – III: Collection of Data - Research Tools and Techniques for Collection of Data - Survey of available literature and Bibliographical Research - Legislative Material including Subordinate Legislation, Notification and Policy Statements – Court Decisions including Foreign Decisions - Observation – Questionnaire – Schedule – Interview – Sampling techniques – Types of sampling.

Unit – IV: Data processing and analysis – Use of Statistics in the analysis and interpretation of data – Classification and Tabulation of Data – Explanation of Tabulated Data – Analysis of Data - Use of computers in Legal Research – Report writing – Essential elements of Legal Research Report Writing - Legal Research and Law Reforms.

Select Bibliography:

1. Goode & Hatt : Methods in Social Research : Mc.Graw – Hill Book Company, Singapore 1981.
2. C.R.Kothari: Research Methodology: Methods and Techniques, 2nd Edition, Wishwa Prakasham, New Delhi,1995
3. Wilkinson & Bhandarkar: Methodology and Techniques of Social Research, 9th Edition, Himalaya Publishing Housing, Bombay Delhi- Narpur 1994.
4. Good and Hatt : Methods in social research
5. Lohn : Tools of Social Science
6. Patten : Surveys, Tools and samples
7. David Lloyd : Finding in law, a guide to legal research, Debbs Ferry(N.Y) Oceana1974.
8. Meles O. Price and harry: Effective legal Research, 4th Edn, Boston (mass) Bitner little,1979.
9. Erwin C.Survency : Guide to Legal Research, Buffalor (N.Y) Ocena and others1959.
10. Destinger : Research Methods in Behaviour Sciences.