

LL.B.(Three Year Course) V Sem
COMPANY LAW AND PARTNERSHIP ACT
PAPER III

Max. Marks: 100 Min. Marks: 36

The details of syllabus of this paper are as under:

1. The Companies Act, 2013
2. Indian Partnership Act, 1932

SECTION A: The Companies Act, 2013

1. Types of business Organization
 - Sole Proprietorship
 - Partnership
 - Company
 - Co-Operative Societies
2. Meaning and Introduction of Company:
 - History, Meaning of Company and Essential Characteristics.
 - Theory of Corporate Personality.
 - Creation and Extinction.
 - Kinds of Companies:
 - Public and Private Companies,
 - Holding and Subsidiary Companies,
 - Limited and Unlimited Companies,
 - Shareholding and Guarantee Companies,
 - Producer Companies and Small Company,
 - One Person Company,
 - Government and Foreign Company,
 - Company and Limited Liability Partnership.
 - Difference between Corporate and Non-Corporate Organizations (Partnership and other association of person).
 - Comparative Analysis of provisions of Companies Act, 1956 and Companies Act, 2013.
3. Law relating to Companies: Public and Private:
 - Formation of a Company: Registration and Incorporation, Doctrine of Lifting of Corporate Veil.
 - Memorandum of Association: Meaning, Various Clauses, Alteration therein, Doctrine of Ultra Virus.
 - Articles of Association: Meaning, its relation with Memorandum of Association, Doctrine of Constructive Notice and Doctrine of Indoor Management.

- Prospectus: Meaning, Types, Issue, Contents, Liability for Misstatements, Statements in Lieu of Prospectus.
- Promoters: Position, duties and liabilities.

4. Share Capitals and Debentures:

- Share: Kind of Shares, General Principles of Allotments of shares, Share Certificate, Transfer of Shares- Procedure for Transfer, Restrictions on Transfer, Refusal of Transfer, Issue of Shares at premium and Discount, Depository Receipts, Dematerialized shares (DEMAT).
- Share Holder: Modes of becoming a shareholder, Calls on Shares, Forfeiture and Surrender of Shares, Lien on Shares.
- Share Capital: Kinds, alteration and reduction of share capital, conversion of loans and Debentures into Capital.
- Reduction of Share Capital and Buy Back of Shares
- Debentures: Meaning, Kinds, Fixed and Floating Charge, Shareholder and Debenture holder, Remedies of Debenture Holder.

5. Management and control of management:

- Directors: Position, Appointment, Qualification, Vacation Of Office, Removal, Resignation, Powers And Duties Of Directors, Managing Directors And Other Managerial Personnel, Independent Directors, Mandatory Women Directors, Directors Identification Number.
- Meeting: Kinds, Procedure, Voting.
- Audit and Accounts.
- Prevention of Oppression and Mismanagement
- Borrowing powers.
- Protection of oppression and mismanagement.
- Investigation powers.

6. Corporate liability:

- Legal liability of Companies: Civil and Criminal.
- Remedies against them: Civil, Criminal and Tortuous, Specific Relief Act, Writs, Liability under Special Statutes.

7. Special regulation and winding up:

- Corporate Social Responsibility (CSR).
- Serious Fraud Investigation Officer.
- NCLT/ Special Court.
 - Winding up:
 - Kinds of Winding Up
 - Consequences and Reasons for Winding Up
 - Role of Court
 - Liability of the past members
 - Payment of Liabilities
- Reconstruction and Amalgamation

SECTION B: Indian Partnership Act, 1932

1. Short title, extent and commencement (Sec. 1-3).
2. The nature of partnership (Sec. 4-8).
3. Relation of Partners to one another (Sec. 9-17).
4. Relation of Partners to third parties (Sec. 18-30).
5. Incoming and Outgoing Partners (Sec. 31-38).
6. Dissolution of Firms (Sec. 39-55).
7. Registration of Firms (Sec. 56-71).
8. Mode of giving public notice (Sec. 72-74).

SECTION C: Prescribed Cases

- Salomon v Salomon & Co Ltd (1897)
- In C.I.T. v. Meenakshi Mills Ltd. (AIR 1967 SC 819)
- Daimler company ltd. v Continental Tyre and Rubber Company (Great Britain), [1916] 2 AC 307 13
- Union Bank of India v. Khader International Construction and Other [(2001) 42 CLA 296 SC]
- New Horizons Ltd. and another v. Union of India (1995) 1 Comp. LJ 100 SC
- Vodafone International Holdings B.V. v. Union of India & Another [S.L.P. (C) No. 26529 of 2010]
- Kapila Hingorani v. State of Bihar, 2003(4) Scale 712
- UOI v. R. Gandhi President Madras Bar Association, AIR (2015) SC 1571

Selected Bibliography:

1. Philip K. Thayil: Company law
2. Avtar Singh: Company Law
3. R.R. Maurya: Company Law
4. Ramiaya Guide to Companies Act
5. Desa : Indian Partnership Act
6. सुरेन्द्र नाथ: कंपनी विधि
7. एन. व्ही. परांजपे: कंपनी विधि

LL. B, THREE YEARS COURSE

V Sem.

Paper V

Law of Taxation

Max Marks: 100

The Details of Syllabus of This Paper Are As Under:

SECTION A

1. Income Tax Act, 1961
(As amended upto date) (Whole Act)

SECTION B

1. Goods And Services Act, 2017
(As amended upto date) (Whole Act)

SECTION C

Prescribed Cases:

1. Commr. of Income Tax V. Sutlej Cotton Mills Supply Agencies Ltd. (1975) 100 ITR 706, 711 (SC).
2. Manglore Electric Supply Co. Ltd. V. Commr of I.T. (1978) 113 ITR 635 (SC).
3. Civil Appeal No. 10177 Of 2018 (Arising Out Of SLP(C)No.25415 Of 2017) Union Of India & Anr. V. Mohit Mineral Pvt. Ltd. (Reportable)- Constitutional Validity Of GST Act, 2017

Selected Bibliography :

1. A.K. Saxena : Income Tax Act
2. Kailash Rai : Income Tax Act
3. V.K. Singhanian : Students Guide to Income Tax
4. H.C. Mahrotra : Income Tax
5. C.R. Latta : The Income Tax Law.
7. बसन्ती लाल बाबेल : प्रत्यक्ष कर विधियां (अपराध, अभियोजन एवं शास्तियां)

B.A.LL.B. (HONS.) III Semester

COMPANY LAW (The Companies Act, 2013)

PAPER IV

Max. Marks: 80

UNIT-I

1. Types of business Organization
 - Sole Proprietorship
 - Partnership
 - Company
 - Co-Operative Societies
2. Meaning and Introduction of Company:
 - History, Meaning of Company and Essential Characteristics.
 - Theory of Corporate Personality.
 - Creation and Extinction.
 - Kinds of Companies:
 - Public and Private Companies,
 - Holding and Subsidiary Companies,
 - Limited and Unlimited Companies,
 - Shareholding and Guarantee Companies,
 - Producer Companies and Small Company,
 - One Person Company,
 - Government and Foreign Company,
 - Company and Limited Liability Partnership.
 - Difference between Corporate and Non-Corporate Organizations (Partnership and other association of person).
 - Comparative Analysis of provisions of Companies Act, 1956 and Companies Act, 2013.

UNIT-II

1. Law relating to Companies: Public and Private:
 - Formation of a Company: Registration and Incorporation, Doctrine of Lifting of Corporate Veil.
 - Memorandum of Association: Meaning, Various Clauses, Alteration therein, Doctrine of Ultra Virus.
 - Articles of Association: Meaning, its relation with Memorandum of Association, Doctrine of Constructive Notice and Doctrine of Indoor Management.

2. Prospectus: Meaning, Types, Issue, Contents, Liability for Misstatements, Statements in Lieu of Prospectus.
- Promoters: Position, duties and liabilities.

UNIT-III

1. Share Capitals:
 - Share: Kind of Shares, General Principles of Allotments of shares, Share Certificate, Transfer of Shares- Procedure for Transfer, Restrictions on Transfer, Refusal of Transfer, Issue of Shares at premium and Discount, Depository Receipts, Dematerialized shares (DEMAT).
 - Share Holder: Modes of becoming a shareholder, Calls on Shares, Forfeiture and Surrender of Shares, Lien on Shares.
 - Share Capital: Kinds, alteration and reduction of share capital, conversion of loans and Debentures into Capital.
 - Reduction of Share Capital and Buy Back of Shares
2. Debentures: Meaning, Kinds, Fixed and Floating Charge, Shareholder and Debenture holder, Remedies of Debenture Holder.

UNIT-IV

1. Management and control of management:
 - Directors: Position, Appointment, Qualification, Vacation Of Office, Removal, Resignation, Powers And Duties Of Directors, Managing Directors And Other Managerial Personnel, Independent Directors, Mandatory Women Directors, Directors Identification Number.
 - Meeting: Kinds, Procedure, Voting.
 - Audit and Accounts.
 - Prevention of Oppression and Mismanagement
 - Borrowing powers.
 - Protection of oppression and mismanagement.
 - Investigation powers.
2. Corporate liability:
 - Legal liability of Companies: Civil and Criminal.
 - Remedies against them: Civil, Criminal and Tortuous, Specific Relief Act, Writs, Liability under Special Statues.

UNIT-V

1. Special regulation and winding up:
2. Corporate Social Responsibility (CSR).
3. Serious Fraud Investigation Officer.

4. NCLT/ Special Court.

- Winding up:
- Kinds of Winding Up
- Consequences and Reasons for Winding Up.
- Role of Court
- Liability of the past members
- Payment of Liabilities

5. Reconstruction and Amalgamation

B.A. LL.B. (Hons.) Semester – IX

PAPER III INDIRECT TAXATION (OPTIONAL)

Unit - I Basic Aspects of Indirect Taxes

- 1.1 Salient Features of Indirect Taxes
- 1.2 Basic Concept and Historical Background of Taxation Laws in India
- 1.3 The Constitution Mandate

Unit – II Goods and Service Tax

- 2.1 Basic Concept of GST
- 2.2 Paradigm Shift in Fiscal Laws of India
- 2.3 Rationale for GST
- 2.4 Structure of GST
- 2.5 Interpretation And Definition Clauses Aggregate Turnover, Business Central Tax, Cess, Composite Supply, Exempt Supply, Goods, Integrated Tax, Input Tax, Input Tax Credit, Mixed Supply, Non- Taxable Territory, Output Tax, Reverse Charge, Taxable Person
- 2.6 The Taxable Event under GST
- 2.7 GST Council and GST Network
 - 2.7.1 Constitution of GST Council
 - 2.7.2 Role and Functions of GST Council
 - 2.7.3 Working of GST Network
- 2.8 Rates under GST ACT
- 2.9 Exemption from GST
- 2.10 Input Tax Credit

UNIT – III Overview of GST Act

- 3.1 The Central Goods and Service Tax Act, 2017
- 3.2 The State Goods and Service Tax Act, 2017 (Madhya Pradesh)

Unit – IV Registration, authorities and assessment

4.1. Registration under GST

4.2 Levy and Collection

4.3 Authorities

4.4 Assessment

Returns

Payments and Refunds

Assessment, Audit, Search Seizer and Arrest

Demands and Recovery

4.5 Offences and Penalties

UNIT V Custom Act

5.1 Introduction

5.2. Background of Custom Law

5.3. Meaning of Custom Duty

5.4. Types of Custom Duty

5.5. Additional Custom Duty

5.6. Classification of Goods

5.7. Powers, Control and Procedure

5.8. Adjudication Enforcement, Confiscation and Penalty

Note: In addition to the above, questions may be asked on aspects related with this paper.

Recommended Study Material:

1. Kailash Rai : Taxation Law

2. Vinod K. Singhania : Taxman Student's Guide to Income Tax

3. H.C.Mehrotra & B.P.Agrawal : Apratyaksh Kar

4. V.S.Datey : Taxman's Indirect Tax.

5. Taxmann: Three Taxes