



Core Courses (CC)


Corporate and Securities Law

S.Y.B.B.I. Semester-IV

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Prepared as per the new syllabus for 75:25 pattern Credit Based Semester and Grading System
which is into effect from the academic year 2017-2018.

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S.Y.B.B.I.
(Semester - IV)

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PREFACE

It gives us great pleasure to present to the student community the revised syllabus in a very comprehensive & lucid manner & enabling the students to know the subject to the point. Mumbai University made an effort to update the syllabi & keeping in view with the changes brought about in law from time to time. Our main aim is to make student understand the subject without any difficulties. Efforts have been made to give adequate Self Study questions to solve & revise during the examination as suggestive measures. The authors have also made an effort to incorporate the amendments made in the respective Act. For any error or misprint our sincere & humble apology.

We request all the readers including the professor & students to give their valuable feedback which will be of great help to us. The readers may mail their feedback to adv.sumathigopal@gmail.com

With Best Wishes

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SYLLABUS

Core Courses (CC)

CORPORATE AND SECURITIES LAW

S.Y.B.B.I. (Semester – IV)

Modules at a Glance

Sr. No.	Modules	No. of Lectures
1.	Company Law – An Overview	15
2.	Regulatory Framework Governing Stock Exchanges as per Securities Contracts Regulation Act 1956	15
3.	Security Exchange Board of India	15
4.	The Depositories Act, 1996	15
Total		60

MODULE – I : COMPANY LAW – AN OVERVIEW

- A. Development of Company Law in India.
B. Doctrines Governing Corporates

Lifting the Corporate Veil, Doctrine of Ultra Vires, Constructive Notice, Indoor Management, Alter Ego. The Principle of Non Interference (Rule in Foss V/s Harbottle) – Meaning Advantages, Disadvantages & Exceptions, Majority and Minority Rights under Companies Act.

C. Application of Company Law to Banking and Insurance Sector

Application of Companies Act to Banking and Insurance sector governed by Special Acts. S.1(4) of Companies Act, 2013.

Exceptions provided (S.67(3), S.73(1), S.129(1), 179(3), S.180(1)(c), S.186, S.189).

MODULE – II : REGULATORY FRAMEWORK GOVERNING STOCK EXCHANGES AS PER SECURITIES CONTRACTS REGULATION ACT 1956

- Definition of Securities, Spot Delivery Contract, Ready Delivery Contract, Stock Exchange.
- Corporatisation and demutualisation of Stock Exchange – Meaning, Procedure & Withdrawal.
- Power of Recognised Stock Exchange to make rules restricting voting rights etc.
- Power of Central Government to Direct Rules or Make rules.
- Power of SEBI to make or amend bye laws of recognised stock exchange.
- Books and Accounts to be maintained by recognized stock exchange.
- Grounds on which stock exchange can delist the securities of a company.
- Section 3 to Section 20.

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MODULE - III : SECURITY EXCHANGE BOARD OF INDIA

A. SEBI

Objectives – terms – establishment – powers – functions – accounts and audit – penalties – registration.

B. Issues of Disclosure Investors Protection Guidelines

Pre & Post obligations-conditions for issue-Debt Security-IPO-E-IPO-Employee option-right-bonus-preferential allotment intermediary-operational-promoter lock in period requirements-offer document.

MODULE - IV : THE DEPOSITORIES ACT, 1996

● Depository

Meaning, Benefits, Models, Functions Participants.

● The Depository Act 1996

Objectives, Eligibility condition for depository services, Fungibility, Bye laws of depository, Governance of Depository and Internal audit of depository Participants.

● BSDA and single registration for depository participants.

Note : Relevant Law/Statute/Rules in force in force on 1st April immediately preceding commencement of Academic Year is applicable for ensuing examination after relevant year.

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CONTENTS

MODULE I : COMPANY LAW – AN OVERVIEW

1. Development of Company Law in India 1 – 14
2. Companies Act 1956 & 2013 Doctrines Governing Corporates 15 – 48
3. Application of Company Law to Banking and Insurance Sector
(With Amendments) 49 – 64

MODULE II : REGULATORY FRAMEWORK GOVERNING STOCK EXCHANGES AS PER SECURITIES CONTRACTS REGULATION ACT 1956

4. Securities Contract (Regulation) Act, 1956 65 – 86

MODULE III : SECURITY EXCHANGE BOARD OF INDIA


5. The Securities and Exchange Board of India Act, 1992 87 – 100
6. Securities and Exchange of India (Disclosure and Investor Protection) Guidelines 2000
(SEBI Guidelines) & Issue of Capital and Disclosure Requirements) Regulations, 2009
(With Amendments) 101 – 122

MODULE IV : THE DEPOSITORIES ACT, 1996

7. Depositories (Meaning, Benefits, Functions & Depository Participants) 123 – 135
8. Depositories Act, 1996 (With Relevant Amendments) 136 – 149
 - Appendix – Companies Act 2013 at a Glance 150 – 168
 - Mumbai University Question Paper (March – 2018) 169 – 170
 - Mumbai University Question Paper (October – 2018) 171 – 172
 - Mumbai University Question Paper (April – 2019) 173 – 174


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MODULE – I : COMPANY LAW-AN OVER VIEW

-1-

DEVELOPMENT OF COMPANY LAW IN INDIA

Synopsis

1. *History of Company Law in India*
2. *Development of Company Law in India and England*
3. *The Companies Act, 1956*
4. *The Companies (Amendment) Act, 1988*
5. *The Depositories Act, 1996 Made the Following Major Amendments to the Companies Act, 1956*
6. *The Companies (Amendment) Act, 1999 Made the Following Major Changes to the Companies Act, 1956*
7. *The Companies (Amendment) Act, 2000*
8. *The Companies (Amendment) Act, 2002 and Companies (Second Amendment) Act, 2002 Made The Following Changes to the Companies Act, 1956*
9. *The Companies (Amendment) Act, 2006*
10. *Evolution of the Companies Act, 2013*
11. *Highlights of the Companies Act, 2013*
12. *The New Concepts Introduced*

Questions

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