

**Revised Syllabus of Courses of B.Com.
Programme at Semester III with Effect from the
Academic Year 2017-2018**

**2 Ability Enhancement Courses
(AEC)**

**2A * Skill Enhancement Courses (SEC)
Group A**

5. Company Secretarial Practice - I

No.	Sr. Modules	No of Lectures
1	Introduction to Company	12 12
2	Company Secretary Practices	12 10
3	Company Documentation and Formation	
4	Secretarial Correspondence	

1	Introduction to Company
	<ul style="list-style-type: none"> • Introduction to Company – Features, Types -As per Company’s Act, 2013. • Company Secretary – Qualities, Qualifications, Appointment procedure, Resignation & Removal. • Role of Company Secretary–Rights, Responsibilities, Liabilities of Company Secretary, Career options of Company Secretary.
2	Company Secretary Services
	<ul style="list-style-type: none"> • Advisory Services – Role of Company Secretary as an advisor to Chairman, Secretary as an liaison officer between the (a) Company and Stock Exchange (b) Company and Depository Participants (c) Company and Register of Companies (ROC). • Representation Services of Company Secretary at different forums- Company Law Board, Consumer Forum, SEBI, Arbitration & conciliation services, Cyber Law compliance, Secretarial Standards – Advantages, Secretarial Standards by ICSI, Secretarial Standards -1- 10. • Secretarial Audit – Procedure and Stages, Need and Importance, Scope.



3	Company Documentation and Formation
	<ul style="list-style-type: none"> • Memorandum of Association (MOA) - Clauses, Alteration of MOA, Ultra Vires. Articles of Association (AOA) – Contents, Prospectus – Statement in Lieu of Prospectus, Contents, Misleading Prospectus. • Company Formation –Stages,Secretarial Duties at each stage in public company and private company. • Conversion & Reconversion of Private and Public Company – Secretarial Procedure.
4	Secretarial Correspondence
	<ul style="list-style-type: none"> • Correspondence– Shareholders, Debenture Holders, Registrar of Companies, Stock Exchange & penalties thereon • Correspondence with SEBI, Company Law Board and penalties thereon, Role of technology in Secretarial Correspondence • Specimens– Letter to shareholders - Rights Issue, Bonus Issue, Letter toROC-Alteration of MOA/AoA, Letter to Stock Exchange –Listing of shares, Letters to Government- Reconversion/Conversion, Letter to Bank – Overdraft Facility

REFERENCES



Readings:

1. M. C.Bhandari : Guide to Company Law Procedure; Wadhwa& Company, Agra&Nagpur
2. K. V.Shanbhogue : Company Law Practice; BharatLaw House, New Delhi – 34
3. M. L.Sharma : Company Procedures and Register of Companies , Tax Publishers, Delhi
4. A. M.Chakborti, B. P.Bhargava : Company Notices, Meetings and Resolutions, Taxmann, New Delhi
5. A.Ramaiya : Guide to the Companies Act, Wadhwa& Company, Nagpur
6. R.Suryanarayanan : Company Notices, Meetings and Resolutions, Kamal Law House, Kolkatta
7. D. K. Jain : E- Filling of Forms & returns
8. Taxmann : E-Company forms
9. V.K.Gaba : Depository Participants (Law & Practice)
10. ICSI Publications : Meetings
11. B. K.Sengupta : Company Law
12. D. K. Jain : Company Law Procedures

References:

1. M. C.Bhandari : Guide to Memorandum, Articles and R.D.Makheeja Incorporation of Companies ; Wadhwa& Company, Agra&Nagpur
2. Taxman Company Law, Digest

Journals:

1. Chartered Secretary : ICSI Publication ICSI Publication
2. Student Company Secretary : L.M.Sharma, Post Box No. 2693, New Delhi – 110005. Corporate Law Advisers, Post Bag No. 3, VasantVihar, New Delhi
3. Company Law Journal
4. Corporate Law Adviser



PAPER PATTERN
COMPANY SECRETARIAL PRACTICE
- PAPER I & II SEMESTER - III & IV

W.E.F. 2017-2018

Q.1 Multiple Choice Questions

(A) Select the most appropriate answer from the option given below 10

(Any Ten out of Twelve)

(B) State whether the following statements are True or False 10

(Any Ten out of Twelve)

Q.2 Answer **Any Two** of the following **Out of Three** questions - Module - I 15

a.

b.

c.

Q.3 Answer **Any Two** of the following **Out of Three** questions - Module - II 15

a.

b.

c.

Q.4 Answer **Any Two** of the following **Out of Three** questions - Module - III 15

a.

b.

c.

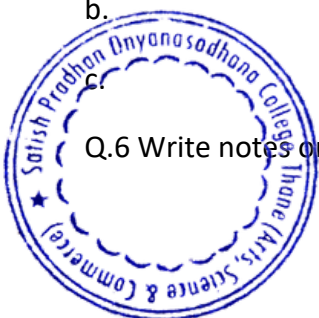
Q.5 Answer **Any Two** of the following **Out of Three** questions - Module - IV 15

a.

b.

c.

Q.6 Write notes on **Any Four out of Six** 20



Sr. No	Company Secretarial Practice Sem IV Modules	No. of lectures
1	Management of Companies	11
2	Company Meetings	11
3	Dematerialisation and Online Trading	11
4	Reports and Winding Up	12
Total		45

Sr. No.	Modules
1	Management of Companies
	<ul style="list-style-type: none"> • Directors – Appointment, Duties, Role, Directors Report, Director Identification Number (DIN). • Types of Directors , Role of CEO, Non- Executive Directors, Independent Director • Auditor- Appointment, Duties, Rights & Powers, Audit report.
2	Company Meetings



	<ul style="list-style-type: none"> • Types of Company meeting, Secretarial Duties – Before, During and after company meeting – Annual General Meeting, Extra-Ordinary General Meeting, Board Meeting. • Notices, agenda, Chairman, Quorum & Proxy – Concept and Statutory Provisions • Motion, Resolution, Minutes – Concept, Types Voting, Minutes – Concept, Methods.
3	Dematerialisation and Online Trading
	<ul style="list-style-type: none"> • Dematerialisation – Need and Importance, Secretarial Duties, Procedures, Participants. • Online Trading – Concept, Advantages & Disadvantages, Bombay Stock Exchange Online Trading (BOLT), BOSS. • Listing of securities – Procedure, Advantages, Secretarial Duties, Scrips – Types.
4	Reports and Winding Up
	<ul style="list-style-type: none"> • Company Reports – Types, Secretarial Duties with regard to payment of dividend, Interest, Charges & penalties. • Winding up of a Company – Procedure, & Statutory Provisions, Secretarial role in winding up. • Specimen – Notice & Agenda of Annual General Meeting, Notice & Agenda of Board Meeting prior to Annual General Meeting, Resolution for appointment of Company Secretary, Special Resolution for alteration of Memorandum of Association, Minutes of Board Meeting prior to Annual General Meeting, Minutes of Annual General Meeting.

