

**Master in Law**

**FIRST YEAR**

**Course Code - LM -104**

**Course Name- Corporate Finance**

**Block I: Introduction**

- Unit 1**            1.1 History of company Legislation in England and India  
                      1.2 Meaning of company
- Unit 2**            2.1 Corporate Personality, Advantages and disadvantages of Incorporation  
                      2.2     Lifting the corporate veil  
                      2.3     Corporations, Partnerships and other Association of Persons.  
                      2.4 State Corporations, Government Companies.  
                      2.5 Small Scale, Co-operative, Corporate and Joint Sectors.
- Unit 3**            3.1     Formation and Incorporation of a Company  
                      3.2     Memorandum of Association, Various clauses, alteration of clauses,  
doctrine of ultra vires.
- Unit 4**            4.1 Articles of Association, bidding force of articles, alteration, relation with  
memorandum, doctrine, of constructive notice and indoor management.  
                      4.2     Prospectus, Issue, contents, liability for misstatements, statement in lieu of  
prospectus, Red-herring prospectus, shelf Prospectus, Information Memorandum etc.

**Block II: Director and Managerial Personnel, Company Meetings & Winding up of company**

- Unit 5**            Position, appointment, qualifications and disqualifications, removal, Power &  
duties, liabilities, remuneration, nominee director, Managing Director, Manager etc.
- Unit 6**            Company Meetings, Kinds, procedure, voting
- Unit 7**            Protection of Minority rights, Prevention of Oppression and Mismanagement
- Unit 8**            Compromises, Arrangements, Reconstruction and Amalgamation, Meaning,  
Difference, Powers of Tribunal, Legal Provisions regarding reconstruction and amalgamation
- Unit 9**            Winding up, Meaning, modes, dissolution

**Block III: Corporate Finance**

**Unit 10** Corporation Finance - Meaning, scope and objectives

**Unit 11** Equity Finance - Shares & stock, kinds of shares, Issue of shares, Sweat Equity, Buy back, certificate and warrants

**Unit 12** Debt Finance - Borrowings, security for borrowings, Debentures-Issue, classes, Public Deposits, Small Depositors, Investments, Inter-Corporate Loans.

**Unit 13** Corporate Fund Raising: Other Sources

Objectives, Financial Needs and Sources of Finance Long Term Sources, Short Term Sources, Debt Securitisation Venture Capital, Lease Financing, New Instruments- Deep Discount Bonds, SPNs, etc., International Financing.

**Block IV: Protection of Investors & Creditors & Corporate responsibility**

**Unit 14** Protection of Investors

**Unit 15** Protection of Creditors

**Unit 16** Corporate Governance, Corporate Social Responsibility