

NORTH MAHARASHTRA UNIVERSITY, JALGAON

F.Y. B.Com. (From July, 1997)

OPTIONAL SUBJECT :

SECRETARIAL PRACTICE AND COMPANY MANAGEMENT(PAPER-I)

Title : Joint Stock Company, (Formation and capital of the company.)

<u>Chapter No.</u>	<u>Units</u>	<u>Lectures</u>
1.	<u>Joint stock company-Nature & Types</u>	
	1. Definition of company	(1)
	2. Private and Public company with distinction	(3)
	3. Exemptions and privileges of private company	(2)
	4. Conversion of private company into public company and Vice-Versa.	(3)
		----- (9) -----
2.	<u>Company Secretary :-</u>	
	1. Definition and Features	(1)
	2. Companies required to have company secretary	(1)
	3. Appointment and General Provisions of qualifications	(2)
	4. Duties, rights and liabilities	(2)
	5. Dismissal	(1)
	6. Secretary in whole time practice	(1)
		----- (8) -----
3.	<u>Formation of company</u>	
	1. Formation stages	(2)
	2. Promotion stage and duties of company Secretary	(4)
	3. Incorporation stage and duties of Company Secretary	(4)
	4. Capital subscription stage and duties of Company Secretary	(4)
	5. Commencement of business stage and duties of company secretary	(4)
		----- (18) -----

4. Documents in relation to Incorporation :-

1. Memorandum of Association : Definition, Importance, Contents and Alternation, Deletive of Ultra Vires. (4)
 2. Articles of Association : Meaning, Importance, Need, Contents and Alternations. (3)
 3. Distinction between the above documents (1)
 4. Prospectus : Meaning, Need, Offer for Sale Statement in lieu of prospectus, issue of prospectus, listing requirements. (4)
- (12)

5. Capital of Companies :-

1. Owned and Borrowed capital (2)
 2. Owned capital : Types, definition, Characteristics, Distinction between preference shares and equity shares (4)
 3. Borrowed Capital : Sources, debentures, - types and redemption. (3)
 4. Public Deposits : types, nature, restriction on acceptance of public deposits. (3)
- (12)

6. Application and Allotment of shares and Debentures.

1. General Provisions : When public offer is made and when no public offer is made. (4)
2. Issue of Shares and debentures at par, Premium and Discount. (2)
3. Procedure for Allotment of shares and debentures (3)
4. Splitting of Allotment (1)
5. Calls on Shares and forfeiture of shares (3)

7. Share Certificate :

1. Definition and Importance (1)
 2. Issue of share certificate (2)
 3. Procedure for issue of duplicate share Certificate (3)
- (6)

8.	<u>Transfer and Transmission of Shares & Debentures.</u>	
1.	Transfer : Meaning, restrictions, and procedure	(4)
2.	Transmission: Meaning and p Procedures	(2)
3.	Distinction between transfer and Transmission	(1)
		<u>(7)</u>
9.	<u>Membership of Company -</u>	
1.	Definition, right and liabilities of members	(3)
2.	Distinction between shareholder and member	(1)
3.	Methods of becoming member	(3)
4.	Termination of membership	(2)
5.	Register of Members and Index of Members	(2)
		<u>(11)</u>
	Total :	(96)
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N.B. : Provisions of Indian Companies Act, 1956 as amended prior to one year of examination in connection with above topics will be applicable.

Recommended Books :

1. Companies Act (Latest edition) - By A. Ramaiya.
2. Company Law (Latest edition) - By Anwar Singh.
3. Company Law and Secretarial Practice - By Mathews
(Published by R.S.B.A. Publication Jaipur)
4. Company Law and Secretarial Practice-By Acharya and
Govkar (Himalaya Publication, Mumbai)
5. Secretarial Practice - By M.C. Kuchhal.
6. Company Law and Secretarial Practice - By
N.D. Kapoor.