

Business Law Group

Paper-XVIII- Corporate Finance II

100 (4 Credits)

Objective:-

Industrial revaluation bring world closer, it requires knowing about the corporate laws Investors are becoming smarter day by day. It is necessary to have idea about modernization in investment pattern, fundraising marketing etc. It is difficult to grasp entire corporate finance laws in one Sem. So, entire subject is bifurcated in 2 semesters.

1. Reconstruction and Amalgamation:

- 1.1 Sanction, duties and powers of the Court
- 1.2 Reconstruction
- 1.3 Amalgamation
- 1.4 Take-over and Acquisition of Minority interests

2. Conservation of Corporate Finance

- 2.1 Regulation by disclosure
- 2.2 Control on payment of dividends
- 2.3 Managerial remuneration
- 2.4 Payment of commissions and brokerage
- 2.5 Inter-corporate loans and investments
- 2.6 Pay-back of shares
- 2.7 Other corporate spending

3. Prevention of operation and mismanagement

4. Protection of creditors

- 4.1 Need for creditor protection
- 4.2 Preference in payment
- 4.3 Rights in making company decisions affecting creditor interests
- 4.4 Creditor self-protection
- 4.5 Incorporation of favourable terms in lending contracts
- 4.6 Right to nominate directors
- 4.7 Control over corporate spending

5. Corporate Winding up :

5.1 Types of Winding up :

5.1.1 Winding up under the order of the court

5.1.2 Voluntary winding up

Members' voluntary winding up

Creditors' Voluntary winding up

Voluntary winding up under supervision

Bibliography.

1. Ramaiya A, Guide to the Companies Act (Latest Edition)
2. S.C. Kuchhal Corporation Finance : Principles and problems (6th ed. 1966).
3. V.D. Kulshreshtha, Government Regulation of Financial Management of Private Corporate Sector in India (1986).