

## V SEMESTER

### COURSE-I: COMPANY LAW

#### **Objectives:**

In view of the important developments that have taken place in the corporate sector, the course is designed to understand the formation, management and other activities of the companies. Important regulations pertaining to the issue of shares and the capital raising have come into force. This course aims to impart the students, the corporate management, control, possible abuses, the remedies, and government regulation of corporate business and winding up of companies.

#### **Course contents:**

##### UNIT – I

#### Introduction and Concept

Company – historical development – nature and characteristics of company – kinds of company – Corporate personality – limited liability – lifting of corporate veil – promoters – duties and liability of promoters

##### UNIT – II

#### Incorporation

Procedure of incorporation – certificate of incorporation – MOA – AOA – Doctrine of indoor management – prospectus

##### UNIT – III

#### Management and Control of Companies

Board of Directors – powers and functions: Distribution of powers between Board of Directors and general meeting

Directors : appointment – qualification – position of directors – types of directors – powers and duties of directors – remuneration – removal

Meetings: Meetings of Board and Committees – kinds of meetings – procedure relating to convening and proceedings at General and Other meetings – resolutions – Prevention of oppression and Mismanagement

Corporate social responsibility

## UNIT – IV

### **Financial structure of company**

Sources of capital : Shares – types – allotment – transfer of shares – rights and privileges of shareholders – dividends – declaration and payment of dividends, prohibition of buy back – private placement –

Debentures – floating charge – appointment of debenture trustees and their duties – kinds – remedies of debenture holders – redemption

Acceptance of Deposit by Companies, charge on assets

## UNIT – V

### **Reconstruction and amalgamation and winding up**

Reconstruction, rehabilitation and amalgamation : concept – jurisdiction and powers of courts and NCLT – vesting of rights and transfer of obligations – takeover and acquisition of minority interest

Winding up : concept – modes of winding up – who can apply – procedure under different modes.

#### **Prescribed Books:**

Taxman, *Companies Act 2013*.

Singh, Avtar, *Company Law*, (Lucknow: Eastern Book Company, 2007)

#### **Reference Books:**

Ramaiah, A, *Guide to Companies Act*, (Nagpur: Wadhwa, 1998)

Shah, S.M., *Lectures on Company Law*, (Bombay: Tripathi, 1988)

Kuchal, S.C, *Corporation Finance: Principles and problems*, 10<sup>th</sup> Edition, (Chaitanya Publishing House, 1973)

Y. D. Kulshreshta, *Government regulation of financial management of private corporate sector in India*, Indian Law Institute, (1986)

S. K. Roy, *Corporate Image in India A Study of Elite Attitudes towards Public and Private Industry*, (Shri Ram Centre for Industrial Relations and Human Resources, 1974)

Gower, L.C.B, *Principles of Modern Company Law*, (London: Sweet & Maxwell, 1997)

D. L. Majumdar, *Towards a philosophy of Modern Corporation*. (Asia Publishing House, 1967)

Pennington, Robert R., *Pennington's Company Law*, (U.K: Oxford University Press, 2001)

Rajiv Jain, *Guide on foreign collaboration – Policies & Procedures* (Vidhi Publication, 2007).

C. Singhanian, *Foreign collaborations and Investments in India – Law and procedures*, (Fred B. Rothman & Co, 1999)

Joyant M Thakur, *Comparative Analysis of FEMA – FEMA Act, 1999 with FERA*.

Sanjiv Agarwal, *Bharat's guide to Indian capital*, 2nd Edition, (New Delhi: Bharat Law House Pvt Ltd, 2001)

**Note :** The course teachers have to keep track of the notification regarding enforcement of the Companies Act, 2013 and teach the provisions enforced. For the provisions not enforced, the parallel provisions from the Act of 1956 are to be taught.

**COURSE-II:**  
**CIVIL PROCEDURE CODE AND LIMITATION ACT**

**Objectives:**

Study of procedural law is important for a Law student. This course is designed to acquaint the students with the various stages through which a civil case passes through, and the connected matters. The course also includes law of limitation. The course teacher shall Endeavour to familiarise the students with the case papers (like plaints, written statements, Interlocutory applications, etc.) involved in civil cases and touch upon the provisions of Evidence Act wherever necessary.

**Course contents:**

**UNIT – I**

*Civil Procedure Code*

Introduction; Distinction between procedural law and substantive law- History of the code, extent and its application, definition; Suits: Jurisdiction of the Civil Courts- Kinds of jurisdiction-Bar on suits- Suits of civil nature (Sec.9); Doctrine of *Res sub judice* and *Res judicata* (Sections 10, 11 and 12); Foreign Judgment (Sections 13-14); Place of Suits (Sections. 15 to 20); Transfer of Cases (Sections. 22 to 25).

**UNIT – II**

Institution of suits and summons: (Sections. 26, O.4 and Sections. 27, 28, 31 and O.5); Interest and Costs (Sections. 34, 35, 35A, B); Pleading: Fundamental rules of pleadings- Plaint and Written Statement- Return and rejection of plaint- Defences- Set off- Counter claim; Parties to the suit (O. 1): Joinder, misjoinder and non-joinder of parties- Misjoinder of causes of action- Multifariousness.

**UNIT – III**

Appearance and examination of parties (O.9, O.18) - Discovery, inspection and production of documents (O.11 & O.13) - First hearing and framing of issues (O.10 and O.14) - Admission and affidavit (O.12 and O.19) - Adjournment (O.17) - Death, marriage-Insolvency of the parties (O.22) - Withdrawal and compromise of suits (O.23) - Judgment and Decree (O.20); Execution (Sections 30 to 74, O.21): General principal of execution- Power of executing Court- Transfer of decrees for execution- Mode of execution- a) Arrest and detention, b) Attachment, c) Sale.

**UNIT – IV**

Suits in particular cases; Suits by or against Governments (Sections 79 to 82, O.27); Suits by aliens and by or against foreign rulers, ambassadors (Sections 85 to 87); Suits relating to public matters (Sections 91 to 93); Suits by or against firms (O.30); Suits by or against minors and unsound persons (O.32); Suits by indigent persons (O.33); Inter-pleader suits (Sec. 88, O.35); Interim Orders; Commissions (Sec. 75, O.26); Arrest before judgment and attachments before

judgment (O.38); Temporary injunctions (O.39); Appointment of receivers (O.40); Appeals (Sections 90 to 109, O.41, 42, 43, 45); Reference- Review and Revision (Sections. 113, 114, 115, O.46, O.46); Caveat (Sec. 144.A)- Inherent powers of the Court (Sections 148, 149, 151).

#### **UNIT –V**

Limitation Act, 1963.

#### **Prescribed Books:**

Bakshi, P.M., Mulla's *Civil Procedure Code, 12<sup>th</sup> Edition*, (Bombay: Tripathi, 1990).

Tandon, M.P, *Code of Civil Procedure*, (Allahabad Law Agency, 2005)

Karnataka Civil Rules of Practice – Bare Act.

#### **Reference Books:**

Malik, M.R, *Ganguly's Civil Court, Practice and Procedure*, (Eastern Law House, 2012)

Takwani, C.K, *Civil Procedure Code*. (Eastern Book Co., 2010)

**COURSE-III: OPTIONAL-III:  
INTELLECTUAL PROPERTY RIGHTS-I**

**Objectives:**

Intellectual Property Law has assumed a great importance in recent times as a result of the recognition that “knowledge is property”. The creations of the human brain as IP are required to be understood and protected. The syllabi encompassing all relevant IP legislations in India with a view to understand and adjust with changing needs of the society because creative work is useful to society and law relating to innovation/creativity i.e. Intellectual Property is one of the fastest growing subjects all over the globe because of its significance and importance in the present era. Disseminate information on national and international IPR issues. The course is designed with a view to create IPR consciousness; and familiarize the learners about the documentation and administrative procedures relating to IPR in India. The subject Intellectual Property Law divided into two Papers namely Paper – I and Paper - II of 100 marks each.

**Course contents:**

**UNIT I**

**Introductory Aspects:** Overview of the concept of property; Industrial property and non-industrial property; Historical background of IPR; Importance of human creativity in present scenario; Different forms of Intellectual Property and its conceptual analysis.

**Patents:** Introduction and overview of patent protection; History of Patent protections; Meaning and definition of patent; Object of patent; Scope and salient features of Patent Act; How to obtain a patent; Product patent and Process patent; Specification – Provisional and complete specification; Opposition proceedings to grant of patents; Register of patents and Patent Office; Rights and obligations of patentee; Transfer of Patent Rights; Compulsory licences; Government use of inventions; Revocation and surrender of patents; Infringement of Patents; Offences and Penalties.

**UNIT II**

**Trade Marks:** Introduction and overview of trade mark; Evolution of trade mark law; Meaning and definition of Trade mark; Object of trade mark; Features of good trade mark; Different forms of trade mark; Trade marks registry and register of trade marks; Property in a trade mark; Registrable and non-registrable marks; Basic principles of registration of trade mark; Deceptive similarity; Assignment and transmission; Rectification of register; Infringement of trade mark; Passing off; Domain name protection and registration; Offences and penalties.

**UNIT III**

Introduction and overview of Cyber Intellectual Property; Intellectual property and cyberspace; Emergence of cyber crime ; Grant in software patent and Copyright in software; Software piracy; Trade marks issues related to Internet (Domain name); Data protection in cyberspace; E-

commerce and E-contract; Salient features of Information Technology Act; IPR provisions in IT Act; Internet policy of Government of India.

#### **UNIT IV**

Geographical Indications: Introduction and overview of geographical indications; Meaning and scope of geographical indications; Important geographical indications of India and their features; Salient features of the Protection of Geographical Indications Act; Protection of geographical indications; Misleading use of geographical indications; Registration of geographical indications; Right to use geographical indications; Infringement; Remedies against infringement; Role and functions of Registrar of Geographical indications; Conflict between Trade mark and geographical indications.

#### **UNIT V**

International Convention and Treaties: Paris Convention: Background; Salient features of Paris Convention; Governing rules of Paris Convention; Patent Cooperation Treaty: Background; Objectives of PCT; Salient features of PCT; Madrid Convention: Salient features; International registration of marks; World Intellectual Property Organisation: Background; Salient features WIPO; Organisation of WIPO.

#### **Prescribed Books:**

1. Narayan, S., *Intellectual Property Law in India*, (Hyderabad: Gogia Law Agency, 2005)
  2. Cornish, William, *Intellectual Property: Patents, Copyright, Trademark and Allied Rights*, 2<sup>nd</sup> Edition, (London: Sweet & Maxwell, 1998)
- Reference Books:**
1. Ganguli, Prabuddha, *Intellectual Property Rights: Unleashed the knowledge Economy*, (Tata Mc GrawHill Publishing Co., 2001)
  2. Caddick, Nicholas et (al)., *Copinger & Skone James, Copyright*, 16<sup>th</sup> Edition, (U.K: Sweet & Maxwell, 21013).
  3. Unni, *Trade Marks and the Emerging concepts of Cyber Property Rights*, (Kolkata: Eastern Law House, 2002)
  4. Ryder, Rodney, *Intellectual Property and the Internet*. (Jain Book Agency: 2002)
  5. Matthan, Rahul, *The law relating to Computers and the Internet*, (Butterworths India Ltd, 2005).
  6. Verkey, Elizabeth, *Law of Plant Varieties Protection*, 1<sup>st</sup> Edition, (Eastern Book Co., 2007)
  7. Duggal, Pavan, *Cyber Law: the Indian Perspective*, (Saakshar Law Publications, 2002)
  8. Mittal, D.P., *Taxmann's Law of Information Technology (Cyber Law)* (Taxmann Allied Services, 2000).

**COURSE-III OPTIONAL-III:  
PENOLOGY & VICTIMOLOGY**

**Objectives:**

This course offers a specialist understanding of criminal policies including theories of punishment, their supposed philosophical and sociological justifications and the problem of exercise of discretion in sentencing. In addition the course introduces students to the discipline of victimology which will shift the study from accused centric approach to much needed victim centric approach.

**Course contents:**

**UNIT – I**

Introduction: Notion of punishment in law; Difference between crime prevention and control; Theories of punishments.

**UNIT - II**

Kinds of punishment; Sentencing policies and processes; the riddle of capital punishment.

**UNIT - III**

Prison reforms; Alternatives to imprisonment; Victimology- Introduction, history and philosophy.

**UNIT – IV**

Victimology- European experience; American experience; Victim witness assistance programmes; Restitution.

**UNIT – V**

Victimology - Indian experience; Legal framework; Role of Courts; Role of NHRC.

**Prescribed Books:**

Sutherland, Edwin H., *Principles of Criminology*, 11<sup>th</sup> Edition, (Rowan & Little field, 1992)

Qadri, Syed M. Afzal, *Ahmad Siddique's Criminology and Penology*, (Eastern Book Co., 2009)

Rajan, V.N., *Victimology in India: Perspectives beyond Frontier*, (APH Publishing, 1995)

**Reference Books:**

H.L.A. Hart, *Punishment and Responsibility*.

S. Chabra, *Quantum of Punishment in Criminal Law*.

Herbert L. Packer, *The Limits of Criminal sanctions*.



## **COURSE-IV: OPTIONAL-IV:**

### **INTERPRETATION OF STATUTES & PRINCIPLES OF LEGISLATION**

#### **Objectives of the course**

As it is difficult to have legislations without ambiguous provisions, there is a need to make proper study of the rules and principles relating to interpretation of statutes. Legislation is the major source of law of the modern era. Legislatures enact laws after much deliberation. No doubt in this process they have to take into account the present and future needs of the people. What are the matters to be reckoned with by legislature while enacting laws? With the emergence of legislation, interpretation of statutes became a method by which judiciary explores the intention behind the statutes. Judicial interpretation involves construction of words, phrases and expressions. In their attempt to make the old and existing statutes contextually relevant, courts used to develop certain rules, doctrines and principles of interpretation. Judiciary plays a highly creative role in this respect. What are the techniques adopted by courts in construing statutes? How far are they successful in their strategy? With the above problems and perspectives in view, this paper is framed.

#### **UNIT I : Interpretation of Statutes**

Meaning of the term 'statutes', Commencement, operation and repeal of statutes, Purpose of interpretation of statutes, Restrictive and beneficial construction, Taxing statutes, Penal statutes, Welfare legislation Law, Interpretation of substantive and adjunctival statutes, Interpretation of directory and mandatory provisions, Interpretation of enabling statutes, Interpretation of codifying and consolidating statutes, Interpretation of statutes conferring rights, Interpretation of statutes conferring powers

#### **UNIT II Aids to Interpretation**

Internal aids, Title, Preamble, Headings and marginal notes, Sections and sub-sections, Punctuation marks, Illustrations, exceptions, provisos and saving clauses, Schedules, Non-obstante clause

External aids, Dictionaries, Translations, Travaux Preparatoires, Statutes in parimaterial, Contemporanea Exposito, Debates, inquiry commission reports and Law Commission reports

#### **UNIT III Rules and Principles of Statutory Interpretation**

Primary Rules, Literal rule, Golden rule, Mischief rule (rule in the Heydon's case), Rule of harmonious construction, Secondary Rules, Noscitur a sociis, Eiusdem generis, Reddendosingulasingulis

Principles of Constitutional Interpretation, Harmonious construction, Doctrine of pith and substance

Colourable legislation, Ancillary powers, "Occupied field", Residuary power, Doctrine of repugnancy

#### **UNIT IV Presumptions in statutory interpretation**

Statutes are valid, Statutes are territorial in operation, Presumption as to jurisdiction, Presumption against what is inconvenient or absurd, Presumption against intending injustice, Presumption against impairing obligations or permitting advantage from one's own wrong, Prospective operation of statutes

#### **UNIT V Principles of Legislation**

Law-making - the legislature, executive and the judiciary, Principle of utility, Operation of these principles upon legislation, Distinction between morals and legislation

#### **Select bibliography**

- G.P.Singh, *Principles of Statutory Interpretation*, (7th Edition) 1999, Wadhwa, Nagpur.  
P. St. Langan (Ed.). *Maxwell on The Interpretation of Statutes* (1976) N.M.Tripathi, Bombay  
K.Shanmukham, N.S.Bindras's *Interpretation of Statutes*, (1997) The Law Book Co. Allahabad.  
V.Sarathi, *Interpretation of Statutes*, (1984) Eastern, Lucknow  
M.P.Jain, *Constitutional Law of India*, (1994) Wadhwa & Co.  
M.P.Singh, (Ed.) V.N.Sukla's *Constitution of India*, (1994) Eastern, Lucknow.  
Jeremy Bentham, *Theory of Legislation*, Wadhwa, Nagpur.

**COURSE-IV: OPTIONAL-IV:  
COMPETITION LAW**

**Objectives:**

The competition plays a key role in ensuring productive, efficient, innovative, and responsive markets. The consumers are ensured availability of 'goods' and 'services' in abundance of acceptable quality at affordable price. But if the anti-competitive practices take precedence in the market, the consumers and the economy of the nation both will be adversely affected. Hence, to prevent such situation and to ensure fair competition in the market the Competition Act, 2002 was enacted. This Course is designed to give the students an insight into the Competition Act, 2002. It enables the students to understand the role of competitive market in the economic development of the country, anti-competitive practices and its impact on socio-legal scenario of the country.

**Course contents:**

**UNIT-I**

Competition policy and economics, the function of Competition Law, Overview of the Practices Controlled by Competition Law, Constitutional provisions regulating trade.

**UNIT-II**

Sherman Antitrust Act, 1890; Relevant provisions of Clayton Act, 1914; Relevant provisions of the Federal Trade Commission Act, 1914; Salient features of U.K. Competition Act, 1998; (U.K.) Enterprise Act, 2002.

**UNIT-III**

Overview of the Monopolies and Restrictive Trade Practices Act, 1969; the relevant provisions of Consumer Protection Act, 1986; the Competition Act, 2002; definitions; prohibition of anti-competitive agreements, abuse of dominant position and regulation of combinations.

**UNIT-IV**

Competition Commission of India; composition of Commission; duties, powers and functions of Commission.

**UNIT-V**

Duties of Director general; Penalties; Competition advocacy; Case Law

**Prescribed books:**

1. Richard Whish & David Bailey, *Competition Law*, 7<sup>th</sup> ed., (New York: Oxford University Press, 2012).

2. Mittal D. P., *Competition Law and Practice*, 3<sup>rd</sup> ed., (New Delhi: Taxmann Publications (P.) Ltd, 2010).
3. Roy Abir & Jayant Kumar, *Competition Law in India*, (Kolkata: Eastern Book House, 2008).

**Reference books:**

1. Dugar S. M., *Commentary on the MRTP Law, Competition Law & Consumer Protection Law*, Vol. I & II, 4<sup>th</sup> ed., (Nagpur: Lexis Nexis Butterworths Wadhwa , 2006).
2. Dhall Vinod (ed.), *Competition Law today – Concepts, Issues & the Law in Practice*, (New Delhi: Oxford University Press, 2007).

**COURSE-V: CLINICAL COURSE-III:  
DRAFTING, PLEADING AND CONVEYANCE**

**Objectives:**

Translation of thoughts into words- spoken and written is an essential ingredient of an effective lawyer. The students should be trained in drafting of pleadings and conveyances and other essential documents. The skill of drafting can be acquired and sharpened by undertaking the exercises under the supervision of an expert in the field. The course aims at equipping the students with drafting skills.

**Course contents:**

1. General principles of drafting and relevant substantive rules.
2. Pleadings- Civil: plaint, written statement, interlocutory application, original petition, affidavit, execution petition, memorandum of appeal and revision, petition under Art.226 and Art.32 of the Constitution of India.
3. Pleadings- Criminal: complaint, criminal miscellaneous petition, bail application, memorandum of appeal and revision.
4. Conveyance: sale deed, mortgage deed, lease deed, gift deed, promissory note, power of attorney, will, trust deed, partition deed, etc.
5. Drafting of writ petition and Public Interest Litigation petition.

This course shall be taught through class room instructions and simulation exercises preferably with the assistance of practicing lawyers or retired judges.

**Examination and allocation of marks:**

- 1 Each Student shall undertake 15 practical exercises in drafting of Pleadings carrying 45 marks (3 marks for each exercise).
- 2 Each student shall undertake 15 practical exercises in Conveyancing, which carries 45 marks (3 marks each).
- 3 The above-mentioned drafting of Pleadings and Conveyancing exercises shall be in the handwriting of the students on one side of the bond size papers. The papers shall be bound accompanied by a certificate signed by the course teacher and the principal to the effect that it is the bonafide work of the concerned candidate.
- 4 The cover shall indicate the name of the examination, subject, seat number, and the center code number.
- 5 There shall be a contents page.

At the end of the semester, the student shall appear for a viva voce, which shall carry 10 marks.

Viva- to be conducted by the Principal and the course teacher.