

SYLLABUS

S.Y.B. COM

SEMESTER III

Company Secretarial Practice - I

TOPICS

NO.OF LECTURES

- 1 Introduction to Company 12
- 2 Company Secretary Practices 12
- 3 Company Documentation and Formation 12
- 4 Secretarial Correspondence 10
- **Total 46**

1. Introduction to Company

- 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

- 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

- 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

- **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 to ROC-Alteration of MOA/ AoA,
 - Letter to Stock Exchange –Listing of shares,
 - Letters to Government- Reconversion/Conversion,
 - Letter to Bank – Overdraft Facility

REFERENCES

- 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, : Company Notices, Meetings and
B. P.Bhargava Resolutions, Taxmann, New Delhi
- 5. A.Ramaiya : Guide to the Companies Act,
Wadhwa& Company, Nagpur