

# CORPORATE AND COMMERCIAL LAWS

## 1. Law Relating to Contract

- General Principles of Contract
- Standard Form of Contract:
  - E-contract
  - Government Contract
- Specific Contract: Bailment, Agency etc.
- International Commercial Contract

## 2. General Principles of Company Law

- Basic Concepts
- Incorporation: Advantages and Disadvantages
- Memorandum of Association
- Doctrine of Indoor Management
- Doctrine of *Ultra-vires*: Erosion, Evasion and Effects
- Prospectus

## 3. Company Management and Administration

- Director
- Company Meetings
- Inspection and Investigation
- Prevention of Oppression and Mismanagement
- Winding Up
- Corporate Governance under SEBI Regulations

## 4. Corporate Crimes and Social Responsibility

- Corporate Crimes
- Cyber Crimes
- Corporate Social Responsibility: Theories and Justification
- CSR and Multinational Corporations
- Regulation of Multinational Corporations in India

## 5. Banking Law

- Evaluation, Concept and Principles of Banking Law
- Negotiable Instruments: Cheque
- Banker-Customer Relationship: Loans
- RBI, Central Banks and other Functionaries
- Recent Trends in Banking System in India
- Protection under Consumer Law

## 6. International Trade Law

- Introduction to ITL
- FDI and Technology Transfer
- International Commercial Arbitration
- Competition Law
- WTO
- E-commerce

### Suggested Readings\*

#### BOOKS

1. Andrew Griffiths, *Contracting with Companies: Contemporary Studies in Corporate Law* (Hart Publishing, North America, 2005).
1. Arun Goyal and Noor Mohammed, *WTO in the New Millenium* (Academy of Business Studies, New Delhi, 2000).
2. C.R.Dutta, *Law Relating to Commercial and Domestic Arbitration* (Wadhwa Nagpur, 2008).
2. C.R.Dutta, *Law Relating to Commercial and Domestic Arbitration* (Wadhwa Nagpur, 2008).
3. David D. Caron, *The UNCITRAL Arbitration Rules* (Oxford University Press, New York, 2006).
3. David Palmeter and Pertos C. Mauroidis, *Dispute Settlement in the WTO* (Cambridge University Press, New York, 2004).
4. Frank Easterbrook, *The Economic Structure of Corporate Law* (Harvard University Press, 1991).
5. Freund Ernst, *The Legal Nature of Corporations* (Batoche Books, Kitchener, Canada, 2000).
6. Gabrie Moens and Peter Gillies, *International Trade and Business: Law, Policy and Ethics* (Cavendish Publishing Pvt. Ltd., London, 2000).
4. Jayanta Bagchi, *WTO: An Indian Perspective* (Eastern Law House, New Delhi, 2000).
5. M.B. Rao, Majula Guru, *WTO Dispute Settlement and Developing Countries* (Lexis Nexis, New Delhi, 2010).
6. Michael Chissick & Kelmen Alistair, *Electronic Commerce: Law and Practice* (Sweet & Maxwell, London, 2000).
7. Nandan Kamath, *Law relating to Computers, Internet & E-Commerce* (Universal Law Publishing Company 2002).
7. Peter Sanders, *The Works of UNCITRAL on Arbitration and Conciliation* (Kluwer Law International, London, 2004).
8. Richard Whish, *Competition Law* (Oxford University Press, New York, 5<sup>th</sup> edn., 2005).
8. Roy Goods, Herbert Kronke *et.al.*, *International Commercial Arbitration Transnational Commercial Law* (Oxford University Press, New York, 2007).

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\* Suggested Readings are not exhaustive. Need to be supplemented with additional readings.

9. Slot & Johnston, *An Introduction to Competition Law* (Oxford and Portland, Oregon, 2006).
10. T. Ramappa, *Competition Law in India: Policy, Issues and Development* (Oxford University Press, London, 2006).
11. Tripathi, *Arbitration & Conciliation Act 1996* (Central Law Publications, Allahabad, 2005).

## ARTICLES

1. Afra Afsharipour, "Corporate Governance Convergence: Lessons from the Indian Experience" Vol. 29 Issue 2 *Northwestern Journal of International Law and Business* 335- 402 (Spring 2009).
2. Aparna Sharma, "Legal Framework and Corporate Governance: An Indian Perspective" Vol. 15 (1) *International Journal of Computational Engineering and Management* 10-16 (January 2012).
3. B.S. Reddy, "E-banking Problems and Perspectives" 14 *Karnataka Law Journal* 41-48 (July 2007)
4. Bebchuk Lucian, "Limiting Contractual Freedom in Corporate Law: The Desirable Constraints on Charter Amendments, Vol. 102: 1820 *Harvard Law Review* 1820 (1989).
5. Caroline Van Zile, "India's Mandatory Corporate Social Responsibility Proposal: Creative Capitalism Meets Creative Regulation in the Global Market" Vol. 13:2 *Asian-Pacific Law & Policy Journal* 269-303 (2012).
6. David Millon, "Theories of the Corporation" Vol. 1990: 2001 *Duke Law Journal* 262 (1990).
7. Davies, Paul, and Hopt, Klaus, "Corporate Boards in Europe: Accountability and Convergence" Vol. 61 *The American Journal of Comparative Law* 301-375 (2013).
8. Franklin Gevurtz, "The Globalization of Corporate Law: The End of History or a Never Ending Story?" Vol. 86: 475 *Washington Law Review* 475-521 (2011).
9. Nitsure, Rupa Rege, "Corrective steps towards sound Banking" 42 (31) *Economic and Political Weekly* 3219-3224 (August 2007).
10. Pramod S. Shah, "Limited liability partnership: A New Tool for Providing Single Window" 443 (2) 160-167p., *Chartered Secretary* (2013 Feb).
11. Purushottam Anand, "Take-over code 2011: Hostile to hostile takeovers?" 3 (2) *Company Law Journal* 191-197 August (2012).
12. Rustam Singh Thakur, "Analyzing the tussle between the regulatory watch dogs in the light of SEBI v. Sahara SC verdict" 272; 1(5) *Madras Law Journal* 45-57 (January 2013).
13. Vidyullatha Kishore, "Recent trends in competition law in India" 3(9) *Company Law Journal* 219-225 (2012 September).

**Note: This is a draft syllabus, which is to be approved by the Competent Authority.**