

Syllabus for LLM – Corporate



Department of LEGAL SCIENCE

**Techno India University, West Bengal EM-4,
EM Block, Sector V, Bidhannagar, Kolkata,
West Bengal 700091**

Semester I

S. No.	Course Code	Course Name	Credit	Theory/Practical
1	TIU-PLW-T107	Indian Constitutional Law:New Challenges	4	Theory
2	TIU-PLW-T105	Law and Social Transformation in India	4	Theory
3	TIU-PLW-T101	Judicial Process	4	Theory
4	TIU-PLW-L101	Legal Research Methodology	4	Theory
5	TIU -PLW-T103	Legal Theory	4	Theory
Total			20	

Semester II

S. No.	Course Code	Course Name	Credit	Theory/Practical
1	TIU-PLW-T120	Advance Corporate Law	4	Theory
2	TIU-PLW-T122	Banking Law with SARFAESI Act & DRT Act	4	Theory
3	TIU-PLW-T124	Intellectual Property Rights	4	Theory
4	TIU-PLW-T126	Corporate Social Responsibility	4	Theory
5	TIU-PLW-T130	Corporate Taxation	4	Theory
Total			20	

Semester III

S. No.	Course Code	Course Name	Credit	Theory/Practical
1	TIU-PLW-T211	The Law of Mergers and Acquisitions	4	Theory
2	TIU-PLW-T213	Insurance Law	4	Theory
3	TIU-PLW-215	Competition Law	4	Theory
4	TIU-PLW-T217	Insolvency and Bankruptcy Code	4	Theory
5	TIU-PLW-T219	Start-up Laws and Entrepreneurship	4	Theory
Total			20	

Semester IV

S. No.	Course Code	Course Name	Credit	Theory/Practical
1	TIU-PLW-S202	Teaching & Learning Methodology	4	Theory
2	TIU-PLW-G202	Dissertation and Viva	4	Theory
Total			8	

Detail Syllabus – First Semester

Program: LLM	Year, Semester: 1st Yr., 1st Sem.
Course Title: Indian Constitution Law: New Challenges	Subject Code: TIU-PLW-T107
Contact Hours/Week:	Credit: 4

Course Objective

Constitution of India is one of the largest written Constitution. To understand the Indian political, social and economic value structure as enshrined in the Constitution of India for the protection of human rights of individuals and balancing with positive responsibility of the state along with dynamic characteristics of the society. Thus, looking at the present scenario, it is right and proper time to review some of the articles. It is a challenge before us.

MODULE 1:	Nature and Scope	12 hours
Preamble; Concept of Constitutionalism; Fundamental Rights & Duties; Constitutional Remedies; State (Art. 12) and Judicial Review (Art. 13)		
MODULE 2:	Emerging Regime of New Rights and Remedies	12 Hours
The module examines emerging rights such as freedom of speech, right to broadcast, right to strike, commercialization of education and the relationship between Directive Principles and Fundamental Duties.		
MODULE 3:	Separation of Powers: Stresses and Strain	12 Hours
The module deals with the theory of separation of powers and separation of powers under the Indian Constitution and analyses the relationship among the legislature, executive and judiciary under the Indian Constitution.		
MODULE 4:	Democratic Processes	12 Hours
The module deals with democratic processes like Election including status of election commission and electoral reforms, stability and durability of coalition governments and corrupt practices and grassroots democracy.		
MODULE 5:	Indian Federalism	12 Hrs

Program: LLM	Year, Semester: 1st Yr., 1st Sem.
Course Title: Law and Social Transformation in India	Subject Code: TIU-PLW-T105
Contact Hours/Week:	Credit: 4

The module discusses the nature of Indian Federalism; Scheme of Distribution of Legislative Powers; Centre's responsibility and internal disturbances within states; Direction of the centre to the state under Articles 356 and 365

Total hours	60 Hrs
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Recommended Readings:

- **M. P. Jain**, *Indian Constitutional Law*, 2003.
- **B. S. G. Mishra**, *Constitutional Law of India*, 1993.
- **D. D. Basu**, *Constitutional Law of India*, 1991.
- **H. M. Seervai**, *Constitutional Law of India*, 1996.
- **Dr. Subhash C. Kashyap**, *Framing of Indian Constitution*, Universal Law Publishing, 2008.

Course Objective

The Course is designed to study the awareness of Indian approaches to social and economic problems in the context of law as an instrument of social control and social change. It seeks to examine how law and legal institutions can be effectively used to combat social oppression and inequalities in Indian society.

MODULE 1:	Law and Social Transformation	10Hours
The unit explains law as an instrument of social change and the products of tradition and culture. It evaluates its relationship with traditions and culture.		
MODULE 2:	Law and its inter-relationships with religion, language, community and regionalism	12 Hours
The module deals with responses of law to factors like religion – with secularism as a solution, language-through constitutional guarantees, community and regionalism – through unity and non-discrimination and protective discrimination.		
MODULE 3:	Gender Justice	12 Hours
The module deals with Women and Law – crimes against women, empowerment of women; Surrogacy; Third Gender and law; Child Labour including Child Abuse and Education		
MODULE 4:	Reform of Court Processes	11 Hours

Program: LLM	Year, Semester: 1st Yr., 1st Sem.
Course Title: Judicial Process	Subject Code: TIU-PLW-T101
Contact Hours/Week:	Credit: 4

- The module deals with criminal law processes like Plea Bargaining, compounding and payment of compensation to victims; Compensation; Prison Reforms - Alternative approaches to law and the jurisprudence of Sarvodaya as propounded by Gandhi and Bhave and the concept of Gram Nyalayas		
Total hours		45 Hrs

Recommended Readings:

1. **Oliver Mendelsohn**, *Law and Social Transformation in India*, Oxford University Press, 2015.
2. **P. Ishwara Bhat**, *Law and Social Transformation in India*, Eastern Book Company, 1st Edition, 2009.
3. **Krishna Pal Malik and Dr. Kaushik C. Raval**, *Law and Social Transformation in India*, Allahabad Law Agency, 2014.
4. **Durga Das Basu**, *Commentary on the Constitution of India*, LexisNexis Wadhwa, Nagpur, 2011.
5. **Flavia Agnes**, *Law and Gender Inequality: The Politics of Women's Rights in India*, Oxford University Press, 2001.
6. **Sunil Deshta and Kiran Deshta**, *Law and Menace of Child Labour*, Armol Publications, Delhi, 2000.

Course Objectives

The objective of this course is to study the nature of the judicial process and the role of judges as policy-makers and participants in evolving principles of governance. It also seeks to examine judicial creativity, judicial law-making and the techniques employed in the judicial process.

MODULE 1:	Nature of Judicial Processes and its role in Constitutional Adjudication	15 Hours
The module deals with judicial processes as an instrument of social ordering, Judicial process and Creativity in law – common law model, legal reasoning and the growth of law; tools and techniques of Judicial Review; the doctrine Stare Decisis.		
MODULE 2:	Special Dimensions of Judicial Processes in Constitutional Adjudication	15 Hours

The module deals with notions of Judicial Review; Judicial Activism and Self-Restraint; and the problem of accountability in judicial law-making.		
MODULE 3:	Judicial Processes in India	15Hrs
The module deals with Indian debate on the role of judges and judicial review; Independence of Judiciary and political nature of judicial process; Judicial activism and Creativity of the Supreme Court- it's new dimensions; the institutional liability of courts – it's scope and limits.		
MODULE 4:	Judicial Processes and Constitutional Amendments	15 Hours
The module deals with the evolution of basic structure doctrine, the philosophy of the doctrine and it's recent developments – the 'essence of rights' test and 'rights test'		
Total hours		60 Hrs

Recommended Readings

1. **Sudhanshu Ranjan**, *Justice, Judocracy and Democracy in India: Boundaries and Breaches*, Routledge, 2015.
2. **Justice Ashok Kumar Ganguly**, *Landmark Judgments That Changed India*, Rupa Publications, 2015.
3. **A. Lakshminath**, *Judicial Process: Precedent in Indian Law*, 3rd Edition, Eastern Book Company, 2009.
4. **Aharon Barak**, *The Judge in a Democracy*, Princeton University Press, 2009.
5. **Benjamin N. Cardozo**, *The Nature of the Judicial Process*, Martino Fine Books, 2011.

Program: LLM	Year, Semester: 1st Yr., 1st Sem.
Course Title: Legal Theory	Subject Code: TIU-PLW-T103
Contact Hours/Week: 60	Credit: 4

Program: LLM	Year, Semester: 1st Yr., 1st Sem.
Course Title: Legal Research Methodology	Subject Code: TIU-PLW-L101
Contact Hours/Week: 60	Credit: 4

Course Objectives:

The primary objective of this course is to acquaint students with the scientific methods of legal research for the acquisition of knowledge. The course aims to impart knowledge regarding the techniques of selection, collection and interpretation of primary and secondary data in socio-legal research.

MODULE 1:	Introduction	12 hours
This module deals with meaning and importance of research, Scope and Objectives of Legal Research.		
MODULE 2:	Research Problem	12 Hours
The unit deals with the meaning and types of research problem; it's formulation and factors and criterion of selection.		
MODULE 3:	Research Hypothesis	12 Hours
The module deals with meaning and importance of hypothesis – it's types, and hypothesis testing.		
MODULE 4:	Techniques	12 Hours
The module deals with data and its types -primary and secondary; Qualitative and Quantitative Data; Internet Sources and uses of online database methods; Questionnaire; Sampling and its types		
MODULE 5:	Research design	12 Hrs
The module discusses the meaning and nature of design; types of research design, rules related to footnoting and end-noting, preparation of bibliography and references; abbreviations and List of Case writing.		
Total hours		60 Hrs

Recommended Readings

1. **Bruce L. Berg**, *Qualitative Research Methods for the Social Sciences*, Allyn and Bacon, London, 2001.
2. **S. K. Verma and M. Afzal Wani (Eds.)**, *Legal Research and Methodology*, Indian Law Institute, New Delhi, 2nd Edition, 2006.
3. **K. L. Bhatia**, *Textbook on Legal Language and Legal Writing*, Universal Law Publishing Co. Pvt. Ltd., 2nd Edition, 2013.
4. **Tushar Kant Saha**, *Textbook on Legal Methods, Legal Systems and Research*, Universal Law Publishing Co., 2015.

Course Objective:

The course aims to provide students with an understanding of the nature, scope and significance of jurisprudence and legal theory. It seeks to acquaint students with the sources of law, rights and duties, concepts of ownership and possession, and theories relating to legal personality and administration of justice.

MODULE 1:	Jurisprudence	12 hours
This module deals with Jurisprudence- it's nature, scope and importance; Schools of Jurisprudence; relation between law and morality.		
MODULE 2:	Sources of Law and Meaning	12 Hours
The module deals with Custom – it's types, tests for particular legal custom, importance of custom theories of customary laws; Precedent – kinds, ratio decidendi and obiter dicta; declaratory theory of precedent, judge-made law theory, article 141 of the Constitution, legislation – it's kinds		
MODULE 3:		12 Hours
The module deals with rights and duties, their correlation and kinds; property – definition and kinds; negligence – civil and criminal; administration of justice system		
MODULE 4:	Ownership and Possession	12 Hours
The module deals with meaning, kinds, nature and scope; relationship between ownership and possession; theories and importance of possession.		

MODULE 5:	Person	12 Hrs
The module deals with person- meaning, nature and kinds. Theories of personhood and limitations on legal person.		
Total hours		60 Hrs

Recommended Readings

1. **H. L. A. Hart**, *The Concept of Law*, 1961.
2. **Roscoe Pound**, *An Introduction to the Philosophy of Law*.
3. **Ronald Dworkin**, *Taking Rights Seriously*.

Second Semester

Program: LLM	Year, Semester: 1st Yr., 2ndSem.
Course Title: Advance Corporate Law	Subject Code: TIU-PLW-T120
Contact Hours/Week:	Credit: 4

Course Objective

The course aims to provide an in-depth understanding of corporate law and the legal framework governing companies. It seeks to familiarize students with company formation, management, corporate governance, issue of securities, meetings, audits and recent developments in corporate law.

MODULE 1:	Company Formation	8 hours
This module deals with Choice of form of business entity; Conversion/ Reconversion of one form of business entity into another; Incorporation of private companies, public companies, companies limited by guarantee and unlimited companies ; Formation of Nidhi Companies, Producer Companies and Mutual Benefit Funds ; Commencement of business and new business ; Pre-incorporation agreements and contracts ; Formation of non-profit companies ; Procedure relating to foreign companies carrying on business in India ; Procedure for alteration of Memorandum and Articles; Alteration of Name Clause, Registered Office Clause, Objects Clause, Capital Clause and Liability Clause ; Effect of alteration of Articles		
MODULE 2:	Procedure for Issue of Securities	8 Hours

Part A – Shares: Public issue, rights issue and bonus shares ; Issue of shares at par, premium and discount ; Preferential and private placement issues ; Allotment, calls and share certificates ;Sweat equity shares ; ESOPs and ESPS ; Differential voting rights ; Preference shares ; Alteration of share capital ; Forfeiture and reissue of shares ;Buy-back of shares; Reduction of share capital. Part B – Debt Instruments: Issue of debentures and bonds ; Creation of security ; Debenture Redemption Reserve ; Drafting of Debenture Trust Deed ; Redemption and conversion of debentures; Deposits		
MODULE 3:	Membership and Management	8 Hours
Membership and induction of member ; Nomination of shares ; Variation of shareholders' rights ; Transfer, transmission and transposition ; Dematerialization and rematerialization ; Insider trading and takeovers ; Directors and managerial personnel ; Appointment, resignation and removal ; Payment of remuneration ; Disclosure of interest ; Loans to directors ; Office or place of profit ; Company Secretary and Company Secretary in Practice		
MODULE 4:	Meetings	8 Hours
Board meetings; Meetings of committees; Statutory meetings; Annual General Meetings; Extraordinary General Meetings; Class meetings; Creditors' meetings ; Postal ballot ;Electronic voting ; Conducting a poll ; Adjournment of meetings ; Post-meeting formalities ; Preparation of minutes and dissemination of information		
MODULE 5:	Auditors	10 Hrs
Appointment and reappointment of statutory auditors • Branch auditors • Cost auditors • Special auditors • CAG audit		
MODULE 6	Distribution of Profit and Filing	10 Hrs
Ascertainment of distributable profits • Declaration and payment of dividends • Unpaid dividends and Investor Education and Protection Fund • Creation, modification and satisfaction of charges • Inter-corporate loans, investments and guarantees • Preparation of financial statements • Auditors' report • Directors' report • Corporate governance report • Annual filing • XBRL filing • Compliance certificate • Event-based filing		

MODULE 7	Recent Developments	8 hrs
Recent trends and developments in company law • Trusts and non-profit organizations		
Total hours		60 hrs

Recommended Readings:

- **A. Ramaiya**, *Guide to the Companies Act*, Wadhwa & Company, Nagpur.
- **D. K. Jain**, *E-Filing of Forms and Returns*, Bharat Law House.
- **Taxmann**, *Guide to E-Company Forms*.
- **D. K. Jain**, *Company Law Procedures*, Bharat Law House.
- **Taxmann**, *Company Rules and Forms*
- *Companies Act, 2013 and Rules made thereunder*.

Course Objective:

The course aims to acquaint students with the structure and functioning of the Indian banking system and the legal framework regulating banking institutions. It also seeks to provide an understanding of the SARFAESI Act, the Recovery of Debts and Bankruptcy Act, and mechanisms for debt recovery and financial asset reconstruction.

MODULE 1:	Intoduction	6Hours
Development of Indian banking system; Concept of bank; Banker; Customer; Borrower		
MODULE 2:	Co-operative Banking System	6 Hours
Concept of co-operative banking system • Objects • Development of co-operative banking system		
MODULE 3:	Banking Regulation Act	6 Hours
Business of banking companies • Control over management • Supersession of Board of Directors • Prohibition of certain activities • Suspension and winding up • Speedy disposal of winding-up proceedings • Operations of banking companies		

Program: LLM	Year, Semester: 1st Yr., 2 nd Sem.
Course Title: Banking law with SARFESI Act and DRT Act	Subject Code: TIU-PLW-T122
Contact Hours/Week:	Credit: 4

MODULE 4:	Nationalization of Banks	6 Hours
Historical overview • Management of nationalized banks • Regulations for nationalized banks		
MODULE 5:	Reserve Bank of India	6 Hours
Functions of RBI • Role of RBI • RBI and commercial banks • RBI and Government		
MODULE 6	State Bank of India	6Hrs
Functions and Role of the State Bank of India		
MODULE 7	Negotiable Instruments Act	6Hours
Salient features of the Negotiable Instruments Act, 1881		
MODULE 8	Banking Ombudsman	6 Hours
MODULE 9	SARFESI Act, 2002	6 Hours
Regulation of securitization and reconstruction of financial assets • Enforcement of security interests • Central registry • Registration by secured creditors and other creditors • Offences and penalties		
MODULE 10	Recovery of Debts and Bankruptcy Act, 1993	6Hours
Establishment of Tribunal and Appellate Tribunal • Jurisdiction, powers and authority • Procedure of Tribunals • Recovery of debts determined by Tribunals		
Total hours		60 hrs

Suggested Books

1. **R. K. Gupta**, *Banking Law and Practice*.
2. **R. B. Sethi**, *Banking Regulation Act and Banking in India*.

Program: LLM	Year, Semester: 1st Yr., 2ndSem.
Course Title: Corporate Social Responsibility	Subject Code: TIU- PLW-T126
Contact Hours/Week: 60	Credit: 4

3. **Taxmann**, *Guide to SARFAESI Act, 2002 and Recovery of Debts and Bankruptcy Act, 1993*.

Course Objective

The course aims to provide a comprehensive understanding of intellectual property laws relating to copyrights, patents and trademarks. It seeks to familiarize students with the

concepts of ownership, registration, infringement and remedies available under intellectual property laws.

MODULE 1:	Law of Copyright	12 hours
Introduction to copyright • Nature of copyright • Originality • Idea-expression dichotomy • Authorship and ownership • Literary, dramatic and artistic works • Cinematograph films • Sound recordings • Term of copyright • Registration • Moral rights • Infringement and remedies • Defences against infringement		
MODULE 2:	Patent law	12 Hours
Nature of patent rights • Patentability standards • Patentable subject matter • Patent registration procedure • Revocation of patent • Patent term • Patent infringement • Remedies • Defences		
MODULE 3:	Trademark law	12 Hours
Basic concepts of trademarks • Need for trademark protection • Types of trademarks • Registration procedure • Enforcement of trademarks • Infringement and remedies • Unregistered trademarks • Passing off actions		
Total hours		36 Hrs

Suggested Books

1. **P. Narayanan**, *Law of Intellectual Property*.
2. **Alka Chawla**, *Law of Copyright: Comparative Perspectives*.
3. **V. K. Ahuja**, *Law Relating to Intellectual Property Rights*.

Course Objective

The course seeks to provide an understanding of the concept and significance of Corporate Social Responsibility in the context of sustainable development and corporate governance. It also aims to acquaint students with national and international frameworks governing CSR and related legal developments.

MODULE 1:	Introduction	8 hours
Meaning and definition of CSR • Sustainability • Stakeholder management • Relationship between CSR and corporate governance • Models of CSR in India		
MODULE 2:	International Framework	8 Hours
International framework for CSR • Millennium Development Goals • Sustainable Development Goals • UN Global Compact, 2011 • ILO Tripartite Declaration		
MODULE 3:	CSR in India	8 Hours
CSR legislation in India and abroad • Appointment of independent directors • Computation of net profits • Implementing process in India		
MODULE 4:	Recent Trends	8 Hours
Current trends and opportunities in CSR • Successful initiatives • Challenges of CSR • Case studies of major CSR initiatives		
MODULE 5:	Insolvency and Bankruptcy Code, 2016	8 Hrs
Preliminary provisions of Insolvency and Bankruptcy Code, 2016		
MODULE 6	Corporate Insolvency	6Hrs
Corporate insolvency resolution process • Liquidation process • Fast-track insolvency resolution • Voluntary liquidation • Adjudicating authority • Offences and penalties		
MODULE 7	Insolvency Resolution	6 hrs
Fresh start process • Insolvency resolution process • Bankruptcy order for individuals and partnerships • Administration and distribution of bankrupt estate • Adjudicating authority		
MODULE 8	Insolvency and Bankruptcy Board	8 hrs
Insolvency and Bankruptcy Board of India • Powers and functions of the Board • Insolvency professional agencies • Insolvency professionals • Information utilities • Inspection and investigation • Finance, accounts and audit		
Total hours		60 hrs

Recommended Readings:

1. **Mark S. Schwartz**, *Corporate Social Responsibility: An Ethical Approach*.
2. **Wayne Visser and Nick Tolhurst**, *The World Guide to CSR*.
3. **Lelouche, Idowu and Filho**, *Innovative CSR*.
4. **Sanjay K. Agarwal**, *Corporate Social Responsibility in India*.
5. **Confederation of Indian Industry (CII)**, *Handbook on Corporate Social Responsibility in India*.
6. **M. A. Quaddus and Muhammed Abu B. Siddique**, *Handbook of Corporate Sustainability: Frameworks, Strategies and Tools*.
7. *Insolvency and Bankruptcy Code: Law and Practice with Insolvency Courts – NCLT & NCLAT, IBC vis-à-vis Companies Act, SARFAESI, DRT and Other Laws*, Tax Publishers, 2020.
8. *Supreme Court of India's Leading Case Laws on Insolvency and Bankruptcy Code, 2016: Case Notes, Facts, Findings of Apex Court Judges and Citations*.

Course Objectives

Program: LLM	Year, Semester: 1st Yr., 2ndSem.
Course Title: Corporate Taxation	Subject Code: TIU-PLW-T130
Contact Hours/Week: 60	Credit: 4

The objective of this course is to impart knowledge regarding the principles and concepts of corporate taxation. It seeks to enable students to understand tax planning, tax management, tax avoidance, residential status, taxation of companies, transfer pricing and double taxation relief.

MODULE 1:	Introduction and basic concepts	10 hours
Introduction to corporate taxation • Income • Person • Assessee • Assessment year and previous year • Company • Indian company • Domestic company • Foreign company • Industrial company • Widely-held and closely-held companies		
MODULE 2:	Tax Planning, Tax Management, Tax Avoidance and Tax Evasion	10 Hours
Tax planning • Location of business • Nature of business • Form of organization • Financial management decisions • Managerial decisions • Employees' remuneration • Distribution of assets on liquidation • Tax avoidance • Tax evasion		
MODULE 3:	Residential Status and Tax Incidence	10 Hours
Residential status of a company • Incidence of tax • Receipt of income • Accrual of income		
MODULE 4:	Taxation of Companies	10 Hours
Carry forward and set-off of losses • Computation of taxable income • Computation of tax liability • Minimum Alternate Tax • Dividend tax • Tax on income distributed to unit holders • Venture capital companies and funds		
MODULE 5:	Double Taxation Relief	10 Hrs
Relief from double taxation • ADT agreements • Unilateral relief • Relief in case of specified associations		
MODULE 6	Transfer Pricing	10 Hrs

Program: LLM	Year, Semester: 2nd Yr., 3 rd Sem.
Course Title: The Law of Mergers and Acquisitions	Subject Code: TIU-PLW-T211
Contact Hours/Week:	Credit: 4

Meaning and evolution of transfer pricing • Arm's length price • Methods of determining arm's length price • Transfer pricing dispute resolution mechanism		
Total hours		60 hrs

Recommended Readings

1. **A. C. Rajaratnam (Ed.)**, *Sampath Iyengar's Law of Income Tax*, Bharat Publications, New Delhi, Vol. VI, 12th Edition, 2017.
2. **Dr. Vinod K. Singhania and Dr. Monica Singhania**, *Corporate Tax Planning and Business Tax Procedures*.
3. **O. P. Yadav**, *Master Guide to Corporate Taxation*.
4. **C. A. Vijayasathy Divakar**, *Law and Practice of Transfer Pricing (Domestic and International Transactions)*, Bharat Publications, New Delhi, 2017.

Third Semester

Course Objectives:

The course aims to provide an understanding of the legal and regulatory framework governing mergers, acquisitions and corporate restructuring. It seeks to familiarize students with takeover regulations, due diligence, cross-border mergers and recent developments in merger and acquisition practices.

MODULE 1:	Introduction	10 hours
Meaning and concept of mergers and acquisitions • Historical development • Need and objectives of mergers and acquisitions • Types of mergers and acquisitions • Legal framework governing mergers and acquisitions in India		
MODULE 2:	Corporate Restructuring	10 Hours
Corporate restructuring and reorganization • Compromises, arrangements and amalgamations • Reconstruction and demergers • Reverse mergers • Leveraged buyouts and management buyouts		
MODULE 3:	Merger Process and Due Diligence	10 Hours

Program: LLM	Year, Semester: 2nd Yr., 3 rd Sem.
Course Title: Insurance Law	Subject Code: TIU-PLW-T213
Contact Hours/Week: 60	Credit: 4

Planning of mergers and acquisitions • Valuation methods • Due diligence • Drafting and negotiation of agreements • Share purchase agreements and asset purchase agreements		
MODULE 4:	Takeovers and Competition Law	10 Hours
Takeover regulations under SEBI • Open offer requirements • Acquisition of shares and voting rights • Anti-competitive practices • Role of Competition Commission of India in combinations		
MODULE 5:	M&A in India	10 Hrs
Opportunities and key constraints related to M&A in India; specific issues related to M&A and PE Agreements; contractual tools related to parties to allocate a deal risk and mitigate legal constraints		
MODULE 6	Cross border M&A	10 Hrs
Cross-border mergers • FEMA regulations • Foreign investment norms • Tax implications • Challenges and recent developments in mergers and acquisitions		
Total hours		60 hrs

Recommended Readings

1. **Sridharan and Pandian**, *Guide to Takeovers and Mergers*.
2. **Rajender S. Aurora**, *Mergers and Acquisitions*.

Course Objective:

The course seeks to provide knowledge of the principles and various kinds of insurance and to examine the rights and liabilities of insurers and insured persons. It also aims to study life, marine and fire insurance and the regulatory framework governing insurance business in India.

MODULE 1:	Growth of Insurance Business in India	10 hours
Historical development of insurance • Meaning and nature of insurance • Principles of insurance • Contract of insurance • Principles of utmost good faith		
MODULE 2:	Kinds of Insurance and Life Insurance	12 Hours

Classification of insurance; insurable interest, premium and risk • Doctrine of subrogation and contribution • Formation of life insurance contracts • Assignment and nomination • LIC and General Insurance Corporation • Rights and liabilities under life insurance policies		
MODULE 3:	Marine Insurance	12 Hours
Nature and scope of marine insurance • Marine insurance policies • Voyage and time policies • Implied Warranties in marine insurance contracts • Marine losses • Assignments of marine policy		
MODULE 4:	Fire Insurance	12 Hours
Meaning of 'fire'; Nature and principles of fire insurance • Right of contribution and right to avenge • Principle of reinstatement • Loss assessment • Burglary insurance, Doctrine of approximation		
MODULE 5:	Social Control on Insurance Business	12 Hrs
Purpose of compulsory insurance; rights of third parties; public liability insurance; adjudicating authorities; powers and functions of IRDA		
Total hours		60 hrs

Suggested Readings

1. **K. S. N. Murthy and K. V. S. Sharma**, *Modern Law of Insurance in India*, New Tripathi Pvt. Ltd., Bombay, 1995.
2. **Ravi Pulirani and Mahesh Pulirani**, *Manual of Insurance Law*, Bharat Law House Ltd., New Delhi, 2001.
3. **Brij Nandan Singh**, *Insurance Law*, University Book Agency, Allahabad.
4. **Michael Parkington**, *Insurance Law*, 6th Edition, Sweet and Maxwell, London, 1975.
5. **M. N. Srinivasan**, *Law of Insurance*.
6. **Bhattacharya**, *Law of Insurance*.
7. **Dr. M. N. Mishra**, *Law of Insurance*.
8. **Harding and Evenly**, *General Principles of Insurance*.

Program: LLM	Year, Semester: 2nd Yr., 3 rd Sem.
Course Title: Competition Law	Subject Code: TIU-PLW-T215
Contact Hours/Week: 60	Credit: 4

Course Objective:

The course aims to provide an understanding of the concepts and principles of competition law and policy. It seeks to examine anti-competitive agreements, abuse of dominant position, combinations and the institutional framework established under the Competition Act, 2002.

MODULE 1:	Introduction	10 hours
Basic concepts of consumer and customer; markets – monopoly and oligopoly; cartel – predatory pricing; resale price maintenance competition models, policy and goals of competition law		
MODULE 2:	Evolution and Development	10 Hours
Legal framework of competition law in US and UK; historical development of competition law in India; Raghavan Committee report; difference between MRTP and Competition Act, salient features of Competition Act 2002		
MODULE 3:	Regulation of Collusion in Market	10 Hours
Meaning and types of anti-competitive agreements • Horizontal and vertical restraints • Determination of relevant market • prohibition of anti-competitive agreements in UK and USA		
MODULE 4:	Regulation of Abuse of Dominant Position	10 Hours
Dominant position in Relevant market • Abuse of dominant position • Prevention of abuse of dominance in UK and USA		
MODULE 5:	Regulation of Combination	10 Hrs
Combinations – merger, Acquisitions, amalgamations and takeovers; horizontal, vertical and conglomerate mergers; combinations covered under Competition Act 2002, regulation under UK and US laws		
MODULE 6	Enforcement Mechanism and Emerging Trends	10 hrs

Program: LLM	Year, Semester: 2nd Yr., 3 rd Sem.
Course Title: Insolvency and Bankruptcy Code	Subject Code: TIU-PLW-T217
Contact Hours/Week:	Credit: 4

Competition Commission of India • Director General • Appellate mechanism • Penalties • Competition policy • IPR and competition law; International trade and competition law		
Total hours		60 hrs

Suggested Readings

1. **T. Ramappa**, *Competition Law in India: Policy, Issues and Developments*, Oxford University Press, 2014.
2. **Abir Roy**, *Competition Law in India: A Practical Guide*, Kluwer Law International.
3. **Richard Whish and David Bailey**, *Competition Law*, 8th Edition, Oxford University Press.
4. **Anand Singh**, *Competition Laws in India*.

Course Objective:

The course aims to provide a comprehensive understanding of the Insolvency and Bankruptcy Code, 2016 and the mechanisms relating to insolvency resolution and liquidation of corporate persons, individuals and partnership firms. It also seeks to examine the role of insolvency professionals and regulatory authorities.

MODULE 1:	Introduction	15 hours
Preliminary provisions of IBC 2016		
MODULE 2:	Insolvency Resolution and Liquidation for Corporate Persons	15 Hours
Corporate insolvency resolution process • Liquidation process • Fast-track corporate insolvency resolution process • Voluntary liquidation of corporate persons • Adjudicating authority for corporate persons • Offences and penalties		
MODULE 3:	Insolvency Resolution and Bankruptcy for Individuals and Partnership Firms	15 Hours
Fresh start process • Insolvency resolution process • Bankruptcy order for individuals and partnership firms • Administration and distribution of the estate of the bankrupt • Adjudicating authority for individuals and partnership firms		
MODULE 4:	Regulation of Insolvency Professionals, Agencies and Information Utilities	15 Hours

Program: LLM	Year, Semester: 2nd Yr., 3 rd Sem.	
Course Title: Start-up Laws and Entrepreneurship	Subject Code: TIU-PLW-T219	
Contact Hours/Week: 60	Credit: 4	
Insolvency and Bankruptcy Board of India • Powers and functions of the Board Insolvency professional agencies • Insolvency professionals • Information utilities Inspection and investigation • Finance, accounts and audit		
Total hours		60 hrs

Suggested Readings:

1. Insolvency and Bankruptcy Code: Law and Practice with Insolvency Courts – NCLT & NCLAT, IBC vis-à-vis Companies Act, SARFAESI, DRT and Other Laws, Tax Publishers, 2020.
2. Supreme Court of India's Leading Case Laws on Insolvency and Bankruptcy Code, 2016: Case Notes, Facts, Findings of Apex Court Judges and Citations.

Course Objective:

The course aims to familiarize students with the legal framework governing start-ups and entrepreneurship in India. It seeks to provide knowledge regarding business structures, licensing requirements, documentation, labour laws, foreign investments and legal aspects relating to mergers, acquisitions and winding up of start-up ventures

MODULE 1:	Business Structure Formalization	6 hours
Sole proprietorship • Private limited company • Public limited company • Partnership • Limited Liability Partnership		
MODULE 2:	Licensing Business	8 Hours
Common licenses • E-commerce companies • Environmental laws • Food and safety laws • Labour and employment laws • Import-export laws • FDI policy • FEMA regulations • SEBI and RBI regulations in India affecting licensing requirements		
MODULE 3:	Documentation Requirements	8 Hrs
Incorporation documents • Non-Disclosure Agreement (NDA) • Confidentiality Agreement • Memorandum of Understanding (MoU) • Work agreements		
MODULE 4:	Labour Laws	8Hrs

Minimum wages • Gratuity • Provident Fund payments • Weekly holidays • Maternity benefits • Sexual harassment laws • Payment of bonus		
MODULE 5:	Foreign Investments	10 Hrs
Foreign Direct Investment Policy		
MODULE 6	Business Contract Management	10 hrs
Regulations governing foreign venture capital investors		
MODULE 7	Winding Up of Start-Up	10hrs
Mergers and acquisitions • Winding up of start-up enterprises		
Total hours		60 hrs

Suggested Readings

1. **N. D. Kapoor**, *Mercantile Law*.
2. **Avtar Singh**, *Company Law*.