

**B.COM SECOND YEAR  
SEMESTER NO-3**

**COMPANY ADMINISTRATION AND PROCEDURE  
SUSIDIARY ELECTIVE-1**

**Course Content:**

<b>Module No.</b>	<b>Topics / Chapters Name</b>	<b>% Weightage</b>
I	<p><b><u>COMPANY FORMATION</u></b></p> <p><b>COMPANY AND ITS CHARACTERISTICS:</b> Meaning and Characteristics, Kinds of Companies, Memorandum of Association (MOA) and Articles of Association (A0A).</p> <p><b>PROMOTERS:</b> Meaning, Functions, Preliminary Contracts, Liabilities of Promoters.</p> <p><b>ALLOTMENT OF SHARES:</b> Meaning, Procedure, Regular and Irregular allotment, Secretary's duties regarding allotment of shares.</p> <p><b>LISTING OF SECURITIES:</b> Meaning, Legal provisions for listing of securities, Documents required for listing of securities, Advantages of listing of securities.</p> <p><b>CALLS AND FORFEITURE OF SHARES:</b> Meaning of calls, Provision of Company law regarding share calls-procedure of demanding call of share, Meaning, legal provisions, procedure, effects, procedure of reissue for forfeiture of shares.</p>	25%
II	<p><b><u>MANAGERIAL PERSONNEL</u></b></p> <p><b>DIRECTORS:</b> Procedure for Appointment, Reappointment, Removal, Resignation and Remuneration of Directors.</p> <p><b>AUDITORS:</b> Provisions of Appointment/Reappointment, Resignation and Removal of Statutory Auditors and Branch Auditors, Appointment of Cost Auditors and Special Auditors, CAG Audit.</p> <p><b>COMPANY SECRETARY:</b> Meaning- Types of</p>	25%

	<p>Secretary – General and Legal Qualifications – Appointment, Resignation and Removal, Pre-Incorporation and Post-Incorporation duties – Functions, Powers and Responsibilities of a Company Secretary, Relationship with Chairman and Directors, Secretary as advisor to the Chairman and the Board.</p> <p><b>COMPANY SECRETARY IN PRACTICE:</b> Functions, Provisions of Appointment, Resignation and Removal of Company Secretary in Practice.</p> <p><b>BEST PRACTICES SECRETARIAL STANDARDS -</b> Concept, Scope and advantages, Secretarial Standards issued by ICSI, Compliance of Secretarial Standards for good Governance.</p>	
III	<p><b><u>MEETINGS AND E-GOVERNANCE (MCA -21)</u></b>  <b>MEETINGS:</b> Kinds of Meetings – Statutory Meeting – Annual General Meeting – Extra Ordinary General Meeting - Notice- Agenda- Quorum – Proxy – Resolution – Minutes</p> <p><b>IMPORTANT FEATURES OF E-GOVERNANCE:</b> CIN, DIN, DSC, CFC, SRN, etc., E-forms and online filing and inspection of documents.</p> <p><b>PREPARATION AND PRESENTATION OF REPORTS:</b> Financial statement, auditors report, directors report and report on Corporate Governance.</p> <p><b>FILLING AND FILING OF RETURNS AND DOCUMENTS:</b> Procedure; Annual Filing (annual accounts, compliance certificate, annual return) and Event based Filing.</p>	25%
IV	<p><b><u>OFFICE MANAGEMENT</u></b></p> <p>Meaning and Characteristics- Functions and Procedure of Inward and Outward Letters- Importance of Correspondence-Brief idea of modern office equipments- Importance of Office Management.</p>	25%