

# CORPORATE, & COMMERCIAL LAW

## SEMESTER -I

### RESEARCH METHODS AND LEGAL WRITING [3 CREDITS]

#### **Course Objective:**

Growth of legal Science in India depends on the nature of legal research .A post graduate student of law should get an insight into the objective of legal research .The understanding and development of law can be done by legal research by adopting scientific methodology. Legal research has therefore assumed an important role in education and practice of law. The objective of the course is to educate students about the conceptual and functional dimensions of the legal research and methodology.

#### **Course Contents:**

#### **Course Structure: Module I: Meaning, Scope, Objectives of Legal Research:**

Meaning and Rationale of Legal Research and Socio legal research, Tools of Legal

#### **Module II: Types of Legal Research & Methodology:**

Doctrinal and Non-Doctrinal Legal Research, Types of Doctrinal Legal Research, Induction and Deduction methods.

#### **Module III: Steps in Legal Research:**

Main steps involved: Problem identification, Rational Hypothesis, Objectives, Research Design, Universe and Sampling Design, Data collection, Analysis and Interpretation of Data, Use of questionnaire and Interview, Use of Case Study.

#### **Module IV: Presentation of Research & Legal writing:**

Main steps involved in Report Writing: Text, Footnotes, End notes, References and Suggested Readings. Research Paper Writing.

#### **Text & References:**

- Jain S.N, JK Mittal, Kusum. P Kalpakam, Legal Research and Methodology (ILI Publication)
- Morris L. Cohan, Legal Research in Nutshell (West Publishing Co.)
- N.R. Madhava Menon, A Hand book of Clinical Legal Education.(EBS)
- Ghosh B.N, Scientific Method and Social Research (1982)

#### **Evaluation Scheme**

Components	CT	LP	TP	A	EE

<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>
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## **SEMESTER -I**

### **COMPARATIVE PUBLIC LAW AND SYSTEMS OF GOVERNANCE [3 CREDITS]**

#### **Course Objective:**

Course aims at exposing the students about the various aspects of Comparative Public Law evolved in India & U.S.A. against constitutional framework which exists in the systems of governance in these countries.

#### **Course Contents:**

##### **Module I: Constitutionalism**

Concepts of public law, issues of constitutionalism through the comparative method, rule of law, separation of federalism and judicial review. Constitutionalism and international legal order

##### **Module II: Systems of Governance**

Presidential & parliamentary systems, a comparative approach (India, England & U.S.A)

##### **Module III: Federalism**

of Constitution, federal, quasi-federal & unitary-comparative method (India, England & USA)

##### **Module IV: Judicial Review**

Substantive and procedural review of governmental conduct, grounds of review - comparative eh (India, England & U.S.A.)

#### **Recommended books and References:**

- M.P. Jain, Indian Constitutional Law
- M.P. Jain, Changing Face of Administrative Law
- D.D. Basu, Shorter Constitution of India
- D.D. Basu, Commentary on the Constitution of India
- I.L.I. Annual Survey of Indian Law
- H.M.Seervai, Constitutional Law of India (Silver Jubilees Edition)
- A.G.Noorani, Public Law in India (Vik&S 1982)
- C.K. Thakker, Administrative Law (Eastern Book Co. 1992)
- Griffith & Street, Principles of Administrative Law
- Schwartz, American Administrative Law
- M. Rosen field, Oxford Handbook of Comparative constitutional Law

- The Handbook of International Humanitarian Law edited by Dieter Fleck.

### **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

## **SEMESTER -II**

### **LAW AND JUSTICE IN A GLOBALIZING WORLD [3 CREDITS]**

#### **Course Objective:**

The course outlined here attempts to provide not only the theoretical background necessary to understanding of Law but also a systematic study of various aspects of Justice, Justice however, is not a simple phenomenon. Its dimensions are complex. It involves values, ideals, principles and various perceptions of Justice in a globalizing world

#### **Course Contents:**

##### **Module I: Introduction:**

Relation between Law and Justice. Theories of Law & Justice, legal Philosophy in the middle ages, The classical era of Natural Law: The Revival of Natural Law'.

##### **Module II: The Concept of Law and Various Schools of Legal Thought:**

Various Theories of Legal Thought; The Historical School, Utilitarianism of Bentham, Analytical Positivism, Sociological theories of Law, American Legal Realism.

##### **Module III: The Sources and Concepts of Law:**

a The Formal Sources of Law and the Non-Formal Sources of Law, the Elements of Law.

b Right and Duties, Legal personality, Law of Property, Law of Property- Ownership and Possession.

#### **Module IV: The Nature and the Function of Law:**

- a The need for order as opposed to anarchy and despotism, The Striving of the Law for Independence and Autonomy.
- b The Quest for Justice, Justice and Natural Law, Justice and Freedom, Justice and Equality

#### **Texts and references**

- Stone Julius "Legal System and Lawyers Reasoning" (1991) Universal, Delhi Stone Julius, "Human Law and Human Justice Universal, Delhi
- Bodethiemer "Jurisprudence-The Philosophy and Method of the Law (1997) Universal, Delhi
- Friedmann W "Legal Theory" Vth edition Universal, Delhi (Indian Print)
- Baxi Upendera "The Indian Supreme Court and Politics" Eastern Book Co., Lucknow
- Dhawan Rajeev "The Supreme Court of India-A Socio Legal Critique of its Justice Techniques Tripathi, Mimbai
- Wacks Raymonds, "Understanding Jurisprudence: An Introduction to Legal Theory Oxford

University Press,

- **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

## **COMPANY LAW [2 CREDITS]**

### **Course Objective:**

Industrialization plays a very vital role in the economic development of India .Companies are no doubt powerful instruments for development .Besides bringing returns and financial benefits to the capital and labour they help amelioration of the living conditions of masses .In a developing Society like India, vast varieties of consumer goods are manufactured or produced and different kinds of public utility services are generated both for general welfare and consumption purposes. Obviously, it is beyond the capacity of one or a few entrepreneurs to engage into such activities .Because the problem of raising large capital needed for such enterprises, there is looming danger of market risks. Hence, taking recourse to the device of incorporation is the only efficacious way to surmount all such hurdles.

### **Course Contents:**

#### **Module I: The frame work of corporate activity**

Historical Perspective of Company Legislations in India. General Principles of Company Law, Basic Concepts –Corporate personality, Memorandum and Articles of Association. Prospectus .

#### **Module II: Directors and other managerial Personnels**

Directors: Position, appointment, qualifications, Vacation of office- removal –resignation, powers, duties, remuneration of directors, Compensation for loss of office, Sole Selling Agents.

#### **Module III: Majority powers and Minority Rights**

Rule in Foss V Harbottle, Exceptions

Prevention of oppression and Mismanagement: Who can apply? Conditions of relief, Prevention of mismanagement,

#### **Module IV: Winding up of Companies**

Types-Winding up by Tribunal, Who can apply? Dissolution of Company. Enforcement of orders and appeals, Voluntary Winding up: Provisions applicable,

#### **Module V: Corporate Liability**

Legal liability of companies –civil and criminal, Remedies: civil, criminal and tortuous.

### **Text & References:**

- Palmar –Company Law
- Gower: Principles of Modern Company Law
- Avtar Singh- Company Law.

### **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

## SEMESTER -I

### LAW INTELLECTUAL PROPERTY [2 CREDITS]

#### **Course Objective:**

Unlike other forms of property, intellectual property refers to regimes of legal recognition of primarily, the product of the mind or imagination. The Law relating to intellectual Property protects the right to mental labour. As concerns 'modernization' crucial questions arise in field of copyright protection in complete software and hardware, internet, electronic music and Scientific Research, not only in the content of National perspective but also in view of the waves of globalization already set in.

#### **Course Contents:**

##### **Module I: Concept of intellectual Property**

Meaning, Economic importance of intellectual property, Legal regimes for the protection of Intellectual Property, The main forms of intellectual property: Copyright, Trademarks, Patents, designs.

##### **Module II: Law of Copyright in India**

Historical background, meaning of Copyright, Copyright in Literary, dramatic, musical works, sound records. Cinematography films, Computer Programme, Copy Right Act 1957,

##### **Module III: Intellectual Property in Trademarks**

Introduction to Trade Mark and its Relevance and need for Protection, Trademark Act, 1999 Passing off, Exhaustion of Right in Trademark Domain Name Dispute and Cyber squatting.

##### **Module IV: Concept of Patent**

Introduction to patent, International Regime relating to patent: Convention and Treaties, Relevant provisions under TRIPS. Drug Patent vis-a-vis Public Health, Software Patent.

### Texts and references

- R. Narayanan, Intellectual Property Law (1999) Eastern Law House, Calcutta.
- Bibeck Debroy, Intellectual Property Right (1998) Rajeev Gandhi Foundation, Delhi
- W.R. Cornish, Intellectual Property (1996.)

### Evaluation Scheme

Components	CT	LP	TP	A	EE
Weightage (%)	10	10	25	5	50

## SEMESTER -II

### **BANKING & INSURANCE LAW [2 CREDITS]**

#### **Course Objective:**

The Banking & Insurance are a vitally important economic institution, deeply influenced by Socio-Political and economic changes. The emerging changes in India, particularly after the initiation of the planning process as an instrument of rapid economic development had moulded and affected the banking & insurance structure, policies patterns and practices.

The course is designed to acquaint the students with the conceptual and operational parameters of banking & Insurance Law, the judicial interpretation and the new and emerging dimensions of the banking & Insurance Law.

#### **Course Contents:**

##### **Module I: Introduction**

Nature and development of banking, History of banking in India and elsewhere –indigenous banking –evolution of banking in India, Nationalization of Banks, Multi functional banks growth and legal issues.

##### **Module II: Recent Trends of banking system in India**

New Technology, E- banking, Information Technology Automation and Legal aspects, Automatic teller machine and use of internet ,Smart Card ,Use of expert system ,Recommendation of Committees –a review.

##### **Module III: Introduction**

Nature of insurance contract, various kinds of insurance, proposal, policy, parties, consideration, need for utmost good faith, insurable interest, indemnity. Insurance Policy, Law of Contract and Law of Torts—future of insurance—need, importance and place of insurance.

##### **Module IV: Indian Insurance Law: General**

History and development, the Insurance Act 1938 and the Insurance Regulatory Authority Act 2000, Laws relating to life insurance—Nature and Scope, Circumstances affecting the risk,

#### **Texts and references**

- Basu, A Review of Current Banking Theory and Practice (Macmillan)
- R. Godde, Commercial Law, Pennguin, London
- Ross Cranston, Principles of Banking Law (1997) Oxford
- L.C Goyle, The Law of Banking and Bankers (1995).Eastern
- K.C. Shekhar, Banking theory and Practice (1998)
- R.K. Talwar, Repeat of Working Group on Customer Service in Banks

- Banerjee, Law of Insurance (1994), Asia Law House Hyderabad.
- Mitra B.C, Law Relating to Marine Insurance (1997) Asia Law House Hyderabad.
- Peter MacDonald and Patric Foss, Good faith and Insurance Contracts (1998) LLP Asia, Hong Kong,
- Avtar Singh, Law of Insurance. Latest Edition.

- **Evaluation Scheme**

Components	CT	LP	TP	A	EE
Weightage (%)	10	10	25	5	50

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## SEMESTER -II

### **COMPETITION LAW [2 CREDITS]**

#### **Course Objective:**

The course will focus on and will aim to develop an understanding of the law and principles of competition policy in countries and regions across the globe, The course aims to develop an understanding of and critical discourse on, *inter alia*, the following: the role of markets and competition law in relation to the poor; the relationship between aggregate efficiency, anti competitive agreements etc. It will give the students knowledge of Competition commission of India and its functioning.

#### **Module 1: Competition: An Introduction**

Meaning and Definition of Competition & Competition Law ; Objectives of Competition Law; History of Competition Law (USA, UK, Europe) Relevant provisions of Sherman's Act , Indian scenario with an overview of MRTP Act, 1969; *Raghavan* Committee Report; International co-operation for competition- WTO agreements and the Act.

#### **Module 2: Anti-competitive Agreements**

Appreciable adverse effect, Horizontal and Vertical agreements, Effects doctrine Prohibition of anti-competitive agreements: Concerted practices and parallel behavior, Cartel and Cartelisation , Bid rigging and collusive bidding, Tie-in-arrangements, Exclusive supply agreement, Resale price maintenance agreement, Abuse of Dominant Position: Relevant market, Predatory behavior, Predatory pricing, Discriminatory practices, Relevant market

#### **Module 3: Combination**

Value of Assets, Turnover, Acquisition, Conglomeration, Joint Venture, Merger and Amalgamation, Notification



#### **Module 4: Competition Commission of India & Competition Advocacy**

Establishment and composition, Duties, Procedure for inquiry, Powers, Competition fund, Competition Policy

#### **Selected References:**

1. Mittal D.P., Taxmann's *Competition Law* (2007)
2. *Universal Guide to Competition Law in India-2003*, Universal Law Publishing Company, New Delhi.
3. Ramappa. T., *Competition Law in India- Policy, Issues and Development* (2006) Oxford University Press.
4. Nahar. S. Mahala, *Law, Practice and Procedure* (2006), Commercial Law Publishers.
5. Dhall .Vinod, *Competition Law Today*, (ed.) 2007, Oxford University Press

### **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

## **SEMESTER -II**

### **INTERNATIONAL TRADE LAW [2 CREDITS]**

#### **Course Objective:**

After Independence India has embarked upon all round efforts to modernise her economy through development ventures .Greater and greater emphasis is placed on increase of production in both industrial and agricultural sectors .Beside, there was the ever –pressing need for raising capital for investment in certain basic and key industries .All these required a considerably high rate of investment of capital .The process of modernization necessitated the adoption on newer technologies for Industry and agriculture. These technologies had to be borrowed from other developed countries .This, in turn needed foreign exchange which could be earned by the increased exports of goods and raw materials from India.

The need for accelerating the export trade of India's developing economy can hardly be over emphasized .Export earnings enable a developing country to finance its massive requirements of growth, to maintain its essential imports and thereby stimulate the process of its economic development.

Increasing exports have been necessitated to meet the growing needs of defence. India is a country rich in natural resources. One of the approaches to combat its economic backwardness could be in large –scale production and in maximization of its exports.

Import and export of goods and raw materials is a complex, complicated and intricate activity .It involves elaborate economics, fiscal, budgetary and monetary policy consideration.

The controls on export and imports are closely connected with the Foreign Trade Regulation Act 1992.

## **Course Contents:**

### **Module I**

Introduction to international trade law. World War II and its impact on World Economy.

### **Module II**

Genesis of Modern International Trading system: Emergence of General Agreement on Tariffs and Trade (GATT).WTO Structure & function

### **Module III: World Trade organization (WTO)**

Basic Principles : MFN, Treatment, National Treatment and Non-Discrimination, Exceptions to MFN: Tariff Bindings, Regional Trade Agreements, Escape Clause, Safeguard Measures, Quantitative Restrictions, Anti-dumping and counter-vailing duties.

### **Module IV**

Dispute Settlement system: GATT & WTO

## **Texts and references**

- Matsushita Mitsuo, Thomas J Schoenbaun & Petros C Mavroidis, 2003 The World Trade Organisation: Law, Practice & Policy, Oxford.
- Gallagher Peter, Patrik Low and Andrew L Stolen, 2005, Managing the Challenges of WTO Participation: 45 Cases Studies, Cambridge.
- Hoda Anwarul, 2001, Tariff Negotiations and Renegotiations under the GATT & WTO: Procedure and Practices, Cambridge.
- Mittal J K, K D Raju, 2005, World Trade Organization & India: A Critical Study of its First Decade, New Era Law Publication, New Delhi.
- UNCTAD- ICTSD, 2005, Resource Book on TRIPS & Development, Cambridge University Press.
- Government of India, Handbook of Import Export Procedures,(Refer to the latest edition )
- Government of India Import and Export Policy (1997-2002).
- Foreign Trade Development and Regulation Act 1992 and Rules.
- Foreign Exchange Management Act 1999.

## **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

## SEMESTER -II

### CYBER LAW [2 CREDITS]

**Objective:** Development of Cyber law is a recent phenomenon. It is still in an emerging stage and continuously evolving every passing day. Even the most learned legal academicians find it difficult to solve the legal problems posed by technology. The Course offered by the institute, intends to spread awareness among the students about the cyber law with the specific objectives to introduce the cyber world and cyber law in general, explain about the various facets of cyber crimes, enhance the understanding of problems arising out of online transactions and provoke them to find solutions, clarify the Intellectual Property issues in the cyber space and the growth and development of the law in this regard, educate about the regulation of cyber space at national and international level.

#### **Module I: Introduction to the Cyber World and Cyber Law**

**Cyber World an Overview:** Introduction about the cyber space, Regulation of cyber space – introducing cyber law, Scope of Cyber laws – e-commerce; online contracts; IPRs (copyright, trademarks and software patenting); Cyber law in India with special reference to Information Technology Act, 2000,

#### **Module III: E-Commerce and Cyber Law**

Definition of E-commerce, Types of E-commerce, Important Issues in Global E-commerce: Issues relating to Access, Trust, Privacy, Security, Consumer Protection, Content regulation; Uniformity in Legal Standards pertaining to internet,

#### **Module III: Cyber Crimes**

Computer Crime and Cyber Crimes, Classification of Cyber Crimes. Cyber 2Crime and Related Concepts, Distinction between Cyber Crime and Conventional Crimes, Reasons for Commission of Cyber Crime Cyber, forensic Cyber criminals and their objectives Kinds of cybercrimes – cyber stalking; cyber pornography; forgery and fraud; Cyber terrorism; computer vandalism etc. Regulation of cybercrimes Issues relating to Investigation Issues relating to Jurisdiction Issues relating to Evidence Relevant provisions under Information Technology Act, 2000, Indian Penal Code, Pornography Act and Evidence Act etc.

#### **Module IV: Regulatory Framework**

International legal regime relating to E-Commerce UNCITRAL Model Law on Electronics Commerce 1996 International legal regime relating to Intellectual Property Rights – (i) Berne Convention; (ii) Rome Convention; (iii) WIPO Copyright Treaty; (iv) WIPO Performance and Phonograms Treaty; (v) UDRP; (vi) OECD convention on Database protection . Domestic Legal Regime – Cyber Law in India Information Technology Act, 2000 – Digital Signature; E-Governance; Regulation of Certifying Authorities; Duties of Subscribers; Penalties and Adjudications; Offences under the Act; Making of Rules and Regulations etc.

### **Texts and Materials**

- Nandan Kamath : Law Relating to Computer, Internet and e-Commerce (A Guide to Cyber Laws)
- Yatindra Singh Justice : Cyber Laws
- The Indian cyber law with cyber glossary / Suresh T. Vishwanathan. – New Delhi: Bharat Law House, 2000
- Information technology Law / Ian J Lloyed. – 2nd Ed. – London: Butterworths, 1997
- Jyoti Ratan: Cyber Laws and Information Technology 2012
- **Evaluation Scheme**

<b>Components</b>	<b>CT</b>	<b>LP</b>	<b>TP</b>	<b>A</b>	<b>EE</b>
<b>Weightage (%)</b>	<b>10</b>	<b>10</b>	<b>25</b>	<b>5</b>	<b>50</b>

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### **SEMESTER -II**

### **DISSERTATION [5 CREDITS]**

