



Indian Institute of  
Corporate Affairs  
*Partners in Knowledge, Governance, Transformation.*



# **NINE MONTHS CERTIFICATE COURSE ON BUSINESS AND FINANCIAL LAWS (ONLINE) SECOND BATCH May 2021 - February 2022**



## **ABOUT THE COURSE**

The business and financial Laws are constantly evolving and adapting to new approaches considering the present day needs of the stakeholders. The modern commercialism flourishes within a constantly expanding framework of regulation, resulting in the emergence of new actors. The certificate programme will provide participants with an in-depth understanding, and expertise in a number of key areas of business and financial laws, as well as with skills and enable them to apply, analyse and think critically. In order to achieve these objectives, the course would draw on a huge number of sources and depends on an interdisciplinary approach to law, based on the insights of business and financial laws.

The course is designed for participants who wish to pursue a career within business and financial laws, and would be ideal for business lawyers; prospective insolvency professionals, update the knowledge and skills of working officials, professionals and executives in various types of organizations operating in the sphere of business and financial laws; and prepare the participants to understand the practical implications of law through case-studies and problem solving techniques. It would also be useful to the participants who wish to enhance their understanding on the subjects.



## REGISTRATION:

Second Batch	: May 2021 - Feb 2022
Registration Open	: 10 <sup>th</sup> March 2021
Last Date for Registration	: 04 <sup>th</sup> May, 2021
Commencement of Classes	: 11 <sup>th</sup> May, 2021
More details	: <a href="http://www.iica.in">www.iica.in</a>





## KEY FEATURES

- The Course delivery will be through virtual classes in the Learning Management System (LMS).
- Online classes are easily accessible on all devices including Smart Phones.
- No working experience required
- Comprehensive 250+ Hours of virtual classes.
- Experienced Faculty of National and International Repute
- Well developed course material with Presentations.

## OBJECTIVES OF THE ONLINE COURSE

### The certificate course will:

- Provide you with a detailed knowledge and understanding of a range of areas within Business and Financial Laws from the perspectives of Indian Business Laws.
- Provide you with knowledge of the basic principles of business and their relevance for corporate law. This is essential for anyone who wants to pursue a career in Corporate Law.
- Provide an approach to understanding the commercial pragmatism which impacts the decisions that businesses need to make and help develop critical responsiveness of problems in a range of areas of Business and financial Laws.
- Provide the knowledge on the functioning of various agencies by covering the laws, rules and regulations on the subjects.



# COURSE COVERAGE

## Part -1 : Business Laws

MODULES	UNITS
<b>Module-I</b> <b>INTRODUCTION TO LAW AND CORPORATE LAW IN INDIA</b>	<b>Orientation</b> <b>Introduction to Blackboard Ultra &amp; Its Features</b> <b>Unit-1:</b> Introduction to Law and Corporate Laws in India <b>Unit-2:</b> A Birds Eye view of Companies Act, 2013 <b>Unit-3:</b> Introduction to Financial Laws in India including IBC 2016
<b>Module-II</b> <b>PROSPECTUS AND ALLOTMENT OF SECURITIES</b>	<b>Unit-1:</b> Prospectus and Allotment of Securities: Concept, Types & Legal Provisions <b>Unit-2:</b> Introduction to SEBI and SAT <b>Unit-3:</b> Securities Contract Regulations Act, 1955 <b>Unit-4:</b> Public Offer vs. Private Placement <b>Unit-5:</b> Securities in Demat Format - Depositories Act, 1996
<b>Module-III</b> <b>SHARE CAPITAL AND DEBENTURES</b>	<b>Unit-1:</b> Share Capital : Concept, Kinds and Nature <b>Unit-2:</b> Debentures: Concept, Nature and Kinds <b>Unit-3:</b> Variation of Shareholders Rights & Shareholders Agreements <b>Unit-4:</b> Reduction and Buyback of Share Capital <b>Unit-5:</b> Maintenance of Share Capital
<b>Module-IV</b> <b>ACCEPTANCE OF DEPOSITS BY COMPANIES</b>	<b>Unit-1:</b> Acceptance of Deposits: Concepts, Types & Legal Provisions <b>Unit-2:</b> Prohibitions and Punishments under the Companies Act, 2013
<b>Module-V</b> <b>REGISTRATION OF CHARGES</b>	<b>Unit-1:</b> Registration of Charges: Background, Types and Legal Provisions under the Companies Act, 2013 <b>Unit-2:</b> Compliances, Procedures and Issues in Registration of Charges
<b>Module-VI</b> <b>MANAGEMENT AND ADMINISTRATION</b>	<b>Unit-1:</b> Introduction to Directors and Board Meeting <b>Unit-2:</b> Shareholder's Meetings <b>Unit-3:</b> Shareholder's Agreement and Related Party Transactions <b>Unit-4:</b> Oppression and Mismanagement Including Class Action Suits <b>Unit-5:</b> Auditors: Appointment, Removal, Powers and Duties
<b>Module-VII</b> <b>ACCOUNTS OF COMPANIES</b>	<b>Unit-1:</b> Constitution of National Financial Reporting Authority: Composition and Functions <b>Unit-2:</b> Indian Accounting Standards: Practices and Procedures <b>Unit-3:</b> Books of Accounts: Rules and Procedure for Maintenance <b>Unit-4:</b> Audit and Auditors: Types, Powers, Duties and Functions of Auditors
<b>Module-VIII</b> <b>COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS</b>	<b>Unit-1:</b> Restructuring & Re-Organization <b>Unit-2:</b> Mergers & Amalgamation <b>Unit-3:</b> Acquisition & Take-Over <b>Unit-4:</b> Land mark cases
<b>Module-IX</b> <b>BASIC CONCEPTS OF VALUATION &amp; REGISTERED VALUERS</b>	<b>Unit-1:</b> Valuation: Applications, Methods & Processes <b>Unit-2:</b> Valuation: Applications, Methods & Processes - 1 <b>Unit-3:</b> Property Valuation: Tangibles and Intangibles <b>Unit-4:</b> Property Valuation: Tangibles and Intangibles - 1 <b>Unit-5:</b> Registered Valuers under the Companies Act, 2013.
<b>Module-X</b> <b>WINDING-UP OF THE COMPANIES</b>	<b>Unit-1:</b> Winding Up: by National Company Law Tribunal (NCLT) <b>Unit-2:</b> Official Liquidator: Role, Appointment & Responsibility <b>Unit-3:</b> Land mark cases

# COURSE COVERAGE

## Part -1 : Business Laws

MODULES	UNITS
<b>Module-XI</b> <b>NCLT, NCLAT &amp; SPECIAL COURTS</b>	<b>Unit-1:</b> NCLT: Composition, Practices and Procedures <b>Unit-2:</b> NCLAT: Composition, Practices and Procedures <b>Unit-3:</b> Special: Practices and Procedures <b>Unit-4:</b> Machinery under the Companies Act, 2013 <b>Unit-5:</b> Land mark cases
<b>Module-XII</b> <b>PUNISHMENTS</b>	<b>Unit-1:</b> Types of Offences under the Companies Act, 2013 <b>Unit-2:</b> Liability of Directors and Key Managerial Persons (KMP) under Companies Act, 2013 Concept of Officer in Default. <b>Unit-3:</b> Penalties and Compounding of Offences
<b>Module-XIII</b> <b>THE INDIAN CONTRACT ACT, 1872 &amp; SPECIFIC RELIEF ACT, 1963</b>	<b>Unit-1:</b> Contracts and Tenders: Essentials and Types <b>Unit-2:</b> Special Contracts: Indemnity and Guarantee <b>Unit-3:</b> Special Contracts: Agency, Bailment and Pledge
<b>Module-XIV</b> <b>THE PARTNERSHIP ACT, 1932</b>	<b>Unit-1:</b> Partnership: Concept and Nature <b>Unit-2:</b> Registration: Process and Effects of Non-registration <b>Unit-3:</b> Partners: Duties, Authority, Liability and Dissolution
<b>Module-XV</b> <b>THE SALE OF GOODS ACT, 1930</b>	<b>Unit-1:</b> Sale of Goods: Concept, Essentials and Application <b>Unit-2:</b> Sale, Condition, Warranty, Seller's Lien and Damages. <b>Unit-3:</b> Implied warranties and Conditions
<b>Module-XVI</b> <b>THE TRANSFER OF PROPERTY ACT, 1882</b>	<b>Unit-1:</b> Transfer of Property by Parties <b>Unit-2:</b> Transfer of Moveable and Immovable Properties including various doctrines. <b>Unit-3:</b> Mortgage: Features, types and Procedures <b>Unit-4:</b> Lease: Features and types and Procedures <b>Unit-5:</b> Sale: Features, types and Procedures <b>Unit-6:</b> Gift, Exchange and Actionable Claims
<b>Module-XVII</b> <b>THE NEGOTIABLE INSTRUMENTS ACT, 1881</b>	<b>Unit-1:</b> Meanings of various negotiable instruments and their differences, <b>Unit-2:</b> Negotiation and assignability of instruments <b>Unit-3:</b> Presentment and dishonour of instruments
<b>Module-XVIII</b> <b>THE ARBITRATION AND CONCILIATION ACT, 1996</b>	<b>Unit-1:</b> Introduction to Arbitration: Concept, Essential features <b>Unit-2:</b> Arbitration Agreement: Modalities and interference of Judiciary <b>Unit-3:</b> Online Dispute Resolution: Concept and Features <b>Unit-4:</b> International Commercial Arbitration including UNCITRAL Model on Insolvency Law
<b>Module-XIX</b> <b>THE LIMITATION ACT, 1963</b>	<b>Unit-1:</b> Concept of Limitation & Computation <b>Unit-2:</b> Limitation of Suits, Appeals and Applications <b>Unit-3:</b> The Schedule - Period of Limitation <b>Unit-4:</b> Land mark cases
<b>Module-XX</b> <b>LIMITED LIABILITY PARTNERSHIP ACT, 2008</b>	<b>Unit-1:</b> LLP: Nature, Partners and their Relations <b>Unit-2:</b> Limitation of Liability and Financial Disclosures <b>Unit-3:</b> Restructuring and Liquidation of LLP.

# COURSE COVERAGE

## Part -2 : Financial Laws

MODULES	UNITS
<b>Module-I</b> <b>THE INSOLVENCY AND BANKRUPTCY CODE, 2016 INCLUDING RULES AND REGULATIONS UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016</b>	<b>Unit-1:</b> Role of Adjudicating Authorities <b>Unit-2:</b> Role of the Insolvency and Bankruptcy Board of India (IBBI) <b>Unit-3:</b> Role of Insolvency Professional Agencies and Insolvency Professionals <b>Unit-4:</b> Role of Information Utilities <b>Unit-5:</b> Appellate Authorities and analysis of some important cases <b>Unit-6:</b> Initiating an application for Resolution and role of Interim Resolution Professional <b>Unit-7:</b> Committee of Creditors: Powers, Duties and Processes <b>Unit-8:</b> Information Memorandum and Resolution plan <b>Unit-9:</b> Fast Track Resolution <b>Unit-10:</b> Moving from Resolution to Liquidation including voluntary liquidation <b>Unit-11:</b> Role of IPs as a liquidator and liquidation process <b>Unit-12:</b> Liquidation Estate: Determination of Claims <b>Unit-13:</b> Fresh Start Process and Insolvency Resolution Process <b>Unit-14:</b> Bankruptcy Order & Role of IP in managing claims and Bankruptcy Estate
<b>Module-II</b> <b>THE RECOVERY OF DEBTS DUE TO BANKS AND FINANCIAL INSTITUTIONS ACT, 1993</b>	<b>Unit-1:</b> Debt Recovery Tribunal (DRT): Establishment & Composition <b>Unit-2:</b> DRAT: Establishment & Composition of Appellate Tribunal <b>Unit-3:</b> Jurisdiction, Practices and Procedure before the Tribunal & Appellate Tribunal <b>Unit-4:</b> Land mark cases
<b>Module-III</b> <b>THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTERESTS ACT, 2002</b>	<b>Unit-1:</b> SARFEASI: Concept and Coverage under the Act <b>Unit-2:</b> Rights of Borrowers & Pre-conditions Methods of Recovery <b>Unit-3:</b> Powers of DRT, CMM, DM & High Court <b>Unit-4:</b> Land mark cases
<b>Module-IV</b> <b>FINANCIAL MARKETS</b>	<b>Unit-1:</b> Financial Markets: Structure, Role & Products <b>Unit-2:</b> Types of Financial Markets: Money Market, Bond Market, Credit, Stock and Derivative Markets. <b>Unit-3:</b> FEMA: Features and Legal Provisions
<b>Module-V</b> <b>SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009</b>	<b>Unit-1:</b> Common Conditions for Public Issues and Rights Issues <b>Unit-2:</b> Initial Public Offer (IPO) - Eligibility for Public, Further Offers and Rights Issue <b>Unit-3:</b> Manner of Disclosure in Offer Document <b>Unit-4:</b> General obligations of an issuer and intermediaries with respect to public issue and rights issue <b>Unit-5:</b> Conditions and manner of providing exit opportunity to dissenting shareholders
<b>Module-VI</b> <b>SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2009</b>	<b>Unit-1:</b> Delisting of Equity Shares: Concept and Essentials Conditions <b>Unit-2:</b> Voluntary and Compulsory Delisting <b>Unit-3:</b> Small Companies and Delisting of Equity Shares
<b>Module-VII</b> <b>SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011</b>	<b>Unit-1:</b> Substantial acquisition of shares: Concepts, Voting Rights and Control. <b>Unit-2:</b> Disclosures of Shareholding and Control <b>Unit-3:</b> Land mark cases
<b>Module-VIII</b> <b>SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015</b>	<b>Unit-1:</b> Principles governing disclosures & obligations of listed entity <b>Unit-2:</b> Common obligations of listed entities under LODR Regulations, 2015 <b>Unit-3:</b> Duties and obligations of the Recognized Stock Exchange and Procedure for action in case of default
<b>Module-IX</b> <b>FINANCE &amp; ACCOUNTS</b>	<b>Unit-1:</b> Introduction to Corporate Finance <b>Unit-2:</b> Introduction to Financial Analysis <b>Unit-3:</b> Concept of Liquidity Management <b>Unit-4:</b> Tax Planning <b>Unit-5:</b> Goods and Service Tax (GST)
<b>Module-X</b> <b>CASE LAWS</b>	Important Decisions of Supreme Court and High Courts, Decisions of NCLAT and NCLT relating to Corporate Insolvency Resolution, Corporate Liquidation, Voluntary Liquidation and Fast Track Resolution Process.

## EXAMINATION & ASSESSMENT

The online certification provides for a continuous assessment where the learners will get an opportunity to learn, to understand and self-assess their skills and knowledge. Thus, the learning will be holistic in nature through scheduled live-virtual classes by the subject matter experts for each of 30 modules.

The Assessment would be done on the following parameters:

S. NO.	EXAMINATION	WEIGHTAGE (%)
1	Online exams (after end of each module (30 tests) in MCQ Mode)	30
2	Project Report (online submission and presentation)	20
3	Online Final Examination at the end of nine months in MCQ Mode	50
	<b>Total Weightage</b>	<b>100</b>

At the end of the course the learners would earn:

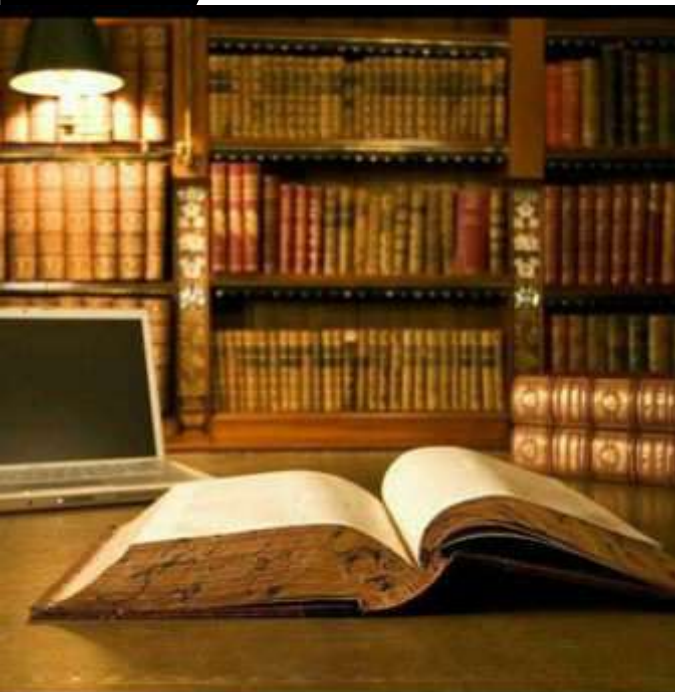
- \* Certificate of Participation (who complete the whole course without online final examination)
- \* Certificate of Completion (who completes the whole course including the online final examination at the end of the course)

## ELIGIBILITY AND FEE STRUCTURE

The applicant must be a graduate in any stream (including 4<sup>th</sup> year students of 5 year professional course in law) from any recognized University/Educational Institute.

CATEGORY	SPONSORED <sup>#</sup>	INDIVIDUAL PROFESSIONALS & STUDENTS <sup>*</sup>
Tuition Fee	INR 60,000	INR 45,000
Exam Fee	INR 3,000	INR 3,000
Taxes <sup>#</sup> (18%)	INR 11,340	INR 8,640
<b>Total</b>	<b>INR 74,340</b>	<b>INR 56,640</b>

# Subject to latest notification of Government of India on the date of the payment.





\* **Early Bird Discount:** Candidates registering on or before 10<sup>th</sup> April 2021 would get a discount of Rs. 3,000/- i.e. if the fee is Rs. 56,640 with applicable GST you have to pay Rs. 53,100/- with applicable GST if the payment is made on or before 10<sup>th</sup> April 2021

## **Multiple Registration:** Discount only for sponsored candidates: 20% discount on the course fee for every next participant from the same organization (for instance if ABC Co. recommends two candidates fees paid would be Rs. 74,340/- for the first candidate and Rs. 59,472/- for the second and thereafter.

**COURSE FEE ONCE PAID IS NOT REFUNDABLE IN ANY CIRCUMSTANCE AFTER REGISTRATION IS CONFIRMED**

## REGISTRATION & PAYMENT

Interested applicants may register themselves by following the procedure as follows:

1. Fill in the Registration Form
2. Attach an additional photograph for ID Card other than the one pasted on the registration form.
3. Make the payment of applicable fee by way of Demand Draft in favour of "Indian Institute of Corporate Affairs" payable at New Delhi
4. Enclose Demand Draft in original or NEFT/RTGS Receipt.
5. Self attested photo ID with Address Proof (e.g. passport, Aadhar Card etc.)
6. Copy of Graduation Certificate (xerox copy)

## PAYMENT DETAILS

Beneficiary Bank	Bank of India
Branch Address	Electronic Niketan, CGO Complex, New Delhi 110003
IFSC / RTGS	BKID 0006048
A/c No.	6048 1021 000 0007
Beneficiary Name	Indian Institute of Corporate Affairs
MICR Code	110013052

The filled in Registration form along with the documents at 2,4,5,and 6 must be sent to

Course Director, School of Corporate Law,  
Indian Institute of Corporate Affairs (IICA)  
Plot No. 6,7,8, Sector -5, IMT Manesar, Gurugram, Haryana 122050,  
Phone: 0124 - 2640088/2640099

(Please also send the registration form with payment details by an e-mail to [scl@iica.in](mailto:scl@iica.in) while date of receipt of registration fee provides priority, it does not guarantee a confirmed registration for the course and would only be final after receipt of all documents and verification thereafter).





## CORE FACULTY\*

<b>Prof. Sunderram Korivi</b> Adjunct Faculty, IICA	<b>Mr. G. P. Madaan</b> Madaan Law Offices, New Delhi	<b>Prof. Ravi Agarwal</b> Vice Dean (Academic), Jindal Global Business School	<b>Mr. M. Sathya Kumar</b> Chartered Accountant, Chennai
<b>Mr. Vaibhav Gaggar</b> Managing Partner, Gaggar and Associates	<b>Dr. T. K. Vishwanathan</b> Chairperson, Bankruptcy Law Reform Committee, Govt. of India	<b>Mr. N.K Jain</b> Partner, Global FinServe LLP	<b>Mr. Anand Abhishek Mishra</b> CS/Legal, Arcelor Mittal Indian Pvt. Ltd.
<b>Mr. Parveen Kumar</b> Partner, ASA & Associates LLP, Chartered Accountant	<b>Ms. Anjali Agarwal,</b> Vice President, Corporate Professionals	<b>Mr. Ashish Makhija</b> Advocate, Supreme Court of India	<b>Mr. Anuroop Omkar &amp; Mrs. Kritika Krishna Murthy,</b> Bridge Mediation
<b>Mr. Hemant Kumar</b> CICP, Deloitte Touche Tohmatsu India Pvt. Ltd.	<b>Mr. Satwinder Singh</b> Partner, Vaish Associates	<b>Mr. Deepak Kukreja</b> Corporate Professionals, New Delhi	<b>Mr. Kartik Jain</b> Associate, J Sagar & Associates
<b>Mr. Tushar Raut,</b> Veritas Legal	<b>Mr. Kunal Mehri</b> Partner, Dua Associates, Gurgaon	<b>Mr. Mathew Thomas,</b> Sr. Associate, Shardul Amarchand Mangalsad & Co.	<b>Mr. Amit Sikri</b> Associate Company Secretary, New Delhi
<b>Mr. Aravind Venugopal</b> Senior Associate, Khaitan & Co.	<b>Dr. Raman Mittal</b> Associate Professor Faculty of Law, University of Delhi	<b>Dr. A.P Dash,</b> Senior Faculty, NTPC School of Business	<b>Mr. Vishal Arora</b> Company Secretary New Delhi
<b>Dr. Neeti Shikha</b> Head, Centre for Insolvency and Bankruptcy, IICA	<b>Dr. Niraj Gupta,</b> Head, School of Corporate Governance and Public Policy, IICA	<b>Dr. Garima Dadhich,</b> Head, School of Business Environment, IICA	<b>Dr. Naveen Sirohi</b> Head, School of Finance, IICA
<b>Dr. Abha Yadav</b> Head, School of Competition Law, IICA	<b>Dr. Pyla Narayana Rao</b> Associate Professor, School of Corporate Law, IICA		

\*Subject to there availability



## ABOUT IICA

The Indian Institute of Corporate Affairs (IICA), an autonomous institute, works under the aegis of the Ministry of Corporate Affairs to deliver opportunities for research, education, and advocacy. It is a think tank that curates a repository of data and knowledge for policy makers, regulators as well as other stakeholders working in the domain of Corporate Affairs. Key activities carried out by IICA include induction and in-service training to Indian Corporate Law Service (ICLS) officers, capacity –building and training programmes, policy advisory functions, public outreach and stakeholder consultants through seminars, conference and forums. IICA also supports Ministry of Corporate Affairs (MCA) initiatives on all matters relating to Corporate Affairs. Anticipation of corporate needs for effective functioning, reviewing corporate laws for effective amendments to cater to evolving business environments, exploring new paradigms such as investor education, and periodic reviews and updation of definitions, components and activities related to corporate governance are other prominent initiatives of the Institute.



## COURSE DIRECTOR

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