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.

ABOUT THE COURSE

NINE MONTHS CERTIFICATE COURSE ON BUSINESS AND FINANCIAL LAWS (ONLINE)
FIRST BATCH
September 2020 - May 2021
REGISTRATION:

First Batch : Sept 2020 - May 2021  
Registration Open : 19th June 2020  
Last Date for Registration : 20th September, 2020  
Commencement of Classes : 21st Sept, 2020  
More details : www.iica.in
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.
<table>
<thead>
<tr>
<th>MODULES</th>
<th>UNITS</th>
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</table>
| Module-I | Orientation  
INTRODUCTION TO LAW AND CORPORATE LAW IN INDIA  
Unit-1: Introduction to Law and Corporate Laws in India  
Unit-2: A Bird's Eye view of Companies Act, 2013  
Unit-3: Introduction to Financial Laws in India including IBC 2016 |
| Module-II | Unit-1: Prospectus and Allotment of Securities: Concept, Types & Legal Provisions  
PROSPECTUS AND ALLOTMENT OF SECURITIES  
Unit-2: Introduction to SEBI and SAT  
Unit-3: Securities Contract Regulations Act, 1955  
Unit-4: Public Offer vs. Private Placement  
Unit-5: Securities in Demat Format - Depositories Act, 1996 |
| Module-III | Unit-1: Share Capital: Concept, Kinds and Nature  
SHARE CAPITAL AND DEBENTURES  
Unit-2: Debentures: Concept, Nature and Kinds  
Unit-3: Variation of Shareholders Rights & Shareholders Agreements  
Unit-4: Reduction and Buyback of Share Capital  
Unit-5: Maintenance of Share Capital |
ACCEPTANCE OF DEPOSITS BY COMPANIES  
Unit-2: Prohibitions and Punishments under the Companies Act, 2013 |
| Module-V | Unit-1: Registration of Charges: Background, Types and Legal Provisions under the Companies Act, 2013  
REGISTRATION OF CHARGES  
Unit-2: Compliances, Procedures and Issues in Registration of Charges |
| Module-VI | Unit-1: Introduction to Directors and Board Meeting  
MANAGEMENT AND ADMINISTRATION  
Unit-2: Shareholder's Meetings  
Unit-3: Shareholder's Agreement and Related Party Transactions  
Unit-4: Oppression and Mismanagement Including Class Action Suits  
Unit-5: Auditors: Appointment, Removal, Powers and Duties |
| Module-VII | Unit-1: Constitution of National Financial Reporting Authority: Composition and Functions  
ACCOUNTS OF COMPANIES  
Unit-2: Indian Accounting Standards: Practices and Procedures  
Unit-3: Books of Accounts: Rules and Procedure for Maintenance  
Unit-4: Audit and Auditors: Types, Powers, Duties and Functions of Auditors |
| Module-VIII | Unit-1: Restructuring & Re-Organization  
COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS  
Unit-2: Mergers & Amalgamation  
Unit-3: Acquisition & Take-Over  
Unit-4: Land mark cases |
| Module-IX | Unit-1: Valuation: Applications, Methods & Processes  
BASIC CONCEPTS OF VALUATION & REGISTERED VALUERS  
Unit-2: Valuation: Applications, Methods & Processes - 1  
Unit-3: Property Valuation: Tangibles and Intangibles  
Unit-4: Property Valuation: Tangibles and Intangibles - 1  
Unit-5: Registered Valuers under the Companies Act, 2013. |
| Module-X | Unit-1: Winding Up: by National Company Law Tribunal (NCLT)  
WINDING-UP OF THE COMPANIES  
Unit-2: Official Liquidator: Role, Appointment & Responsibility  
Unit-3: Land mark cases |
# COURSE COVERAGE

## Part -1 : Business Laws

### MODULES

#### Module-XI
**NCLT, NCLAT & SPECIAL COURTS**
- **Unit-1**: NCLT: Composition, Practices and Procedures
- **Unit-2**: NCLAT: Composition, Practices and Procedures
- **Unit-3**: Special: Practices and Procedures
- **Unit-4**: Machinery under the Companies Act, 2013
- **Unit-5**: Land mark cases

#### Module-XII
**PUNISHMENTS**
- **Unit-1**: Types of Offences under the Companies Act, 2013
- **Unit-2**: Liability of Directors and Key Managerial Persons (KMP) under Companies Act, 2013 Concept of Officer in Default.
- **Unit-3**: Penalties and Compounding of Offences

#### Module-XIII
**THE INDIAN CONTRACT ACT, 1872 & SPECIFIC RELIEF ACT, 1963**
- **Unit-1**: Contracts and Tenders: Essentials and Types
- **Unit-2**: Special Contracts: Indemnity and Guarantee
- **Unit-3**: Special Contracts: Agency, Bailment and Pledge

#### Module-XIV
**THE PARTNERSHIP ACT, 1932**
- **Unit-1**: Partnership: Concept and Nature
- **Unit-2**: Registration: Process and Effects of Non-registration
- **Unit-3**: Partners: Duties, Authority, Liability and Dissolution

#### Module-XV
**THE SALE OF GOODS ACT, 1930**
- **Unit-1**: Sale of Goods: Concept, Essentials and Application
- **Unit-2**: Sale, Condition, Warranty, Seller’s Lien and Damages.
- **Unit-3**: Implied warranties and Conditions

#### Module-XVI
**THE TRANSFER OF PROPERTY ACT, 1882**
- **Unit-1**: Transfer of Property by Parties
- **Unit-2**: Transfer of Moveable and Immovable Properties including various doctrines.
- **Unit-3**: Mortgage: Features, types and Procedures
- **Unit-4**: Lease: Features and types and Procedures
- **Unit-5**: Sale: Features, types and Procedures
- **Unit-6**: Gift, Exchange and Actionable Claims

#### Module-XVII
**THE NEGOTIABLE INSTRUMENTS ACT, 1881**
- **Unit-1**: Meanings of various negotiable instruments and their differences,
- **Unit-2**: Negotiation and assignability of instruments
- **Unit-3**: Presentment and dishonour of instruments

#### Module-XVIII
**THE ARBITRATION AND CONCILIATION ACT, 1996**
- **Unit-1**: Introduction to Arbitration: Concept, Essential features
- **Unit-2**: Arbitration Agreement: Modalities and interference of Judiciary
- **Unit-3**: Online Dispute Resolution: Concept and Features
- **Unit-4**: International Commercial Arbitration including UNCITRAL Model on Insolvency Law

#### Module-XIX
**THE LIMITATION ACT, 1963**
- **Unit-1**: Concept of Limitation & Computation
- **Unit-2**: Limitation of Suits, Appeals and Applications
- **Unit-3**: The Schedule - Period of Limitation
- **Unit-4**: Land mark cases

#### Module-XX
**LIMITED LIABILITY PARTNERSHIP ACT, 2008**
- **Unit-1**: LLP: Nature, Partners and their Relations
- **Unit-2**: Limitation of Liability and Financial Disclosures
- **Unit-3**: Restructuring and Liquidation of LLP.
<table>
<thead>
<tr>
<th>MODULES</th>
<th>UNITS</th>
</tr>
</thead>
</table>
| Module-I: THE INSOLVENCY AND BANKRUPTCY CODE, 2016                    | Unit-1: Role of Adjudicating Authorities  
Unit-2: Role of the Insolvency and Bankruptcy Board of India (IBBI)  
Unit-3: Role of Insolvency Professional Agencies and Insolvency Professionals  
Unit-4: Role of Information Utilities  
Unit-5: Appellate Authorities and analysis of some important cases  
Unit-6: Initiating an application for Resolution and role of Interim Resolution Professional  
Unit-7: Committee of Creditors: Powers, Duties and Processes  
Unit-8: Information Memorandum and Resolution plan  
Unit-9: Fast Track Resolution  
Unit-10: Moving from Resolution to Liquidation including voluntary liquidation  
Unit-11: Role of IPs as a liquidator and liquidation process  
Unit-12: Liquidation Estate: Determination of Claims  
Unit-13: Fresh Start Process and Insolvency Resolution Process  
Unit-14: Bankruptcy Order & Role of IP in managing claims and Bankruptcy Estate |
| Module-II: THE RECOVERY OF DEBTS DUE TO BANKS AND FINANCIAL INSTITUTIONS ACT, 1993 | Unit-1: Debt Recovery Tribunal (DRT): Establishment & Composition  
Unit-2: DRAT: Establishment & Composition of Appellate Tribunal  
Unit-3: Jurisdiction, Practices and Procedure before the Tribunal & Appellate Tribunal  
Unit-4: Land mark cases |
| Module-III: THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTERESTS ACT, 2002 | Unit-1: SARFEASI: Concept and Coverage under the Act  
Unit-2: Rights of Borrowers & Pre-conditions Methods of Recovery  
Unit-3: Powers of DRT, CMM, DM & High Court  
Unit-4: Land mark cases |
| Module-IV: FINANCIAL MARKETS                                             | Unit-1: Financial Markets: Structure, Role & Products  
Unit-2: Types of Financial Markets: Money Market, Bond Market, Credit, Stock and Derivative Markets.  
Unit-3: FEMA: Features and Legal Provisions |
| Module-V: SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 | Unit-1: Common Conditions for Public Issues and Rights Issues  
Unit-2: Initial Public Offer (IPO) - Eligibility for Public, Further Offers and Rights Issue  
Unit-3: Manner of Disclosure in Offer Document  
Unit-4: General obligations of an issuer and intermediaries with respect to public issue and rights issue  
Unit-5: Conditions and manner of providing exit opportunity to dissenting shareholders |
| Module-VI: SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2009          | Unit-1: Delisting of Equity Shares: Concept and Essentials Conditions  
Unit-2: Voluntary and Compulsory Delisting  
Unit-3: Small Companies and Delisting of Equity Shares |
Unit-2: Disclosures of Shareholding and Control  
Unit-3: Land mark cases |
| Module-VIII: SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 | Unit-1: Principles governing disclosures & obligations of listed entity  
Unit-2: Common obligations of listed entities under LODR Regulations, 2015  
Unit-3: Duties and obligations of the Recognized Stock Exchange and Procedure for action in case of default |
| Module-IX: FINANCE & ACCOUNTS                                           | Unit-1: Introduction to Corporate Finance  
Unit-2: Introduction to Financial Analysis  
Unit-3: Concept of Liquidity Management  
Unit-4: Tax Planning  
Unit-5: Goods and Service Tax (GST) |
| Module-X: CASE LAWS                                                     | 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:

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

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 4th year students of 5 year professional course in law) from any recognized University/Educational Institute.

<table>
<thead>
<tr>
<th>CATEGORY</th>
<th>SPONSORED**</th>
<th>INDIVIDUAL PROFESSIONALS &amp; STUDENTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tuition Fee</td>
<td>INR 60,000</td>
<td>INR 45,000</td>
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<tr>
<td>Exam Fee</td>
<td>INR 3,000</td>
<td>INR 3,000</td>
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<tr>
<td>Taxes* (18%)</td>
<td>INR 11,340</td>
<td>INR 8,640</td>
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<td><strong>Total</strong></td>
<td><strong>INR 74,340</strong></td>
<td><strong>INR 56,640</strong></td>
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</table>

# Subject to latest notification of Government of India on the date of the 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)

REGISTRATION & PAYMENT

PAYMENT DETAILS

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

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 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).

* Early Bird Discount: Candidates registering on or before 20th July 2020 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 20th July 2020.

## 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
<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
<th>Institution/Company</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Prof. Sunderram Korivi</td>
<td>Adjunct Faculty, IICA</td>
<td></td>
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<tr>
<td>Mr. G. P. Madaan</td>
<td>Madaan Law Offices, New Delhi</td>
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<tr>
<td>Dr. Ravi Agarwal</td>
<td>Vice Dean (Academic), Jindal Global Business School</td>
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<tr>
<td>Mr. M. Sathya Kumar</td>
<td>Chartered Accountant, Chennai</td>
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<tr>
<td>Mr. Vaibhav Gaggar</td>
<td>Managing Partner, Gaggar and Associates</td>
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<tr>
<td>Dr. T. K. Vishwanathan</td>
<td>Chairperson, Bankruptcy Law Reform Committee, Govt. of India</td>
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<tr>
<td>Mr. N.K Jain</td>
<td>Partner, Global FinServe LLP</td>
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<td>Mr. Anuroop Omkar &amp; Mrs. Kritika Krishna Murthy</td>
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<tr>
<td>Mr. Deepak Kukreja</td>
<td>Corporate Professionals, New Delhi</td>
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<tr>
<td>Mr. Kartik Jain</td>
<td>Associate, J Sagar &amp; Associates</td>
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<tr>
<td>Mr. Hemant Kumar</td>
<td>CICP, Deloitte Touche Tohmatsu India Pvt. Ltd.</td>
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<tr>
<td>Ms. Anjali Agarwal</td>
<td>Vice President, Corporate Professionals</td>
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<tr>
<td>Mr. Ashish Makhija</td>
<td>Advocate, Supreme Court of India</td>
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<tr>
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<tr>
<td>Mr. Satwinder Singh</td>
<td>Partner, Vaish Associates</td>
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<tr>
<td>Dr. Naveen Sirohi</td>
<td>Head, School of Finance, IICA</td>
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<tr>
<td>Mr. Mathew Thomas</td>
<td>Sr. Associate, Shardul Amarchand Mangalsad &amp; Co.</td>
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<tr>
<td>Dr. A.P Dash</td>
<td>Senior Faculty, NTPC School of Business</td>
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<tr>
<td>Dr. Neeti Shikha</td>
<td>Head, Centre for Insolvency and Bankruptcy, IICA</td>
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<tr>
<td>Dr. Niraj Gupta</td>
<td>Head, School of Corporate Governance and Public Policy, IICA</td>
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<tr>
<td>Dr. Vimal Arora</td>
<td>Company Secretary, New Delhi</td>
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<tr>
<td>Dr. Abha Yadav</td>
<td>Head, School of Competition Law, IICA</td>
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<tr>
<td>Dr. Pyla Narayana Rao</td>
<td>Associate Professor, School of Corporate Law, IICA</td>
<td></td>
<td></td>
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<tr>
<td>Dr. Garima Dadhich</td>
<td>Head, School of Business Environment, IICA</td>
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<td>Mr. M. Sathya Kumar</td>
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</tbody>
</table>

*Subject to there availability*
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.

Dr. Pyla Narayana Rao,
Associate Professor
School of Corporate Law, IICA
Tel: 0124-2640088
Cell: +91-7042712183
Email: pyla.nari@gmail.com

COURSE DIRECTOR

ABOUT IICA