

CS PROFESSIONAL COMPANY LAW IMPORTANT TOPICS

- ✓ Section 2 (Definitions)
 - (6) Associate company
 - (11) Body corporate
 - (12) Book & paper and Book or paper
 - (27) Control
 - (31) Deposit
 - (36) Documents
 - (40) Financial Statement
 - (41) Financial year Read with the ammendmend
 - (43) Free Reserves
 - (44) Global Depository Receipts
 - (51) key managerial personnel
 - (55) Member
 - (56) Memorandum
 - (60) Officer who is in default
 - (68) Private company
 - (69) Promoter
 - (72) Public Financial Institution
 - (76) Related Party Transactions
 - (77) Relative
 - (85) Small company
 - (87) Subsidiary company
- ✓ Section – 4 (Focus clauses of memorandum)
- ✓ Section – 7 Incorporation (process of Incorporation , various forms, declaration etc)
- ✓ Section – 8 Company with Charitable purpose (process of Incorporation , various forms, declaration etc)
- ✓ Section – 13 (Changes – Procedure of change in Name ,address, capital, liability etc)
- ✓ Section – 17 Copies of Moa & Aoa is to be given to members.
- ✓ Section – 19 Subsidiary company not to hold shares in its holding company (focus-Exception)
- ✓ Section – 23 Public Offer (focus- What includes)
- ✓ Section – 25 Deemed Prospectus
- ✓ Section - 26 Matters to be stated In Prospectus
- ✓ Section – 27 Variation in terms Of contract or Objects in prospectus
- ✓ Section – 31 Shelf Prospectus
- ✓ Section – 32 Red herring Prospectus
- ✓ Section – 39 Allotment Of securities By company (focus- Time limit and concequesnces)
- ✓ Section – 40 Securities to be dealt in stock Exchange (Focus- Requirement)
- ✓ Section – 42 Private Placement (focus- Eligibility ,Difference from sec 62,procedure,penalty for non compliance)
- ✓ Section – 46 Certificate Of shares (focus – Time limit ,Remedy available to shareholders)
- ✓ Section – 47 Voting Rights (focus – Voting right on poll shall be proportion to his share in the paid up equity share capital)
- ✓ Section – 48 Variation in shareholders right
- ✓ Section – 52 Application of Premium Received on issue of shares

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- ✓ Section – 56 Transfer & transmission Of shares
- ✓ Section – 61 Power of limited company to alter its share capital
- ✓ Section – 62 Further Issue of Share capital (focus- Esop ,Difference from sec 42)
- ✓ Section – 66 Reduction of Share capital (procedure)
- ✓ Section – 67 Restriction on purchase by company or giving of loans by it for purchase of its shares
- ✓ Section – 68 Power Of company to purchase its own shares (restrictions)
- ✓ Section – 70 Prohibition of buyback in certain cases
- ✓ **Deposit** – Eligibility, Restrictions, Approvals, Procedure, Transaction Not to be treated as Deposits.
- ✓ **Charges** – Registration Requirements, Time limit, Forms, Procedure, Whether Charge holder can register, Report Satisfaction of charge.
- ✓ **Significant beneficial ownership** , Register
- ✓ Section – 92 (focus-Particulars Of annual return, time limit of filing)
- ✓ Annual general meeting/ Egm (focus Time limit, general business ,special Business, who can call, Quoram, chairman, Proxies)
- ✓ Section – 102 Explanatory Statement to be annexed to notice for special business
- ✓ Section – 109 Demand of poll (focus- Who can demand)
- ✓ Section – 110 Postal ballot (focus – Business covered)
- ✓ Section – 118 Minutes (focus – Time limit ,Signed by)
- ✓ Dividend (focus – In case of loss 4 conditions, time limit of deposit , penalty for non payment, Where IEPF money can be used)
- ✓ Section – 134 Financial statement with board report (Read with ammendment)*****
- ✓ Section - 135 Corporate social Responsibility
- ✓ Auditor Appointment/removal/resignation- (Time limit,removal/Resignation process) ,Internal auditor Requirement
- ✓ Section – 149 Company to have board of Directors ***
- ✓ Board Composition / All committees applicability limit /All committees composition/ qualification/disqualification sec 164,167
- ✓ Board appointment Procedure
- ✓ Independent Director Eligibility Requirement
- ✓ Section – 160 Right of persons other than retiring directors to stand for directorship
- ✓ Section – 166 Duties of directors
- ✓ Section – 169 Removal of directors (focus opportunity of being heard)
- ✓ Section – 173,174- Meetings of board,Quoram
- ✓ Section – 179 Powers of board
- ✓ Section – 180-188 *****
- ✓ Section – 196-198 *****
- ✓ Section – 203 – 205 *****