

**GANDHI INSTITUTE OF TECHNOLOGY AND  
MANAGEMENT (GITAM)**  
(Deemed to be University, Estd. U/s 3 of the UGC Act, 1956)  
**VISAKHAPATNAM \* HYDERABAD \* BENGALURU**  
Accredited by NAAC with 'A+' Grade



**REGULATIONS & SYLLABUS**

**LL.M (CORPORATE LAW)  
(CHOICE BASED CREDIT SYSTEM)  
W.E.F. 2019-20 ACADEMIC YEAR**

**SCHOOL OF LAW**

**GITAM Deemed to be University**

**Rushikonda, Visakhapatnam-530 045, A.P.**

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April-2019

# **REGULATIONS**

(w.e.f. 2019-20 Admitted Batch)

## **LL.M (CORPORATE LAW)**

One-Year Full Time Semester Programme

**Introduction:** GITAM School of Law, a constituent Institute of GITAM Deemed to be University, Visakhapatnam Campus offers One Year full time **LL.M (Corporate Law)** Programme which aims at imparting quality Legal Research education leading to excellence and innovation. The students are trained to meet the needs of the society in the changing global scenario and they are equipped with theoretical foundations in Law as well as Research Orientation towards Law practice in such a way that they are not only capable to perform as effective Legal practitioners but also to shoulder greater responsibilities of the society.

This programme is uniquely comprehensive, that it helps students in developing an integrated view of Legal Research studies through a semester system, in which the courses are handled in-depth and students are evaluated continuously on various dimensions. Learning is facilitated through a mix of classroom interactions, case laws, dissertation work, chamber visits, court visits, moot courts, and internship.

The curriculum lays the foundation for a conceptual and analytical understanding of Indian legal system and contemporary global legal regime. These programmes are designed to blend current legal theory and practice with emerging trends in the field of Law with the aim of moulding the students into competent, responsible and visionary Legal Researchers & Practitioners. The course content is constantly updated to be in tune with the emerging trends in the field of Legal Research all over the globe.

### **Objectives of the Programme:**

- To impart quality legal education, leading to excellence and innovation
- To train the students in legal education to meet the needs of the society in the changing global scenario
- To provide quality teaching and research for advancement of legal knowledge and dissemination relevant to the contemporary knowledge society.
- To provide challenging career in the world of work
- To mould students into socially responsible citizens.
- To develop a holistic personality of the students with good culture, values, ethics and attitudes.

**ONE YEAR FULLTIME LL.M (COMMERCIAL LAWS) (24 Credits)**

**COURSE TITLES**

<b>Description</b>	<b>First Semester</b>	<b>Credits</b>	<b>Second Semester</b>	<b>Credits</b>
Paper-I	SOL1B101-Research Methods & Legal Writing	3	SOL1B201- Law & Justice in Globalised World	3
Paper-II	SOL1B102-Indian Constitution-New Challenges	3	SOL1B202-Securities Law	2
Paper-III	SOL1B103-Company Law	2	SOL1B203-Competition Law	2
Paper-IV	SOL1B104-Banking Law	2	SOL1B204- Investment Law	2
Paper-V	SOL1B105-International Trade Law	2	SOL1B205-Dissertation	3
	<b>Total:</b>	<b>12</b>	<b>Total:</b>	<b>12</b>

# 1 YEAR FULL-TIME LL.M (CORPORATE LAW)

## SEMESTER-1

Course Code: SOL1B101	<b>Course Title:</b> Research Methods & Legal Writing	
<b>Semester:</b> I	<b>Course Type:</b> Core	<b>Credits:</b> 2
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** This course is designed to give an insight into the meaning and significance of research methods for legal research to the law students in contemporary times. It aims to provide an understanding of the various types of research methods and the different techniques of legal research and legal writing with a view to equip the students for further research in law.

### Learning Objectives

- To understand importance of research in law
- To understand various legal research methods and legal research processes
- To acquaint with various legal writing techniques

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	Learn the general principles in legal research and types of research	Presentation/research
2	Learn various legal research methods	Presentation/research
3	Understand the legal research processes and legal source	Presentation/research
4	Learn writing legal reports	Presentation/legal writing
5	Understand the contemporary trends in legal research in India	Presentation/research

### Course outline and indicative content:

**UNIT-I: Introduction: (12 Sessions):** Research: Definition, Meaning, Objectives, Motivations, Types and Significance, Method and Methodology, Scientific Method, Research Process - Types of Research – Descriptive vs. Analytical, Applied vs. Fundamental, Quantitative vs. Qualitative, Conceptual vs. Empirical, and other types like and Action Research – Logic and Research, Scientific Method and Research – Inductive and Deductive Research Methods - Qualities of a Good Researcher.

**UNIT-II: Legal Research Methods: (12 Sessions):** Definition and Meaning of Legal Research- Objectives- Motivation- Significance, Types- Evolutive, Explicative, Identificatory, Projective, Collative, Impact Analysis, Interactive, Interpretative, Socio- Legal Research Methods, Inter/Multidisciplinary research Historical. Research, - Doctrinal Research Method and the various steps - Non-Doctrinal Research Method and the various steps

**UNIT-III: Legal Research Process & Sources: (12 Sessions):** Criteria for a Good Research Formulating Research Problem: Literature Review, Hypothesis, Research Design Methods of Data Collection: Observation, Interview, Questionnaire, Schedules, Case Study Organization, Interpretation and Analysis of Data, Tools of Legal Research: Library, Books, Law Reports, Law Commission Reports, Legislative and Constitutional Assembly Reports, Computer/Internet Plagiarism and Copyright Infringement

**UNIT-IV: Legal Research-Writing: (12 Sessions):** Legal Writing – Meaning and Significance - Report Writing, How to write a Dissertation / Thesis Use of Citations, Foot Notes, Blue Book Citations - ILI Format – MLA Format – Chicago Manual - Reference, Bibliography, Indexes, Appendixes, Chicago Manual.

**UNIT-V: Legal Research in India: (12 sessions):** Legal Research – Evolution, Changing Emphasis and Contemporary Trends in general and specific to India - Legal Research and Law Reforms: Role of Judges and Jurists, Recommendations of Commissions and Committees etc.- Obstacles to Good Research in India

**Learning and teaching activities:**

1. Case studies
2. Writing legal reports
3. Discuss contemporary developments
4. Class presentations
5. Group Discussions

**Teaching and learning resources:**

**Text Books:**

1. Tiwari H.N., Legal Research Methodology, Allahabad Law Agency, Haryana, 1997, 2003
2. Kothari C.R., Research Methodology: Methods and Techniques, 2nd Edition, New Age International Publishers

**References:**

1. Anderson J Durstan; B. H. Pooli, Thesis and Assignment Writing, Eastern Books Limited, New Delhi, 1977.
2. Prof. Tushar Kanti Saha, Textbook on Legal Methods, Legal Systems and Research, Universal Law Publishing Co., New Delhi, 2010.

Course Code: SOL1B102	<b>Course Title:</b> Indian Constitution - New Challenges	
<b>Semester:</b> I	<b>Course Type:</b> Core	<b>Credits:</b> 2
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** The Constitutional process founded upon written constitutions or constitutional conventions has necessarily to operate in a dynamic environment. Many changes have taken place in the global socio legal systems the world over including India. In the Indian context post-independence these changes have taken place at a rapid pace, offering opportunities and posing challenges. This paper focuses on the ways to face the challenges and to make optimal use of the opportunities.

**Learning Objectives:**

- To understand the concept of co-operative federalism in its current form in India.
- To understand the evolving nature of fundamental rights and their applicability.
- To understand the Doctrine of Separation of Powers.
- To understand the concept of grassroots democracy.

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	Appreciate and address emerging challenges to cooperative federalism	Group Discussion
2	Understand the concept of separation of powers	Quiz/Assignment
3	Appreciate the need for fundamental freedoms to be evolving in nature	Case Law enactment
4	Appreciate and address challenges to democratic processes	Group discussion/ Assignment

**Course outline and indicative content:**

**UNIT-I: Federalism (12 Sessions):** Creation of new states, Allocation and share of resources - distribution of grants-in aid, The inter-state disputes on resources, Rehabilitation of internally displaced persons, Internal disturbance within states, Direction of the Centre to the State under, Article 356 and 365, Federal Comity-Relationship of trust and faith between Centre and State, Special status of certain States, Tribal Areas, Scheduled Areas, Boundary disputes, Deployment of security forces etc.

**UNIT-II: Separation of Powers (12 Sessions):** Doctrine of Separation of Powers and checks and balances, Constitutional framework-Judicial interpretation and practice, Judicial activism and judicial restraining, PIL: Implementation, Judicial autonomy and independence, accountability of Executive, Legislature and Judiciary. The Executive: Constitutional status, Powers and functions of the President vis-a-vis form of Government. The Legislature: Parliamentary / Legislative Privilege: Nature, Extent, Scope and Limitation on privileges. The Judiciary: Status, Power, functions and contemporary developments, Power of judicial review.

**UNIT-III: Right to Equality (12 Sessions):** Right to equality: Need for Widening the definition in the wake of Liberalization, privatization and its impact on affirmative action, Empowerment of Women. Freedom of Press and Challenges of new scientific development.

**UNIT-IV: Democratic Process (12 Sessions):** Nexus of politics with criminals and the business, Election process, Election commission: status, Electoral reforms, Coalition government, 'stability, durability, corrupt practice, Grass root democracy, Good Governance: Principle of good governance-Administrative responsibility and accountability-Liability of the state in Torts-Constitutional torts and compensatory Jurisprudence.

**UNIT-V: Emerging Regime of New Rights And Remedies (12 Sessions):** Reading Directive Principles and Fundamental Duties into Fundamental Rights, Compensation jurisprudence, Right to education, Commercialization of Education and its impact, Brain drain by foreign education market, Right of minorities to establish and administer educational institutions and state control, Implementation of International Obligations: Human Rights, Environmental protection and International trade.

**Learning and teaching activities**

- Case Law Analysis
- Chalk and Talk
- Student Presentations
- Case law enactment
- Group Discussions

**Teaching and learning resources:**

**Textbook:** M P Jain: Indian Constitutional Law; Lexis Nexis Publicaiton

**Reference Books:**

1. D D Basu: Constitutional Law of India; Lexis Nexis Publication
2. V N Shukla: Constitutional Law of India; Universal Law Publishing Co.
3. Baxi, Upendra,. The Crisis of Indian Legal System. (1982). Vikas Publication.
4. Baxi, Upendra (ed). Law and Poverty: Critical Essays. (1988). Tripathi, Bombay.
5. S.P.Sathe, Judicial Activism in India: Transgressing borders and Enforcing Limits,
6. Oxford New Delhi. (2002).

**Journals:**

1. Indian Journal of Constitutional Law
2. Indian Journal of Constitutional and Administrative Law

Course Code: SOL1B103	<b>Course Title: Company Law</b>	
Semester: I	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** Corporate Law assumes an added importance in the corporate legislative milieu, as it deals with structure, management, administration, and conduct of affairs of Companies. A thorough study of various provisions of the Companies Act is necessary for becoming an outstanding professional.

**Learning Objectives:**

- focus on the history and development of corporate law
- provide a thorough study of various provisions of the Companies Act relating to raising of fund and its proper allotment under the law in a corporate.
- this unit assumes importance in the corporate law studies, as it deals with structure, administration, and conduct of affairs of Companies
- discussing the regulations regarding management of revenues in a corporate
- discusses the rights protection mechanism for investors and creditors under Indian corporate law.

On successful completion of this course, students will be able to:

	<b>Learning Outcome</b>	<b>Assessment</b>
1	Provide foundation to understanding of corporate law to the students.	Presentation / Case Law
2	Provide students the understanding of compliances regarding raising and lawful utilization of funds	Presentation / Case Law
3	Study develops the understanding of students of how to run a corporate body and what regulations needs to complied with to have smooth operation.	Presentation / Case Laws
4	The benefit of this study is to provide clear understanding to the students as to how to utilize surplus generated in revenue lawfully	Presentation / Case Law
5	Develops an understanding among students as to how the company law manages the between two sides and their interests. Where it has developed from and how to utilize that knowledge tool as a professional.	Presentation

**Course outline and indicative content**

**UNIT-I: Historical Development (12 Sessions):** History of Company Law, Incorporation of different types of companies; Promoters, Position, Responsibilities and Liabilities; Certificate of Incorporation and Commencement of Business, Memorandum of Association and Articles of Association, Alteration of Memorandum and Articles, Ultra Vires, Indoor Management, Constructive Notice, Lifting of Corporate Veil.

**UNIT-II: Prospectus, Definition & Contents (12 Sessions):** Statement in lieu of prospectus, misrepresentation, remedies of misrepresentation, membership, mode of acquiring membership Shares, Debentures, Debenture Redemption Reserve, Charges, Registration of charges, Deposits, Small deposit holder.



**UNIT-III: Appointment of Key Managerial Personnel (12 Sessions):** Directors Appointment, Resignation, Removal, Remuneration, Role of Independent Directors; Company Secretary, Appointment, Resignation and Removal; Auditors , Appointment and Re-appointment, Resignation and Removal of Statutory Auditors and Branch Auditors; Appointment of Cost Auditors, Special Auditors; CAG audit; Board Meetings , Notices and Agenda; General Meetings, Statutory Meeting, Annual and Extra-Ordinary General Meetings, Class Meetings; Passing of Resolutions by Postal Ballot; Voting; Adjournment of a Meeting, Minutes

**UNIT-IV: Profit Distribution (12 Sessions):** Declaration of Dividend; Payment of Dividend, Unclaimed Dividend; Investor Education and Protection Fund, Interim Dividend

**UNIT-V: Majority & Minority Rules (12 Sessions):** Majority Rule and Minority Rights, Rule in Foss v. Harbottle; Winding of Companies, Modes of Winding up, Commencement of winding up, Powers of Court; Striking off Name of Companies; e-filing.

#### **Learning and teaching activities**

- Class discussions
- Audio visual aids
- Debate
- Drafting of merger contracts.
- Visit to startup incubation center of Visakhapatnam to help students learn how companies are incorporated.

#### **Teaching and learning resources**

##### **Text Books:**

- Dr. Avtar Singh: Company Law; Eastern Book Company, Lucknow.
- 2. A.K. Mujumdar, Dr. G.K. Kapoor: Company Law and Practice; Taxmann, New Delhi.
- 3. V.S. Datey: Corporate and Securities Law; Taxmann, New Delhi.

Course Code: SOL1B104	<b>Course Title: Banking Law</b>	
Semester: I	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** Banking and financial institutions play an important role in ensuring compliance to complicated legal, regulatory and supervisory issues all the time, transcending various spheres of banking operations. Banking Law builds the capacity of Professional to work as a Legal and Compliance officer in Banks and to provide them a specialized knowledge in Banking laws and practice.

**Learning objectives:**

- To make the students conversant with banking law's historic development and how it shaped today's bank regulatory regime.
- To make the students familiar with and able to navigate the various overlapping legal and regulatory regimes applying to banks and banking companies.
- To analyse the root causes of bank panics and the regulatory framework which has evolved to address this systemic risk and expose the students to various types of risk faced by banks with a view to provide necessary knowledge and impart the skills required to mitigate and manage the risks as a professional lawyer.
- To critically compare the bank regulatory system in India with other jurisdictions

On successful completion of this course, students will be able to:

Sl.No.	Learning Outcome	Assessment
1	Learn the historical development of banking law in the world as well as in India.	Quiz / Presentation / written class test
2	They will also learn the major developments in the Indian banking system before and after nationalization.	Quiz / Assignment / written test
3	Business aspects of banking in India	Quiz / Case Law / written class test
4	Learn the various negotiable instruments and Critically appraise the challenges of different banking negotiable instruments in the complex business environments.	Quiz / Assignments / Case Law
5	to analyse the emerging trends in the Indian banking system with the help of Major laws like PMLA, SARFAESI, FEMA etc.	Quiz / Case Presentations

**Course outline and indicative content:**

**UNIT-I History of Banking (12 Sessions):** Functions of commercial banks - Functions of the RBI- Banking Companies Regulation Act, 1949 - Restrictions on loans and advances - The Reserve Bank of India Act, 1934 - Nationalization of Banks - Globalization and its impact. – Basel Norms.

**UNIT-II: Definition of Banker (12 Sessions):** General relationship between Banker and customer - Opening of new account – Kinds of accounts – KYC Norms - Passbook - Overdraft - Appropriation of payments - Set-off - Receipt of valuable for safe custody - Garnishee orders – Principles of lending - E-Banking - Off-shore Banking and RBI guide lines – Trends - RBI on Banking Policy.

**UNIT-III: Security for advances (12 Sessions):** Banker's Lien, Pledge, Mortgage - Documents of Title goods - Bankers commercial of letters credits, Bank guarantee.

**UNIT-IV: Features of Negotiable instruments (12 Sessions):** Promissory Note - Bill of exchange - Cheque and other analogous instruments - Payment in due course - Marking of cheques - Liabilities of the parties to Negotiable instruments - Dishonor of cheques - Criminal Liability - Statutory protection of paying banker and collecting banker; forgeries.

**UNIT-V: Protection of Stakeholders (12 Sessions):** Securitization & Reconstruction of Financial Assets & Enforcement of Security Interest Act, 2002 (SARAFESI Act) - Foreign Exchange Management Act, 1999 (FEMA) - The Bankers Book Evidence Act, 1891 - The Prevention of Money Laundering Act, 2002.

**Learning and teaching activities:**

- Case Law Analysis
- Chalk and Talk
- Student Presentations
- Group Activities

**Textbooks:**

1. Dr.S.Maheshwari & Maheshwari (2014) : Banking Theory Law and Practice; KalyaniPublishers, New Delhi,
2. M.L. Tannan,Tamnan's Banking Law and Practice in India, 36th ed., India Law House, New Delhi, 2 Volumes,.(1997)
3. K.C. Shekhar: Banking Theory and Practice, UBS Publisher Distributors Ltd. New Delhi, (1998).

**Reference Books:**

1. Gordon &Natarajan, Banking Theory Law and Practice; Himalayas Publishing House, New Delhi (2011),
2. Dr. B. Santhanam, Banking Theory Law and Practice; Margham Publications, Chennai (2016),
3. M. Hapgood (ed.), Pagets' Law of Banking, Butterworths, London, (1989).

Course Code: SOL1B105	Course Title: International Trade Law	
Semester: I	Course Type: Core	Credits: 2
Home Programme(s):		
Course Leader: Asst. Prof. Ch Amrita Gulshan		

**Course description and learning outcomes:** International Trade and economics are the backbone for any world economy. The course is designed to understand the basic principles and agreements that determine international trade and business. This course also gives a base to the students un understanding the practical problems when one country trades with another country.

**Learning Objectives:**

- To understand the basic concepts of International Trade and market
- To understand the agreements governing International Trade Law
- To acquaint the student understand the dispute settlement procedure in this area.

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	Learn about the basic principles of International Trade Law	Presentation / Case Law
2	Explain about the basic functioning of WTO, GATT and GATS.	Presentation / Case Law
3	Understand Dispute Settlement Mechanism procedures	Presentation / Case law
4	Understanding sale of goods and international commercial contracts	Presentation / Case Law
5	Acquaint with various contemporary developments in the field of International Trade Law and its relation with various other branches.	Presentation

**Course outline and indicative content**

**UNIT-I: Introduction & Definitions (12 Sessions):** Development of International Trade Law, Sources, Subjects, Trade Theories, Most Favoured Nation, National Treatment, Non-discrimination and Equality, Sovereignty and Protection of National Interests, Transparency and Reciprocity, Free Trade and Fair Trade, Binding Commitments, P.S.N.R and Non-Intervention in Domestic Affairs, Common Techniques.

**UNIT-II: Origin & Development of Trade Organisations (12 Sessions):** GATT, WTO and GATS, Origin, Development, Objectives, Structure, Functions, Principles –Dumping and Anti Dumping Measures, Subsidies and Countervailing Measures, Sanitary and Phytosanitary Measures, Agriculture, General Exceptions, WTO Ministerial Conferences, Doha Round, WTO and Developing Countries, Advent of GATS – Relationship between GATT and GATS, GATS and Legal Services, India and GATS.

**UNIT-III: Dispute Settlement (12 Sessions):** Dispute Settlement in Trade Law – Dispute Settlement under GATT, Dispute Settlement under WTO, Dispute Settlement Procedures.

**UNIT-IV: Practical Approach for Sale of Goods (12 Sessions):** International Sale of Goods , Transportation of Sale of Goods, Standard Trade Terms, Bills of Lading And Letters of Credit, Drafting of International Commercial Contract, Domestic Implementation of international Trade.

**UNIT-V: Role of Private Players / MNCs (12 Sessions):** Miscellaneous – International Trade and FTAs, International Trade and United Nations, International Trade and IPR, International Trade and Banking, International Trade and Taxation, International Trade and MNCs.

**Learning and teaching activities :**

- Case studies
- Displaying relevant agreements
- Discuss contemporary developments
- Class presentations
- Group Discussions
- Teaching and learning resources

**Text Book**

1. *Autar Krishen Koul- A Guide to GATT and WTO: Economics Law and Politics*

**References:**

1. Raj Bhala.- International Trade Law: Interdisciplinary Theory and Practice
2. Indira Carr- International Trade Law
3. Lester and Mercurio- World Trade Law: Text, Materials and Commentary

**SECOND SEMESTER**  
**LL.M (CORPORATE LAW)**

Course Code: SOL1B201	<b>Course Title: Law &amp; Justice in Globalised World</b>	
Semester: II	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** The students should understand the process of globalization in all its dimensions and perspectives, they should particularly appreciate the globalization in the context of law and justice and the *vice versa* i.e. the law and justice in the context of globalization.

**Learning Objectives:**

1. To understand importance of research in law
2. To understand various legal research methods and legal research processes
3. To acquaint with various legal writing techniques

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	Learn the concept of law and justice and globalisation	Presentation
2	Learn justice delivery systems and issues related	Presentation
3	Understand various decision making tools	Presentation
4	Understand the factors which influence decision making	Presentation
5	Understand the growth and development of doctrine of precedent	Presentation

**Course outline and indicative content**

**UNIT-I: Introduction: (12 Sessions):** Concept of Law & Justice, Law making power of different organs of the Government, Components of Judicial Process (Judges, Lawyers, Law Schools) commissions & committees, Types of Justice i.e. Compensatory justice, distributive justice, socio-economic justice, social justice etc. Globalisation as Process, Existing Scenarios and Issues: Economic, Social, Political Rethinking the Idea of Just World Order

**UNIT-II: Justice Delivery System and Some Related Issues: (12 Sessions):** Structure of Court system in India, U.S.A. and U.K., Organization and Independence of Courts (American Model, UK Model, Pre-1993 Indian Model, Post-1993 (Collegiums) Model, South African Model– JAC), United Nations’ Institutional Mechanism, Responsibility of Nation States Challenges and the Way Forward, Reflective Judiciary, Issues affecting Justice delivery system (Transfer, Court Packing, Judicial Accountability- Reasoned Decision, Legislative Reaction, Executive Reaction, Reaction of Public and Media, Judicial Ethics and Conduct)

**UNIT-III: Decision making and its tools: (12 Sessions):** Divergence of juristic opinion of Blackstone, Bentham, Ehrlich, American realists about the role of the judges performance and the judicial freedom of decision, The critical decision making–use of logic, History and custom, mechanical jurisprudence and method of sociology.

**UNIT-IV: Factors Influencing Decision making Process: (12 Sessions):** Making the decision–Role of Intuition, subjective influence, the role of rules and principles, Legal reasoning and justification of the decision

**UNIT-V: The doctrine of precedent and growth of law: (12 Sessions):** Precedent, Judicial creativity and judicial activism, problem of democratic accountability, Indian experiences.

**Learning and teaching activities**

- Case studies
- Discuss contemporary developments
- Class presentations
- Group Discussions

**Teaching and learning resources****Text Book:**

1. Andrew Byrnes, Mika Hayashi, Christopher Michaelsen, *International Law in the New Age of Globalization*, Martinus Nijhoff Publishers, 2013.
2. Antony Anghie (Editor), *The Third World and International Order: Law, Politics, and Globalization*, Kluwer Law International, 2003.

**References:**

1. Joseph Stiglitz, *Making Globalisation Work: The Next Step to Global Justice*, Penguin 2007
2. Kai Ambos, Judith Large, Marieke Wierda, *Building a Future on Peace and Justice: Studies on Transitional Justice, Peace and Development, the Nuremberg Declaration on Peace and Justice*, Springer Science & Business Media, 2008.

Course Code: SOL1B202	<b>Course Title: Securities Law</b>	
Semester: II	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** The Indian Capital market has grown exponentially in terms of resources mobilization, number of listed companies and investor base. The market has witnessed fundamental institutional change resulting in significant improvement in efficiency, transparency, and safety of investors. The measures taken by SEBI, have greatly improved the legal framework and efficiency of trading, making the Indian capital market qualitatively comparable to many developed markets. This course will familiarize the student to the dynamic capital market and securities law.

**Learning Objectives:**

- to provide an introduction to capital market and create a foundation of basics understanding of capital market and to answer what, how and why about capital market
- introduces students to the concept of security market and its functions.
- designed to introduce students to different types of security markets
- to educate the students on regulations that govern the security market.
- educates students on the position of SEBI in the security market and reason for its existence.

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	developing the understanding of capital market will help students understand why are we discussing about capital market and how securities market and capital market are related	Presentation / Case Law
2	provide an understanding to students of what is the role of securities market and why middle men are required to run this market	Presentation / Case Law
3	understand as why there is a need for different kinds of securities' market and what are the benefits of having different kinds of security market.	Presentation / Case Laws
4	the regulations will help students in becoming a better resource person for compliance matters of security market.	Presentation / Case Law
5	prepares the professional of the future in becoming a useful resource person for the body corporates in matters of compliance SEBI regulation	Presentation / Pseudo Filing

**Course outline and indicative content**

**UNIT-I: Indian Capital Market (12 Sessions):** Securities Market Reforms and Regulatory Measures to Promote Investor Confidence; Capital Market Instruments; Rating and Grading of Instruments; Rating Agencies in India.

**UNIT-II: Stock Exchanges (12 Sessions):** Functions and Significance of Stock Exchanges; Intermediaries: Primary Market and Secondary Market Intermediaries: Role and Functions; Foreign Institutional Investors.

**UNIT-III: Collecting Investment Schemes (12 Sessions):** Mutual Funds; Venture Capital; International Capital Market; Global Depository Receipts, American Depository Receipts, External Commercial Borrowings; Indian Depository Receipts (IDRs); Legal & Regulatory Framework.



**UNIT-IV: Regulation Acts (12 Sessions):** Securities Contracts (Regulation) Act, 1956 ; SEBI Act, 1992, Power and Functions of SEBI, SAT; Depositories Act, 1996, Role and Functions, Listing of Securities, Delisting of Securities; Securities Contracts (Regulation) Act, 1956.

**UNIT-V: SEBI Powers & Functions (12 Sessions):** SEBI Regulations on, Infrastructure Investment Trusts, Real Estate Investment Trusts, Research Analysts, Procedure for Search and Seizure, Settlement of Administrative and Civil Proceedings, Foreign Portfolio Investors, Listing of Specified Securities on Institutional Trading Platform, Intermediaries, Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market, Mutual Funds, Prohibition of Insider Trading, Takeovers

**Learning and teaching activities**

- Class discussions
- Audio visual aids
- Debate
- Pseudo filing of takeover compliance form

**Teaching and learning resources**

**Text Book**

1. E. Gordon: Capital Market in India; Himalaya Publishing House, Mumbai.
2. Sanjeev Aggarwal: Guide to Indian Capital Market; Bharat Law House, New Delhi
3. SEBI Annual Report: SEBI, Mumbai.
4. Indian Securities: NSE Yearly Publication

Course Code: SOL1B203	<b>Course Title: Competition Law</b>	
Semester: II	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** The Competition Act, 2002 was enacted with a view that the Indian economy be enabled to allow competition in the market form within the country and outside. The Act seeks to ensure fair competition by providing for – (i) prohibition of anti-competitive agreements; (ii) prohibition of abuse of dominance; (iii) regulation of combinations; and (iv) competition advocacy.

**Learning Objectives:**

- To introduce the basics of competition law to the students
- to acknowledge new emerging areas in competition law.
- provides the knowledge of regulations on different types prevailing anti-competitive practices.
- provides knowledge of competition law and regulation of different corporate combinations.
- provide the knowledge on enforcement authorities under competition law

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	Development of subject and understanding its basics.	Presentation / Case Law
2	To provide students the opportunity to have an openminded understanding of competition law and respect of other subjects.	Presentation / Case Law
3	students will be able to understand the application of law and classification of different anti- competitive practices	Presentation / Case Law
4	Students will gain the knowledge which authority to approach and what is the procedure to approach it.	Presentation / Case Law
5	Development of understanding as to why there is need provide competition law with the power to regulate combinations	Presentation

**Course outline and indicative content**

**UNIT-I: Basic Concepts (12 Sessions):** Constitutional aspect of Elimination of Concentration of Wealth and Distribution of Resources Article 39 (b) (c), Relation between Competition Policy and Competition Law, Objectives of Competition Law History and Development of Competition Law/ Antitrust Law, Liberalization and Globalization, Raghavan Committee Report, Competition Act 2002; Difference between MRTP Act and Competition Act, Salient feature of Competition Act, Important Definitions under the Competition Act- 2002.

**UNIT-II: Anticompetitive Practices (12 Sessions):** Regulations on abuse of dominance and other anti-competitive practice: Anti, Competitive Agreements, Horizontal and Vertical agreement, Rule of Perse and Reason, Appreciable Adverse Effect on Competition (AAEC) in India, Exemption, Prohibition of Anti-competitive agreement/ Cartel/bid rigging, Enterprise, Relevant Market, Dominance in Relevant Market, Abuse of dominance, Predatory Pricing.

**UNIT-III: Regulations on Combinations: (12 Sessions):** Merger, Acquisition, Amalgamation and Takeover, Horizontal, Vertical and Conglomerate Mergers, Combinations covered under the Competition Act, 2002, Regulations, Penalties.

**UNIT-IV: Enforcement & Advocacy (12 Sessions):** Establishment and Constitution of Competition Commission of India, Powers and Functions, Jurisdiction of the CCI, adjudication and appeals,, National Company Law Appellate Tribunal (NCLAT), Director General of Investigation (DGI), Penalties and Enforcement, Competition Advocacy in India and other foreign jurisdictions.

**UNIT-V: Emerging Trends (12 Sessions):** Competition Law (National and International): Intellectual Property Rights and Competition Law, International Trade and Competition Law.

**Learning and teaching activities**

- Case studies
- Discuss contemporary developments
- Class presentations
- Group Discussions

**Teaching and learning resources:**

**Text Book**

1. T Ramappa, Competition Law in India: Policy, Issues and Developments, 3rded.2013, Oxford University Press, New Delhi.
2. Suresh T. Vishwanathan, Law and Practice of Competition Act, Bharat

Course Code: SOL1B204	<b>Course Title: Investment Law</b>	
<b>Semester: II</b>	<b>Course Type: Core</b>	<b>Credits: 2</b>
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

**Course description and learning outcomes:** Law of investment, in general, is a branch of a law consisting of set of rules that regulate investment. Investment law may be either international law on foreign investment or national law.

**Learning Objectives:**

- Recognise the distinctive characteristics of investment modes and types.
- To discuss the salient procedural, jurisdictional and substantive features of investment laws in India.
- to discuss on collective investment scheme legislations.
- To cover updates relating to recent developments pertaining to the standards of investment protection in India.
- introduce the students to foreign investment policy

On successful completion of this course, students will be able to:

S.No.	Learning Outcome	Assessment
1	To discuss and to develop an understanding of the basic concepts of different financial instruments and laws relating to it.	Presentation/Case Law
2	To develop working knowledge of investment laws and standards and its relationship to financial well-being of investors	Presentation/Case Law
3	To develop an awareness of different methods of investment law and working with judicial decisions	Presentation/Case Laws
4	To enable students to comprehend national and to some extent international investment law problems in simulated practical situations and to be able to create probable ways of resolving them	Presentation/Case Law
5	understanding of international investment policy will increase.	Presentation

**Course outline and indicative content**

**UNIT-I: Historical background (12 Sessions):** Securities & Investment Law - Purpose of Investment, Rights of investors in India-Reforms done by SEBI and SAT decisions- Financial system –Structure of different types of investments and markets and Regulatory Authorities-Concept of ‘Securities’: S. 2 of the Securities Contracts (Regulations) Act,1956, Legal Nature and Kinds of securities-Types of Securities.

**UNIT-II: Investing & financing Activities & Applicable Provisions (12 Sessions):** The Companies Act, 2013 - Regulation, Supervision and Control by SEBI in the primary and Secondary Market & Market intermediaries, Offer Documents: Issuing of prospectus, Civil and Criminal Liabilities, Kinds of Prospectus, Red-herring, Shelf, and Statement in lieu of prospectus, Offer document etc., SEBI (Issue of Capital and Disclosure Requirements) Guidelines, 2009, Legal control over Raising and Maintenance of capital, Issue and Allotment of shares , Buy-Back of shares and Reduction of Share capital, Introduction to SEBI(Stock Brokers and Sub –brokers) Regulation,1992, Regulation of Stock Exchanges in India, Listing and de-listing of Securities, Introduction to SEBI(Insider Trading)Regulations, Comparative positions in other Jurisdictions in USA( SEC), UK (FSA).

**UNIT-III: Introduction to Collective Investment Schemes (12 Sessions):** Mutual Funds, Regulation and Control by SEBI over issue and management of UTI, venture capital and mutual funds, Unit Trust of India, General Control, Control by rating-Regulation on rating By SEBI.

**UNIT-IV: Institutional and Functional Regulations (12 Sessions):** System of Commodities, Futures, options, Forward & swaps, Derivatives in Over the counter and Exchange (listed securities), Role of SEBI in Regulating Derivatives. Introduction and Regulation of Depositories and Depositories participants and their types-Dematerialization, Advantages and Disadvantages, Legal and Equitable ownership of DEMAT securities, Types of Depository receipts: ADR,GDR & Euro receipts, NSDL and CSDL-Role and Functions, Types of NBFCs, Equipment Leasing Company, Hire purchase company- Loan Company , Investment Companies, Classification of NBFCs, Residuary Non-Banking Financial companies, Miscellaneous Non-Banking Financial Companies, Applicability of RBI Act,1934, chapter IIIB(ss.45h-45qb) to NBFCs, RBI Guidelines to NBFC, unrated deposit taking/investments. RBI's notification mergers and acquisitions involving NBFCs 2014. Core Investment Co.'s- Scope of NBFCs Acceptance of Public deposits (Reserve Bank of India) Directions-Chit funds regulations in India.

**UNIT-V: Modes of International Investment in India (12 Sessions):** Introduction to FDI, FDI Policy, FPI-FEMA Regulations on Foreign Investment, Protection standards for the placement of foreign investment projects, Enforcement of Bilateral Investment Treaties, Standards of protection of investors in Bilateral Investment, Arbitration and Dispute Resolution Provisions- Security and Protection standards, Repatriation of Capitals clauses, Introductory approaches to the system of international investment arbitration, Corporate planning and the practice of treaty shopping in international investment projects, Introduction to ICSID, UNCITRAL, ICC, LCIA and SCC rules.

**Learning and teaching activities:**

- Case studies
- Display of Investment agreements
- Discuss contemporary developments
- Class presentations
- Group Discussions

**Teaching and learning resources**

**Text book:**

1. V.A. Avdhani, Investment and Securities Markets in India, Himalaya Publishing House, 2005.
2. M. Y. Khan, Financial Services, Tata McGraw Hill Publication, 2009.

Course Code: SOL1B205	<b>Course Title: Dissertation (Including Teaching Aptitude &amp; Soft Skills)</b>	
Semester: II	Course Type: Core	Credits: 4
<b>Home Programme(s):</b>		
<b>Course Leader:</b>		

- Law Teaching & Clinical Work.
- Doctrinal research
- Viva-Voce

**Dissertation Guidelines:** All the LL.M. students are required to submit their dissertation in the area of his / her area of specialization, in consultation with the subject faculty with minimum 150 pages. After accepting the Dissertation, a Viva-Voce will be conducted. The main objective of the dissertation component are to assess the research and writing skills of the students as well as to provide a platform for creative legal scholarship. Students are especially encouraged to think about career options. Hence, writing a dissertation is a significant exercise that helps in developing one's prospects for the same. These dissertations can be further refined and submitted for publication in scholarly journals or even serve as the basis for full-length dissertations in master's programs. The planning for the dissertation should ideally begin soon in the third week of July.

**Topic selection:** The Research Supervisors will ask students to submit their initial choice of topic on or before a date notified by the institute. Preparing an initial dissertation proposal in an area of one's interest is a necessary step at this stage. This proposal should consist of a skeletal outline of the issues that the student intends to discuss as well as a preliminary list of references. Students should also feel free to consult scholars and practitioners from outside the University who may have experience and expertise in the chosen fields and the due date for submission of the dissertation proposal is on the date to be notified by the Institute, from time to time.

**Preparatory tasks, format and length of dissertations:** After the preliminary work, the onus is on the students to maintain regular contact with the respective faculty members. Supervisors may ask students to engage in several tasks such as preparing notes on the research problem, generating a survey of literature and making short presentations before faculty members from time to time. In particular, students should make full use of the library resources.

It is always worthwhile to periodically show rough drafts to the supervisors. It is advisable for students to meet their supervisors at least once every week. The dissertation should be in the following format:

Cover Page Declaration by student Certificate by Research Supervisor List of statutes, cases, abbreviations etc. Table of Contents Synopsis	Introduction Research Methodology Hypothesis Research Questions Plan of Study Conclusions and Suggestions Bibliography
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The Dissertation shall be the original work of the candidate and any plagiarism if found will disqualify in that Seminar Course. The aggregate length of the main body of the dissertation should be between 150-160 pages. The Dissertation has to be typed in A4 size white paper and the pages to be printed on one side. The margins to be of 1” in left margin and 0.5” in right margin. The text in the main body should be in the Times New Roman font (size 12), with double-spacing. The footnotes should be in the Times New Roman font (size 10), with single-spacing. Students can choose Blue Book 19<sup>th</sup> Ed. style of citation after consulting with their supervisors. It must be followed in a uniform manner for the entire submission. The Cover page, Supervisor’s Certificate, Student’s Declaration and the manner of giving Acknowledgements shall be given as prescribed. The final copy of the Dissertation should be submitted in two multiple copies (hard bound) to the concerned Research Supervisor. In all the two copies of the Dissertation, the Declaration Page & Certificate page should be original. Soft copy of the final draft of the Dissertation has to be e-mailed to concerned Research Supervisors’ email id for plagiarism check.

**Submission of Dissertations:** A student must necessarily show a draft of the entire dissertation to her/his supervisor before obtaining approval for submission. The last date for submission of dissertation shall be notified from time to time. Rough drafts need to be submitted to supervisor in **October** so that supervisors have sufficient time for reviewing and editing. Once the supervisor approves the draft, two hard copies need to be submitted to concern Research Supervisor.

**Evaluation of Dissertation:** The Dissertation Paper carries a Total of 4 credits. The Written Dissertation carries 150 marks and 50 marks for teaching assignment. The candidate has to score minimum of 45% for dissertation and viva voce and shall also aggregate of 50% for dissertation and teaching assignment together. The Examiner may consider the following while evaluation of dissertation. Please note that this is merely suggestive:

**Final Submission contents:**

- (a) Research (1) Relevance and (2) Comprehensiveness
- (b) Structure and Analysis (1) Logical presentation and (2) Coherence of thought and analysis
- (c) References and Style (1) Appropriate and Imaginative referencing and (2) Accurate and uniform style of citation (Blue Book 19<sup>th</sup> Ed) and bibliography

Examiners may consider the following while conducting viva-voce. Please note that this is merely suggestive:

- (1) Comprehension (2) Articulation (3) Interaction and (4) Relevancy of answers

# REGULATIONS & GUIDELINES

(w.e.f. 2019-20 Admitted Batch)

## ONE YEAR FULLTIME LL.M COURSE STRUCTURE

- 1) **Admissions:** Admissions into One Year Fulltime LL.M (Corporate Law) Programme of GITAM School of Law are governed by GITAM Deemed to be University admissions regulations.
- 2) **Eligibility Criteria:** Admission into One Year Fulltime LL.M (Corporate Law) are based on the qualifying examination. **To be eligible into this programme**, a candidate should have passed his / her graduation in any discipline (except B.F.A & Single sitting graduates from any distance mode education) with not less than 45% marks (40% in case of SC/ST and persons with disability) and candidates who are appearing for the final year and awaiting results may also apply for the entrance test.
- 3) **Structure of the Programme:** The LL.M (Corporate Law) Programme is designed, keeping in mind the objectives stated earlier and structured by including courses on various aspects of Law. This entails an in-depth study of core courses in the TWO semesters. LL.M Course is to be pursued in a selected branch of specialization offered by the University. The course consists of 3 compulsory theory papers, one practical examination and dissertation common to all LL.M students and 6 papers of specialization opted by the candidate. The semester-wise course structure is as follows:
  - (a) In the first semester, the candidate has two compulsory theory papers (Paper 1&2) and three papers from the branch of specialization. (Branch Papers 3,4,5).
  - (b) In the second semester, the student has one compulsory theory papers (Compulsory Paper 1) and three Papers from the branch of specialization. (Branch papers 3,4,5).
  - (c) In the second semester, the student has to complete the dissertation in partial fulfillment of the LL.M degree and shall have a practical examination on teaching aptitude and soft skills.
- 4) **Medium & Method of Instruction:** The medium of instruction (including examinations and project reports) shall be English. The method of instruction shall comprise of class room lectures, guest lectures, presentations, seminars, chamber visits, court visits, moot courts, case law presentations, mediation / counseling, internship, etc.
- 5) **Learning and teaching activities:** (1) Case studies (2) Discuss contemporary developments (3) Class presentations (4) Group Discussions.



**Assessment procedure:**

Task	Task type	Task mode	Weightage (%)
A1. Project / Presentation	Individual	Project / Presentation	20
A2. End-term exam	Individual	Written (short / long)	80

**Examination pattern:**

Sl. No	Component of assessment	Marks allotted	Type Assessment	Scheme of Examination
1	Internal	20	Continuous evaluation	Class work & Seminar participation-10M & Home Assignment-10 Marks
	Semester-end examination	80	End semester exam	a) Five out of 8 questions =5*16=80 marks
		100		

**Transferrable and Employability Skills**

S.No.	Outcomes	Assessment
1	Know how to use online learning resources: G-Learn, online journals, etc.	A1 & A2
2	Communicate effectively using a range of media	A2 & A3
3	Apply teamwork and leadership skills	A3
4	Find, evaluate, synthesize & use information	A1 & A2
5	Analyze real world situation critically	A4
6	Reflect on their own professional development	A4
7	Demonstrate professionalism & ethical awareness	A3
8	Apply multidisciplinary approach to the context	A3

**End Term Examination - General Marking Criteria:**

<b>Well Below Expectations</b>	<b>(0-20%)</b>	Little or no relevant material presented. Unclear or unsubstantiated arguments with very poor accuracy and understanding. Little evidence of achievement of the relevant stated learning outcomes of the course unit.
<b>Below Expectations</b>	<b>(20-40%)</b>	Reveals a weak understanding of fundamental concepts with no critical analysis. Produces answers which may contain factual and/or conceptual inadequacies. Provides poorly written answers that fail to address the question, or answers that are too brief to answer the question properly. Provides solutions to calculative questions that demonstrate inadequate analytical skills.
<b>Meets Expectations</b>	<b>(40-60%)</b>	Demonstrates good understanding of the material. Shows a basic knowledge of relevant literature but draws mainly on lecture material. Addresses the questions and demonstrates reasonable writing skills with some ability to structure the material logically. Provides solutions to calculative questions that demonstrate good analytical skills.
<b>Exceeds Expectations</b>	<b>(60-80%)</b>	Demonstrates an ability to integrate the concepts introduced and applies them to problems with some evidence of critical analysis. Shows evidence of reading beyond lecture notes that is appropriately analyzed and evaluated. Provides clear and competent answers to the questions, well written. Clearly presents solutions to calculative questions and demonstrates very good analytical skills.

<b>Well Above Expectations</b>	<b>(80-100%)</b>	Demonstrates the ability to evaluate concepts and assumptions critically and to thoughtfully apply concepts to problems. Demonstrates independent thinking and insight into theoretical issues. Shows evidence of extensive reading beyond the lecture notes and the ability to synthesize and integrate the relevant literature. Writes well and structures the response so as to provide a succinct, coherent and logical answer. Clearly presents solutions to calculative questions and demonstrates excellent analytical skills.
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**Choice Based Credit System - Continuous Assessment & Examinations (From 2019-20 Admitted Batch):** The course content of individual subjects – classroom lectures as well as practicals is expressed in terms of a specified number of credits. The number of credits assigned to a subject depends on the number of contact hours (lectures & practicals) and each programme consists of total No.of **24** credits. The assessment of the students’ performance in each course will be Choice Based Credit System consisting of continuous internal evaluation and semester-end examination. The marks for each of the component of assessment are as follows:

**Examination rules & regulations:**

- Candidate shall take examination in each of the subjects prescribed for study at the end of the semester by registering for that semester examination and obtaining hall ticket for the same. Duration of the examination is three hours.
- A candidate will be declared to have passed in the concerned paper if the candidate secures a minimum of 45%.
- However, for practical papers, a minimum of 50% is essential.
- For qualifying in the whole examination for obtaining the LL.M degree, the candidate has to secure a minimum overall aggregate of 50%.
- The calculation of the aggregate percentage required for qualifying in the examination would be done only at the end of the completion of the course.

**Grading System:** Based on the students’ performance during a given semester, a final grade will be awarded at the end of the each semester in each course. The grades and the corresponding grade points are as given below:

Grade	Grade points	Absolute Marks
O	10	90 and above
A+	9	80-89
A	8	70-79
B +	7	60-69
B	6	50-59
C	5.2	45-49
F	0 (Fail)	< 45

CGPA required for award of Degree on the successful completion of the LL.M (Corporate Law) programme is shown below:

Distinction	...	≥ 8.0*
First Class	...	≥ 7.0
Second Class	...	≥ 6.0
Pass Class	...	≥ 5.2
Fail	...	< 5.2

\*In addition to the required CGPA of 8.0, the student must have necessarily passed all the courses of every semester in the first attempt.

**Grade Point Average:** A Grade Point Average (GPA) for the semester will be calculated according to the formula:

$$\frac{\sum C \times G}{\sum C}$$

where C = number of credits for the course,

G = grade points obtained by the student in the course.

Grade Point Average (GPA) is awarded to those candidates who pass in all the subjects of the semester. To arrive at Cumulative Grade Point Average (CGPA), a similar formula is used considering the student's performance in all the courses taken in all the semesters completed up to the particular point of time.

**Eligibility for Award of the LL.M Degree:** A student is expected to complete the LL.M programmes in two semesters of one year duration. However, a student may complete the programme in not more than two years including study period. The above regulation may be relaxed by the Vice Chancellor in individual cases for cogent and sufficient reasons.

A student shall be eligible for award of the One Year Fulltime LL.M (IPR & Cyber Law) or LL.M (Corporate Law) degree if he / she fulfill the following conditions.

- a. Registered and successfully completed all the courses and projects.
- b. Successfully acquired the minimum required credits as specified in the curriculum within the stipulated time.
- c. Has no dues to the Institute, hostels, Libraries, NCC / NSS etc, and
- d. No disciplinary action is pending against him / her.

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