



St. PETER'S UNIVERSITY

St. Peter's Institute of Higher Education and Research

(Declared Under Section 3 of the UGC Act, 1956)

AVADI, CHENNAI – 600 054

TAMIL NADU

M.A. (CORPORATE SECRETARYSHIP)

Code No. - 406

(Effective From 2009 – 2010)

(Distance Education)

Regulations and Syllabi

(Ist Year)

St. PETER'S INSTITUTE OF DISTANCE EDUCATION

Recognized by Distance Education Council and

Joint Committee of UGC – AICTE - DEC, New Delhi

(Ref. F. No. DEC/SPU/CHN/TN/Recog/09/14 dated 02.04.2009 and

Ref.F.No.DEC/Recog/2009/3169 dated 09.09.2009)

St. PETER'S UNIVERSITY
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Chennai – 600 054.

Code No. – 406
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- 1. Eligibility:** Candidates who passed B.A. Corporate Secretaryship or B.Com. degree examination of this University or an examination of other University accepted as equivalent thereto are eligible for admission to Two Year M.A. Programme in Corporate Secretaryship.
- 2. Duration:** Two Years.
- 3. Medium:** English is the medium of instruction and examination.
- 4. Methodology:** The methodology of distance education includes the supply of self-instructional study materials in print format and in CD, face-to-face instruction for theory and practicals for a limited period during week ends and on holidays, provision of virtual class in phased manner, dissemination of information over e-mail, Student - Support Service at various Centres of the University, Continuous Assessment and End Assessment conducted by the University at various parts of India.
- 5. Weightage for Continuous and End Assessment:** There is no weightage for Continuous Assessment unless the ratio is specifically mentioned in the scheme of Examinations. The End Assessment (EA) has 100% weightage.

6. Credit System: Credit system be followed with 36 credits for each Year and each credit is equivalent to 25 hours of effective study provided in the Time Table of the formal system.

7. Scheme of Examinations

First Year

Code No.	Course Title	Credit	Marks	
			EA	Total
Theory				
109PCRT01	Corporate Accounting	7	100	100
109PCRT02	General Law	7	100	100
109PCRT03	Commercial and Industrial Law	8	100	100
109PCRT04	Advanced Company Law	7	100	100
109PCRT05	Corporate Financial management	7	100	100
Total		36	500	500

Second Year

Code No.	Course Title	Credit	Marks	
			EA	Total
Theory				
209PCRT01	Company Secretarial Practice	7	100	100
209PCRT02	Economic Legislations	8	100	100
209PCRT03	Direct and Indirect Taxes	7	100	100
209PCRT04	securities laws and financial management	7	100	100
209PCRT05	Secretarial and Management Audit	7	100	100
Total		36	500	500

8. Passing Requirements: The minimum pass mark (raw score) be 50% in End Assessment.

9. Grading System: Grading System on a 10 Point Scale be followed with 1 mark = 0.1 and the conversion of the Grade point as given below.

Grade	Over all Grade Point Average(OGPA)	Over all weighted Average marks	Classification
0	9.0 to 10.0	90 to 100	First Class
A	8.0 to 8.9	80 to 89	First Class
B	7.0 to 7.9	70 to 79	First Class
C	6.0 to 6.9	60 to 69	First Class
D	5.0 to 5.9	50 to 59	Second Class
F	0.0 to 4.9	0 to 49	Reappearance

PROCEDURE FOR CALCULATION

Overall grade Point Average (OGPA) = $\frac{\text{Sum of Weighted Grade Points}}{\text{Total Credits}}$

$$= \frac{\sum(EA)C}{\sum C}$$

10. Pattern of the Question Paper: The question paper for the End Assessment will be set for three hours and for a maximum of 100 marks with following divisions and details.

Part A: 10 questions (with equal distribution to all the units in the syllabus). Each question carries 2 marks.

Part B: 5 questions with either or type (with equal distribution to all the units in the syllabus). Each question carries 16 marks.

The total marks scored by the candidates will be calculated to the maximum prescribed in the Regulations.

11. Syllabus

109PCRT01 – CORPORATE ACCOUNTING

Unit: I

Accounting Standards – GAAP – Indian Accounting Standards – Issue, Forfeiture and Re-Issue of Shares – Issue and Redemption of Debentures – Redemption of Preference Shares.

Unit: II

Final Accounts of Joint Stock Companies – Consolidated Balance Sheet (Excluding Inter – Company Holdings)

Unit: III

Absorption, Amalgamation and Reconstruction (Internal and External) of Jointstock Companies.

Unit: IV

Liquidator's Final Statement of Accounts – Valuation of Shares and Goodwill

Unit: V

Final Accounts of Banking Companies, Life Insurance and General Insurance (Fire and Marine) Companies

109PCRT02 – GENERAL LAW

UNIT I

Law and its sources-function and purpose of law-classification of law-sources of Indian law-Law of Torts-Nature of definition of tort-specific torts-remedies of tort

Unit II

Constitution of India- interpretation of statutes- The code of civil procedure 1908-Code of criminal procedure

Unit III

Arbitration-domestic arbitration-conciliation-foreign awards-The societies Registration Act 1860

UNIT IV

The transfer of property Act 1882-general principles-Sales of Immovable property-Mortgage and charges-exchange, gifts and actionable claims

UNIT V

Indian Stamp Act 1899-Consumer Protection Act 1986

109PCRT03 – COMMERCIAL AND INDUSTRIAL LAW

Unit I

Nature of contract-objectives-definition-essential elements of a valid contracts-offer-acceptance-consideration-legal rules as to consideration-stranger to contract-capacity to contract-Minors-persons of unsound mind-free consent-coercion-undue influence-misrepresentation-agreements opposed public policy-void agreements-contingent contracts-performance of contract-discharge of contract-remedies of breach of contract-quasi contract

UNIT II

Contract of Indemnity –guarantee- Bailment and pledge-contract of agency-sale of goods-conditions and warranties-Transfer of property-rights of unpaid seller

UNIT III

Nature of partnership-Relations of partners-dissolution of firm-negotiable instrument-dishonor of cheque-discharge of negotiable instrument-law of insurance-life insurance-fire-marine insurance- Law of Insolvency

UNIT IV

Factories Act, 1948-The workmen's compensation Act- The employees state Insurance Act1948-The Employees Provident Funds-The payment of gratuity Act 1972

UNIT V

The maternity Benefit Act 1961, The payment of wages Act 1936, The minimum wages Act1948-The Trade Union Act1926-The Payment of Bonus Act1966

109PCRT04 – ADVANCED COMPANY LAW

Unit I

Nature of Company

Definition of company-characteristics of company-lifting or piercing the corporate veil-kinds of company.

UNITII

Formation of company

Incorporation of company-certificate of incorporation-promoter-pre incorporation of company- memorandum of Association-alteration of memorandum-doctrine of ultra virus-Articles of Association-contents of articles-alteration of articles-doctrine of indoor management.

UNIT-III

Prospectus, Membership and meetings and proceedings of a company
Definition-contents of prospectus-Misstatement of prospectus-statement in lieu of prospectus-commencement of business-Members and shareholders-rights of members-liability of members-cessation of membership-general meetings of shareholders-requisition of valid meeting-proxies-voting and poll-resolutions.

UNIT IV

Share Capital, borrowing powers and company management
kinds of share capital-alteration of share capital-reduction of capital-types of shares-stock and shares-share certificate-share warrant-transfer of shares-lien on shares-forfeiture of shares-buyback-issue of shares at premium-discount-equity shares-dividends-rules regarding dividend payment of interest out of capital-ultra vires borrowings-debentures-types-remedies-creation of charges-mortgage-director-appointment-position-restrictions in appointment-number of directorship-disqualification-vacation of office-managerial remuneration-powers-political contribution-managing director.

Unit V

Accounts, prevention of oppression and mismanagement and winding up
Statutory books-annual accounts-auditors-appointment-rights and duties-Principles of majority rules-prevention of oppression-prevention of mismanagement-compromise-reconstruction – amalgamation-meaning of winding up-modes-powers of court- procedure of winding up-powers of court-procedures-contributory – voluntary winding up-defunct company.

109PCRT05 – CORPORATE FINANCIAL MANAGEMENT

UNIT I

Financial Management-Meaning-Nature and scope of financial management-various financial services-Indian financial system-development of financial system in India

UNIT II

Merchant Banking-Merchant bankers-Role of merchant Bankers in capital market- Issue Management-Issue Marketing-post issue services

UNIT III

Mutual Funds-Meaning-Types of Mutual fund-Public, private, foreign fund-Money market mutual fund schemes in India-SEBI guidelines

UNIT IV

Leasing-Meaning, management of leasing-Types of leasing-finance lease-operating lease-liveraged lease-sale and lease Back, cross Border Lease, Foreign to foreign lease-Advantages of leasing-disadvantages of leasing

UNIT V

Factoring services: Full factoring- Recourse factoring-maturity factoring-Advance factoring-undisclosed factoring-Invoice discounting-export factor and import factor-pricing of factoring services-factoring in India Credit Rating – Various agencies in India