### Syllabus: Officer (CS)

#### INTERPRETATION AND GENERAL LAWS

1. Interpretation of Statutes: Need for interpretation of a statute; Principles of Interpretation; Aids to Interpretation; Legal Terminologies.

2. Limitation Act, 1963: Computation of the period of Limitation; Bar of Limitation; Effect of acknowledgment; Acquisition of ownership by possession; Classification of Period of Limitation.

3. Indian Stamp Act, 1899: Key Definitions; Principles of Levy of Stamp Duty; Determination, Mode and timing of Stamp Duty; Person responsible; Consequences of Non-Stamping and Under-Stamping; Adjudication; Allowance and Refund; Concept of E-Stamping.

#### COMPANY LAW


2. Incorporation of Company and matter incidental thereto.

3. Prospectus and allotment of securities.

4. Shares and Share Capital: Meaning and types of Capital; Concept of issue and allotment; issue of Share certificates; Further Issue of Share Capital; Issue of Shares on Private and Preferential basis; Rights issue and Bonus Shares; Sweat Equity Shares and ESOPs; Issue and Redemption of preference shares; Transfer and Transmission of securities; Buyback of securities; dematerialization and re- materialization of shares; Reduction of Share Capital.

5. Deposits by Companies.

6. Members and Shareholders: How to become a member; Register of Members; Declaration of Beneficial Interest; Rectification of Register of Members; Rights of Members; Variation of Shareholders' rights; Shareholders Democracy; Shareholder agreement.

7. Charges: Creation of Charges; Registration, Modification and Satisfaction of Charges; Register of Charges; Inspection of charges; Punishment for contravention; Rectification by Central Government in Register of charge.

8. Distribution of Profits: Profit and Ascertainment of Divisible Profits; Declaration and Payment of Dividend; Unpaid Dividend Account; Investor Education and Protection Fund; Right to dividend; rights shares and bonus
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<td>9.</td>
<td>Corporate Social Responsibility: Applicability of CSR; Types of CSR Activities; CSR Committee and Expenditure; Net Profit for CSR; Reporting requirements.</td>
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<td>10.</td>
<td>Accounts, Audit and Auditors: Books of Accounts; Financial Statements; National Financial Reporting Authority; Auditors- Appointment, Resignation and procedure relating to Removal, Qualification and Disqualification; Rights, Duties and Liabilities; Audit and Auditor’s Report; Cost Audit; Secretarial Audit; Internal Audit.</td>
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<td>11.</td>
<td>Transparency and Disclosures Board’s Report; Annual Return; website disclosures; Policies.</td>
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<td>14.</td>
<td>An Overview of Corporate Reorganization: Introduction of Compromises, Arrangement and amalgamation, Oppression and Mismanagement, Liquidation and winding-up; Overview of Registered valuers; Registration Offices and Fees.</td>
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<td>15.</td>
<td>Board Constitution and its Powers: Board composition; Restriction and Powers of Board; Board Committees: Audit Committee, Nomination and Remuneration Committee, Stakeholder relationship Committee and other Committees.</td>
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<td>16.</td>
<td>Directors: DIN requirement, Types of Directors; Appointment/Reappointment, Disqualifications, Vacation of Office, Retirement, Resignation and Removal, and Duties of Directors; Rights of Directors; Loans to Directors; Disclosure of Interest, Directors remuneration.</td>
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<td>17.</td>
<td>Inspection, Inquiry and investigation</td>
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<td>18.</td>
<td>Key Managerial Personnel (KMP’s) and their Remuneration: Appointment of Key Managerial Personnel; Managing and Whole-Time Directors, Manager, Chief Executive Officer and Chief Financial Officer; Company Secretary – Appointment, Role and Responsibilities, Company Secretary as a Key Managerial Personnel; Functions of Company Secretary; Officer who is in default; Remuneration of Managerial Personnel.</td>
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<td>19.</td>
<td>Meetings of Board and its Committees: Frequency, Convening and Proceedings of Board and Committee meetings; Agenda Management; Management Information System; Meeting Management; Resolution by Circulation; Types of Resolutions; Secretarial Standard- 1; Duties of Company Secretaries before, during and after Board/Committee Meeting. General Meetings: Annual General Meeting; Extraordinary general Meetings; Other General Meetings; Types of Resolutions; Notice, Quorum,</td>
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Poll, Chairman, Proxy; Meeting and Agenda; Process of conducting Meeting; Voting and its types—vote on show of hands, Poll, E-Voting, Postal ballot; Circulation of Members’ Resolutions etc; Signing and Inspection of Minutes; Secretarial Standard-2; Duties of Company Secretaries before During and after General Meeting.

20. Oppression and Mismanagement.
22. Government Companies.

**LABOUR LAWS**

1. Factories Act, 1948
2. Minimum Wages Act, 1948
3. Payment of Wages Act, 1936
4. Employees Compensation Act, 1923
5. Maternity Relief Act, 1961
6. Prevention of sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act 2013

**SEcurities LAW**

2. An Overview of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2018.

**FOREIGN EXCHANGE MANAGEMENT**

2. Foreign Exchange Transactions & Compliances: Current and Capital Account Transactions; Acquisition & Transfer of Immovable Property in India and abroad; Realization and Repatriation of Foreign Exchange.

**Information Technology Act**