

## **DEPARTMENTAL OF POST GRADUATE STUDIES AND RESEARCH**

### **LLM semester pattern (four semesters) course**

#### **Rules for Admission**

These rules shall be applicable to MATS LAW SCHOOL only.

#### **Admissions:**

Medium of instruction and examination shall be English alone. The minimum eligibility condition is pass in LL. B. whether in three years or five years pattern. Preference being given to those having higher marks. The marks scored in CLAT and L-SAT shall be given due weight in preparation of merit for admission. In case of marks being equal the weightage shall be given to girls in admission.

Admission shall be given according to the admission rules of the University wherein these rules shall be read as exception to the general rules of admission of the University for MATS Law School. Delayed admissions after last date fixed by the university may be permitted in special cases by the Vice Chancellor on the recommendation of the Director, MATS Law School, subject to availability of seats.

Admission shall not be a matter of right for any and shall be at the discretion of University which reserves the right to refuse admission to anyone without assigning any reason even if otherwise eligible.

#### **The rules for admission for post-graduate programs in law are as under:**

- i) Admission is at the pleasure of the University. Admission can be refused to any without assigning any reason.
- ii) It shall be open to the Director MATS Law School to permit admission at any level, any semester to students applying for admission on grounds of transfer of parents, guardians or transfer on any other ground or even otherwise if the student wants to migrate from some other university to MATS university, provided that it is so approved by the board of studies of MATS Law School which shall act as equivalence committee subject of course to compliance papers being passed. Such student can be exempted from the subjects he has already read in the earlier university and has passed in those papers. Such students has to clear the subjects which are in syllabus of MATS Law School and those in which he has not passed. The marks obtained in the subjects in the previous examinations shall be adopted at MATS University.
- iii) Notwithstanding anything to the contrary anywhere else in general rules of the University, be it graduate or post graduate, it shall be open to the Director MATS Law School to permit any student to change from annual pattern or semester pattern or vice versa at any stage. This will apply to admissions of those students also who have done semester or annual pattern from any other University recognized by UGC.

## **Internal assessment**

The board of Studies has come out with a proposal of assessment of continuous performance of the students thought-out the year. This is wonderful idea and Board of Studies deserves to be congratulated for coming out with this proposal which is transparent, fair and reasonable and ensure to do away with favoritism, nepotism and arbitrariness in marking in internal assessment.

**Internal assessment in each paper shall carry 40 marks maximum, which shall be divided in the following way.**

- I) General behavior of the student in class and outside which will include respect for teachers, administration and fellow students - 1 mark with liberty to the teacher to make minus marking up to 1 mark.
- II) Home assignments - 1 mark for each home assignment assigned and completed in each paper subject to a maximum of 5 marks for minimum 5 assignments in trimester/semester/year of each subject in graduate/post-graduate course.
- III) Classroom exercises- 1 mark for each exercise subject to maximum 5 marks for minimum 5 CREs in trimester/semester/year of each subject in graduate/post graduate course.
- IV) Moot court- 2 marks for each moot court subject to a maximum of 10 marks for each moot in trimester/semester/year of each subject in graduate/post-graduate course.
- V) 1 mark for each memorial of important cases, subject to a maximum of 5 marks for each memorial in trimester/semester/year of each subject in graduate/post- graduate course.
- VI) 10 marks including for project, presentation and report of the work done in internship. This shall be taken into account in assessment in next trimester/semester.
- VII) One mark may be given to the student for each presentation in seminar, attending conference, legal aid camp and publication of article in any law journal subject to maximum of 4 marks.

Minimum two short term placement, one at the end of each semester has to be done by each student at his own cost with the approval of the department, and certificate to this effect for four weeks each time has to be produced in the department by each student.

## **Bonus marks for attendance:**

The board of Studies has considered the problem of thin attendance in the classes. It has come out with a good idea of giving bonus marks for attendance in the way proposed below.

- i) 66% attendance of the total classes held in Law School in the trimester/semester/year is compulsory. 5 bonus marks for attendance may be given to any student in the following way.
  - Upto 66% - no bonus marks.
  - 66% plus to 70% - 1 mark
  - 70% plus to 75 % - 2 marks
  - 75% plus to 80% - 3 marks.
  - 80 % plus to 85% - 4 marks.
  - 85% plus - 5 marks

- ii) 66% attendance is compulsory in each semester/trimester/year. Those getting less than 66% are liable to be detained from appearing in End-term examination of the class. However in order to mitigate this hardship, it shall be open to the Director Law School to allow the students with a view to save their year on payment of fine as given below.

Provided that those getting less than 66% but not less than 50% shall be fined Rs. 1000/- and those getting less than 50% but not 25% shall have to pay fine up to 2000/- and those getting less than 25% may be fined Rs 5000/-.

- iii) The calculation of attendance for purposes of these rules shall be made considering the attendance given in all subjects in that semester/trimester/year counted together. Shortage of attendance in any particular subject would be ignored if the total percentage calculated in above manner reaches 66%.
- iv) Attendance in moot courts, seminars and conference with the prior permission of the director shall be counted as attendance for the purpose of above calculation.
- v) The total number of lectures, tutorials and practicals in each subject shall not be less than 45 hrs. in trimester system, 90 hrs. in semester and 180 hrs. in annual pattern. If any teacher has remained on leave for any reason during trimester/semester/year and has not taken minimum number of classes stated above, he/she shall have to take extra classes so as to reach the minimum as specified above.
- vi) Snap tests shall be held after one month teaching. The mid-term examinations shall be held after 2 months of teaching.

However in exceptional situations like illness, accidents, or ODL for attending Moot courts, conferences or academic assignments with approval of the Director MATS Law School, the snap test can be held if the student applies to the HOD and attaches documentary evidence including permission of the Director even thereafter. But Snap test shall in no case be held after midterm examination and no midterm examination shall be allowed after the commencement of end term examination be whatsoever it may be.

## **Project submission**

The topics of the project in each subject shall be given to each student by the subject teacher concerned on the first day whereon the classes begin. The teacher shall also give the list of the projects to the director prior thereto. The topic assigned shall not be changed by the course teacher except with the concurrence of the Director.

Students of all batches of all streams shall adhere to the uniform pattern stated below for the submission of their projects. Failure in following the pattern would result in non-acceptance of the project.

The researcher should make sure that the project –

- a) Has been typed in Times New Roman, font size 12, double spacing with no borders
- b) Has proper title (bold, 14, Times New Roman), introduction, research objectives and conclusion besides chapters and sub chapters arranged in proper order.
- c) Follows The Bluebook: A Uniform System of Citation, 19th Edition, for the citation of the various sources of the project in footnotes. Endnotes shall not be allowed,.
- d) Mentions all the books, journals, magazines, newspapers, web sources ( eg. Manupatra, Westlaw, Indlaw etc.) and other primary and secondary sources under the title ‘references’.
- e) Besides these has a cover page, acknowledgment, table of content with page numbers.

Additionally, it is advised that the students substantiate and authenticate their arguments/points as far as possible with primary and published source material/documents. Effort must be made to avoid abundant borrowing/quoting from web sources. **Submissions with more than 20% plagiarized content will be rejected outright.**

Quotations/References from a single source should be limited to a minimum frequency of 2-3. For purposes of textual quality and uniformity, each paper should be organized into 2-3 paragraphs. Textual/content coherence should be maintained between each paragraph. Statistical Tables, Graphs, Charts, Maps, should be inserted at appropriate place in running text; not at the end of the paper. Source must be mentioned at the bottom of the Table, etc. in full language mode: British (not American). Long, repetition of sentences should be avoided. The project should not be less than 12-15 pages.

These courses shall be of 4 semesters duration to be known as 1<sup>st</sup> semester 2<sup>nd</sup> semester, 3<sup>rd</sup> semester, 4<sup>th</sup> semester.

**LL.M. 2018-20 (Semester Pattern)**

**CORPORATE LAW GROUP**

**LL.M. (SEM) – I**

Serial No.	Paper Code	Title	Marks		24 Credit Points
1.	LLM/ SEM/ 101	Jurisprudence	60+40	100	6
2.	LLM/ SEM/ 102	Law and Social Transformation	60+40	100	6
3.	LLM/ SEM/ 103	Constitutional Law: New Challenges	60+40	100	6
4.	LLM/ SEM/ 104	Legal Research and Research methodology	60+40	100	6

**LL.M (SEM) – II**

Serial No.	Paper Code	Title	Marks		18 Credit Points
1.	LLM/ SEM/ 201	Competition Law	60+40	100	6
2.	LLM/ SEM/ 202	Mergers and Acquisitions	60+40	100	6
3.	LLM/ SEM/ 203	Banking Laws	60+40	100	6

**LL.M. (SEM) – III**

Serial No.	Paper Code	Title	Marks		18 Credit Points
1.	LLM/ SEM/ 301	Special Contract	60+40	100	6
2.	LLM/ SEM/ 302	Bankruptcy and Insolvency	60+40	100	6
3.	LLM/ SEM/ 303	Law of Insurance	60+40	100	6

Semester-IV

Serial No.	Paper Code	Title	Marks	10 Credit Points
1.	LLM/ SEM/ 401	Dissertation and Viva Voice OR (Two specialization paper)	200	10

## LAW AND SOCIAL TRANSFORMATION

### Course Objectives:

This course is to be designed to offer (a) awareness of India approaches to social and economic problems in the context of law a means of social control and change; and (b) a spirit of inquiry to explore and exploit law and legal institutions as a means to achieve development within the framework of law..

### Unit I

- Whether law follows social change or leaves it
- Ways how law effects changes in society
- Human Law and its Social Contexts
- The Organization of Law

### Unit II

- Social Movement and Law
- Social Welfare Law and the Government
- Law, Justice and Freedom with special reference to justice in numbers by Pythagoras, natural law and natural rights by Finnish and concept of justification and fit by Dwarkin, theory of minimal state and redistributive justice by Nozick.
- Law making and Society

### Unit III

- Legal System, Law and Social Change, Interpretative process by Theory of adjudication by Dwarkin, justice as fairness by Rawls
- Law and Language
- Law and Religion
- Caste and Law

### Unit IV

- Communities and Law
- Regionalism and the Law
- Women and Law
- Gender Injustices and its various forms

### Unit V

- Morality as content of Law in Changing society
- Naxalite Movement: Causes and Cure
- Sarvodaya, socialist thought on law and justice
- Law and morale
- Enforcement of law

**Course Outcome:** The endeavor is to make the students aware of the role the law has played and has to play in the contemporary India society

## **Constitutional Law: New Challenges**

**Course Objectives:** The Constitution, a living document, is said to be always in the making. The judicial process of constitutional interpretation involves a technique of adapting the law to meet changing social mores.

### Unit I

- Federalism, secularism, minority appeasement, communalism and fundamentalism
- Cooperative Federalism
- Unitary and Federal Constitution
- Creation of new States.
- Autonomy of States
- Division of power
- Part XI of Indian Constitution
- Allocation and sharing of resources – distribution of grants in aid.
- The settlement of interstate disputes
- Rehabilitation of internally displaced persons.
- Centre's responsibility and internal disturbance within States.
- Directions of the Union to the State under Article 355 and 365.
- Federal Comity: Relationship of trust and faith between Union and State.
- Special status of certain States: Tribal Areas, Scheduled Areas.

### Unit II

- Concept of state and nation, separation of power, human rights of naxals, terrorists and also of Law enforcement machineries.
- State: Need for widening the definition in the wake of liberalization, globalization and privatization.
- Amendment of the Constitution
- Emergency Provision with special emphasis on article 356 & 359
- Right to Equality: Privatization and its impact on affirmative action, critical analysis of Moves of Government of Maharashtra.
- Law and Religion - Freedom of Religion and Freedom from Religion

### Unit III

- Feminism, law and women empowerment, reservations, communism, challenge to constitution,
- Right of privacy
- Media and law
- Convergent Media: Prasar Bharti
- Sting operations
- Freedom of Press and challenges of new scientific development



- Freedom of speech and expression
- Right to broadcast and telecast.
- Impact of Information Technology Act, 2000
- Right to strikes, sit-in and bandh
- Emerging regime of new rights and remedies.
- Reading Directive Principles and Fundamental Duties into Fundamental rights.
- Public law remedy for constitutional torts and growth of Compensatory jurisprudence.
- Liability of the Government for torts
- Government Contracts with special reference to spectrum allotments
- Right to education (RTE Act)
- Commercialization of Education and its impact.

#### Unit IV

- Social values, independence of judiciary, equality and socialism, personal liberty, euthanasia and death sentence.
- Law and Caste;
- Law and Community,
- Law and Language
- Regionalism
- Right of minorities to establish and administer educational institutions and state control: Critical Analysis of Pai Foundation, P A Inamdar to Medical Council Of India case 2013 & its aftermath.
- Judicial activism and judicial restraint.
- PIL: implementation.
- Appointment, transfer and removal of judges.
- Accountability: Executive and judiciary.
- Tribunals: Pre - Chandrakumar and Post - Chandrakumar Scenario.
- Election: Jurisprudence of Representation; Role of Election Commission.
- Electoral Reforms: Contribution of Judiciary.
- Coalition government, 'stability, durability, corrupt practice'

#### Unit V

- Corruption and ombudsman, constitutional judicial review and legislative supremacy.
- Bribery, Corruption & Black Money and Law
- Democratic process.
- Nexus of politics with criminals and the business.
- Prevention of corruption Act
- Overview of corruptions from Nehru to Manmohan Singh
- Central vigilance commission
- Central Bureau of investigation
- Lokpal and Lokayukt
- Lokpal Act 2013

**Course outcome:** Constitution being the fundamental law, an insight into its new trends is essential for a meaningful understanding of the legal system and processes.

# Jurisprudence

**Course Objectives:** Jurisprudence is the study of the phenomenon of law. While it is primarily law's self-understanding, it involves interdisciplinary study of law as well. The course analyses and considers the implications of the different understandings and approaches.

## Unit I

- What is Law?, Nature & Definition
- What is Legal Theory and Difference with Jurisprudence
- General Jurisprudence, Specific Jurisprudence
- Priori and Postiori Methods
- Law, science and Technology
- Scientists and Social Scientists
- Natural Law and Law of Nature
- Philosophy of Law
- Cosmic law, basic law of creation
- Religion of Law and Law of Religion
- Transcendental Jurisprudence and Vedic Jurisprudence
- Sociology of law and Legal Sociology
- Natural Law Jurisprudence and Human Rights Jurisprudence- Aquinas, Socrates, Plato, Aristotle and Pre Socrates thinkers, Augustine

## Unit II

- Human law in social contexts.
- Different approaches to law
- Law and social order
- Law, power and legal system
- Positive Law Jurisprudence, Formal Theories of “a law” and “the law” – Machiavelli, Locke, Hobbes, Bentham, Austin, Hart and Fuller
- Historical Jurisprudence – Savigny, Maine
- Economic Jurisprudence – Marx

## Unit III

- Law, moral and society
- Law, justice and freedom
- Pure Theory of Law – Kelsen
- Sociological theories of legal theory – Comte, Duguit, Ihering, Pound
- Realist Jurisprudence – American Realists (Holmes, Llewellyn, Frank) and Scandinavian Realists (Hagestrom, Lundstedt, Olivecrona and Ross)

## Unit IV

- Law and social change
- Law making and society
- Concept of “Dharm”
- Concept of Religion
- Hindu Jurisprudence – Sources
- Theories of Ownership

- Theories of Possession
- Concept of Duties
- Social Institutions like Marriage, Live-in-relationships, Gay Marriages, Monogamy, Polygamy, Polyandry and Marital relationships among Adivasis of Chhattisgarh and Khap Dictates and Law
- Domestic Relationship – From undivided -Joint Hindu Family – Joint Family – Single Family – Single Parent Family , Position, Status and Property Rights of Married Women, Un-wed Mothers, Unmarried Girls and widows
- Vedism and transcendentalism
- God- a juristic concept
- \Oaths prescribed in third Schedule of the Indian Constitution

#### Unit 5

- Social movement and social welfare
- Law and the government
- Tribal Law in Chhattisgarh
- Muslim Jurisprudence- Sources
- Concept of Ownership in Muslim Law
- Concept of Possession in Muslim Law
- Social Institutions like Nikah, Live-in-relationships, Gay Marriages, Monogamy, Polygamy, Polyandry
- Domestic Relationship – Contribution of Islam in Establishing the feeling of World Family through concept of Fraternity - Position, Status and Property Rights of Married Women, Unmarried Girls and widows

**Course outcome:** The course will introduce you to the great thinkers and ideas about law. It provides a survey of their ideas and approaches and critical analysis of those ideas and approaches

## Legal Research and Research Methodology

**Course Objectives:** Growth of legal science in India depends on the nature and career of legal research. The syllabus is designed to develop also skills in research and writing in a systematic manner

#### Unit-1

- Research Methods
- Socio Legal Research
- Doctrinal and non-doctrinal
- Relevance of empirical research
- A priori and posteriori
- Science and philosophy
- Human science methods and social science methods
- Induction and deduction

#### Unit-2

- Identification of Problem of research
- What is a research problem?
- Survey of available literature and bibliographical research.
- Legislative materials including subordinate legislation, notification and policy statements
- Decisional materials including foreign decisions; methods of discovering the "rule of the case" tracing the history of important cases and ensuring that these have not been over-ruled; discovering judicial conflict in the area pertaining to the research problem and the reasons thereof.

#### Unit-3

- Juristic writings - a survey of juristic literature relevant to select problems in India and foreign periodicals.
- Compilation of list of reports or special studies conducted relevant to the problem.
- Preparation of the Research Design.
- Formulation of the Research problem.
- Devising tools and techniques for collection of data : Methodology

#### Unit-4

- Methods for the collection of statutory and case materials and juristic literature.
- Use of historical and comparative research materials.
- Use of observation studies.
- Use of questionnaires/interview.
- Use of case studies

#### Unit-5

- Sampling procedures - design of sample, types of sampling to be adopted.
- Use of scaling techniques
- Jurimetrics
- Computerized Research - A study of legal research programmes such as Lexis and West law coding
- Classification and tabulation of data - use of cards for data collection - Rules for tabulation. Explanation of tabulated data
- Analysis of data

**Course outcome:** It enables students and scholars to understand the principles of research methods and explore different modes of analyzing for socio-legal problem.

## **BANKING LAWS**

**Course Objective: To understand system of Banking in India.it deals with study of various laws regulating banking sector in India.**

### **UNIT [I] Introduction**

- i. Evolution of Banking and its history in India.
- ii. Bank, Banking and Bank Regulation.
- iii. Structure and function of Banking Institutions—The different types of Banks viz. Central Bank, Commercial Bank, Co-operative Banks, Specialized Banks, Regional Rural Banks (RRBs), NABARD, Financial Institutions and their respective functions – An Overview.
- iv. Commercial banks: Structure and function.
- v. Systems of Banking: Unit banking, branch banking, group banking and chain banking.

### **UNIT [II] Relation between Banker and Customer**

- i. Legal character of Banker – Customer relationship.
- ii. Rights and obligations of Banker.
- iii. Types of Accounts.
- iv. Principles of good lending.

### **UNIT [III] The Negotiable Instrument Act, 1881**

Legal aspects of negotiable instrument in general and special features of the following instruments in particular:

- i. Companies, Promissory Note, Bill of Exchange, Cheque, Drawer, Drawee, Payee, Holder, Holder in due course, Inland Instrument, Foreign Instrument, negotiable Instrument, Negotiation, Indorsement, inchoate stamped Instruments.
- ii. Crossing of Cheques-- Criminal liability on dishonour of Cheque (Section 138 – 142) the law relating to payment of customers cheque-- rights and duties of paying banker and a collecting banker.

#### **UNIT [IV] Reserve Bank of India**

##### Structure and Functions

- i. Central Banking: Organizational Structure of RBI
- ii. Functions of the Reserve Bank • Primary functions • Secondary functions
- iii. Controlling function of RBI over Banking and Non-Banking Companies

#### **UNIT [V] Control of Banks in India**

- i. The role of banking institutions in the socio-economic development of the country- Advanced to priority sector and Credit Guarantee Scheme.
- ii. Social Control of Banks.
- iii. Nationalisation of Banks. iii. Priority lending.
- iv. Protection of Depositors, Promotion of underprivileged classes, Development work and participation in national economy. [Narshimam Committee Recommendations]

#### **Unit [VI] Emerging Dimensions in Banking System**

- i. E-commerce
- ii. E-banking

**Course outcome:** Students will be able to understand the various modes of Commercial Transactions and laws governing them.



## **LAW OF INSURANCE**

**Course Objective: To understand principles behind the concept of Insurance Law. To understand different aspects of Life Insurance.**

### **Unit – I History and Growth of Insurance Business in India**

- Definition of Insurance
- Insurance Contract-A Contract of Indemnity or Contingent Contract
- Wager and Insurance
- Principle of Utmost good faith•

### **Unit – II Kinds of Insurance**

- General Principle of Insurance
- a) Insurable interest b) Premium c) Risk d) Doctrine of Subrogation and Contribution Rights and Liabilities of Insurer and Insured person
- Life Insurance Contract – Nature and Scope
- Establishment and Functioning of LIC

### **Unit – III Nature and scope of Marine Insurance**

- Different kinds of marine policies
- Voyage –Deviation
- The perils of the sea
- Implied warranties in marine insurance contract

- Assignment of Marine Policy•

#### **Unit –IV Nature of Fire Insurance Contract**

- Meaning of the word ‘fire’ – Scope of Fire Policy
- Principle of Reinstatement
- Double insurance and reinsurance
- Doctrine of Approximation•

#### **Unit – V Purpose of compulsory insurance**

- Motor Vehicle Insurance and Rights of third parties
- Burglary Insurance
- Adjudicating Authorities of Insurance Claims
- Powers and Functions of the Insurance Regulatory and Development Authority

**Course Outcome: Students would be able to understand importance of Insurance Law and its importance in life of Mankind.**

### **COMPETITION LAW**

. To prohibit the agreements or practices that restricts free trading and also the competition between two business entities,

- To ban the abusive situation of the market monopoly,
- To provide the opportunity to the entrepreneur for the competition in the market,
- To have the international support and enforcement network across the world,
- To prevent from anti-competition practices and to promote a fair and healthy competition in the marke

## **Unit I**

Introduction: Basic Concepts –Customer and Consumer - Market – Types of Market - Perfect Market, Monopoly, Oligopoly and Monopoly - Cartel - Predatory Pricing - Resale Price Maintenance - Competition – Models of Competition - Competition Policy - Competition Law - Goals of Competition Law.

## **Unit II –**

History and Development of Competition Law: History and Development of Competition Law - History and Development in UK and US - An Overview of Legal Framework in USA – UK and EC Competition Law - History and Development of Competition Law in India - Constitutional vision of social justice - Sachar Committee, MRTP Act - Salient features and its amendment in 1991 - Liberalization and Globalization - Raghavan Committee Report -Competition Act 2002 - An Overview of Competition Law in India - Important Definitions under the Competition Act, 2002

## **Unit III –**

Regulation of Collusion in the Market: Anti- Competitive Agreements under the Competition Act, 2002 - Appreciable Adverse Effect on Competition in the Market - Determination of Relevant Market - Rule of Reason and Per Se Illegal Rule - Horizontal and Vertical restraints – Exemptions – Penalties - Prohibition of Anti- Competitive Agreements in EU, UK and US Laws.

## **Unit IV –**

Regulation of Abuse of Dominant Position: Introduction - Dominance in the Market - Relevant Market - Appreciable Adverse Effect on Competition in the Market - Abusive Conducts under the Competition Act, 2002 – Penalties - Prevention of Abuse of Dominance under EU, UK and US Laws.

## **Unit V -**

Regulation of Combinations: Combinations: Merger, Acquisition, Amalgamation and Takeover - Horizontal, Vertical and Conglomerate Mergers - Combinations covered under the Competition Act, 2002 – Regulations – Penalties - Regulation of Combinations under EU, UK and US Laws.

## **Unit VI –**

Enforcement Mechanisms: Enforcement Mechanisms under the Competition Act, 2002 - Competition Commission of India - Constitution of the CCI - Powers and Functions- Jurisdiction of the CCI - adjudication and appeals - Director General – Competition Appellate Tribunal- Enforcement Mechanisms under the EU, UK and US Laws.

## **Unit VII –**

Competition Advocacy and Emerging Trends in Competition Law: Competition Advocacy in India and other foreign jurisdictions - Intellectual Property Rights and Competition Law - International Trade Law and Competition Law - International Competition Law.

**Course outcome:** It is a tool to implement and enforce competition policy and to prevent and punish anti-competitive business practices by firms and unnecessary Government interference in the market. Competition laws are equally applicable on written as well as oral agreement, arrangements between the enterprises or persons

## **SPECIAL CONTRACT**

**Course objectives: To understand nature and scope of Special forms of Contract.**

### **Unit I.**

#### **Indemnity:**

- The concept
- Need for indemnity to facilitate commercial transactions.
- Definition of Indemnity
- Nature and extent of liability of the indemnifier
- Commencement of liability of the indemnifier
- Situations of various types of indemnity creations.
- Documents/agreements of indemnity 1.8. Nature of indemnity clauses.

### **Unit II**

#### **Guarantee:**

- The concept
- Definition of guarantee: as distinguished from indemnity.
- Basic essentials for a valid guarantee contract.
- Position of minor and validity of guarantee when minor is the principal debtor, creditor or surety.
- Continuing guarantee.
- Nature of surety's liability
- Duration and termination of such liability
- Illustrative situations of existence of continuing guarantee.
- Creation and identification of continuing guarantees.
- Rights of surety:
- Position of surety in the eye of law
- Various judicial interpretations to protect the surety.
- Co-surety and manner of sharing liabilities and rights.
- Extent of surety's liability.

- Discharge of surety's liability.

### **Unit III**

#### **Bailment:**

- Identification of bailment contracts in day today life.
- Manner of creation of such contracts
- Commercial utility of bailment contracts
- Definition of bailment 3.4. Kinds of bailees
- Duties of Bailor and Bailee towards each other
- Rights of bailor and bailee
- Finder of goods as a bailee.
- Liability towards the true owner.
- Obligation to keep the goods safe

### **Unit IV**

#### **Pledge:**

- Pledge: comparison with bailment
- Commercial utility of pledge transactions
- Definition of pledge under the Indian contract Act
- Other statutory regulations(State & Centre)regarding pledge, reasons for the same.
- Rights of the pawner and pawnee.
- Pawnee's right of sale as compared to that of an ordinary bailee.
- Pledge by certain specified persons mentioned in the Indian Contract Act.

### **Unit IV**

#### **Agency: 5.1.**

- Identification of different kinds of agency transactions in day to day life in the commercial world
- Kinds of agents and agencies.
- Distinction between agent and servant.
- Essentials of a agency transaction

- Various methods of creation of agency
- Delegation 5.6. Duties and rights of agent.
- Scope and extent of agent's authority
- Liability of the principal for acts of the agent including misconduct and tort of the agent.  
Liability of the agent towards the principal.
- Personal liability towards the parties.
- Methods of termination of agency contract
- Liability of the principal and agent before and after such termination.

#### **Unit IV**

##### Sale of Goods:

- Concept of sale as a contract
- Illustrative instances of sale of goods and the nature of such contracts.
- Essentials of contract of sale
- Essential conditions in every contract of sale
- Implied terms in contract of sale
- The rule of caveat emptor and the exceptions thereto under the Sale of Goods Act.
- Changing concept of caveat emptor 6.8. Effect and meaning of implied warranties in a sale
- Transfer of title and passing of risk
- Delivery of goods: various rules regarding delivery of goods.
- Unpaid seller and his rights
- Remedies for breach of contract

#### **Unit IV**

##### Partnership:

- Nature of partnership: definition
- Distinct advantages and disadvantages vis-à-vis partnership and private limited company
- Mutual relationship between partners
- Authority of partners

- Admission of partners.
- Outgoing of partners.
- Registration of Partnership
- Dissolution of Partnership

**Course Outcome:** Students would be able to understand various modes of Special Contract.



## **BANKRUPTCY AND INSOLVENCY**

**Course Objective:** This Subject is considered next biggest economic reform after GST. It consolidates and amends the laws relating to reorganization and insolvency resolution of corporate firms, persons and Individual.

### **UNIT – I**

- Introduction – bankruptcy
- The concept of Insolvency and Bankruptcy
- Brief Historical Perspective
- India: concurrent jurisdiction - the central and state legislation
- Important terms and definitions
- A critical study of Bankruptcy Act 1914
- Difference between bankruptcy and insolvency

### **UNIT – II**

- Origin and Object of Insolvency laws, Committees on Insolvency, International scenario of laws on insolvency, UNICTRAL Laws on insolvency
- Laws relating to insolvency of individuals and unincorporated entities and indigent persons in C.P.C., Introduction to the Provincial Insolvency Act, 1920 and Introduction to the Presidency town insolvency Act, 1909.
- Acts of Insolvency, Who can be adjudged insolvent? Constitution and Powers of Courts, administration of property, methods of proofs of debts, Official receiver, Duties and powers of official receiver, Distribution of property, priority of debts, Surplus, Penalties, Doctrine of reputed ownership.

### **UNIT – III**

- Corporate bankruptcy – nature, meaning and procedure
- Laws relating to winding up and dissolution of Limited Liability Partnerships.

- Provisions relating to Bankruptcy, winding up, dissolution of companies and LLP and sick companies. Insolvency and Corporate Restructuring including Mergers and Acquisitions

#### **UNIT – IV**

- A study of Provincial Insolvency Act 1920
- A critical study of SARFAESI Act 2002. Insolvency and SARFAESI, Insolvency and Recovery of Debt Due to Banks, Process of recovery of debts in India.
- Insolvency jurisdiction – Courts, Powers of court
- Acts of Insolvency
- Transfer of property to a third person for benefit of creditors generally
- Transfer with intent to defeat creditors.
- Fraudulent preferences in transfer of property
- Absconding with intent to defeat the creditors
- Sale of property in execution of decree of court.
- Adjudication as insolvent
- Notice to creditors about suspension of payment of debt.
- Imprisonment in execution of a decree of a court
- Notice by creditor, Insolvency petition, By creditor, By debtor
- Contents of the petition, Admission, Procedure

#### **UNIT – V**

- Order of adjudication - Effect
- Publication of order
- Proceedings, consequent on order of adjudication, Protection order from arrest or detention, Power to arrest after adjudication per attempt abscond
- Schedule of creditors
- Burden of creditors to prove the debt.
- Annulment of adjudication, Power to annul, Effect

- Failure to apply for discharge, Post adjudicatory scheme for satisfaction of the debt, Discharge of debtor
- Effect of insolvency on antecedent transaction
- On rights of creditor under execution
- Duties of court executing decree on the property taken in execution
- Avoidance of voluntary transfer, Avoidance of preference, Realization of property
- Appointment of receiver, Duties and powers, Appeal against receiver
- Distribution of property, Priority of debts, Dividends
- Offences by debtors
- Disqualification of insolvent
- Appeal Text References
- Institutional machinery under various laws, Professional opportunities in Insolvency, Insolvency regulators and associations.

Precedency tows insolvency act 1909

Course Outcome: It enables students to understand difference between Individual bankruptcy and Corporate Insolvency. It further explains Insolvency resolution process

## MERGER AND ACQUISITION

**Course objective:** This subject enables the development of practical knowledge and skills related to analysing and negotiating mergers and acquisitions. It focuses on the design, analysis, and implementation of strategies aimed at repositioning and revitalising companies faced with competitive challenges and opportunities..

### UNIT I

- Introduction - Meaning of corporate restructuring, need, scope and modes of restructuring, historical background, global scenario, national scenario.
- Mergers' and 'Acquisitions', bodies governing M&A activity in India. Meaning and definition of 'slump sale', 'asset sale', 'acquisition of shares', and 'de-merger', Forms of Corporate Restructuring - Spin Offs, Equity Carve Outs, Going private and Leveraged Buy-Outs, Merger Types and characteristics.

### UNIT II

- Procedural aspects relating to commencing of meetings and presentation of petition including documentation, economic aspects including effect on the interest of small investors; accounting aspects, financial aspects including valuation of shares, taxation aspects, stamp duty and allied matters, filing of various forms.
- Takeovers - Meaning and concept, types of takeovers, legal aspects - SEBI takeover regulations, procedural aspects, economic aspects, financial aspects, accounting aspects, taxation aspects, stamp duty and allied matters, payment of consideration, bail out takeovers, takeover of sick units.

### UNIT III

- Funding of Mergers and Takeovers - Financial alternatives, merits and demerits, funding through various types of financial instruments including preference shares, non-voting shares, buy-back of shares, hybrids, options and securities with differential rights, employer stock options and securities with differential rights, takeover finance, ECBs, funding through financial institutions and banks, rehabilitation finance, management

buyouts. Valuation of Shares and Business - Introduction, need and purpose; factors influencing valuation; methods of valuation.

#### UNIT IV

- Corporate Demergers/Splits and Divisions - Difference between demerger and reconstruction; modes of demerger - by agreement, under scheme of arrangement, by voluntary winding up; tax aspects, tax reliefs, Indian scenario, reverse mergers.
- Post-Merger Re-organization - Accomplishment of objectives - criteria of success, profitability, gains to shareholders; post-merger valuation; measuring post-merger efficiency; factors in post-merger reorganization.

#### UNIT V

- Foreign exchange laws in mergers and acquisition transactions, **Overseas Direct Investment**, The Companies Act, 2013 and its impact on M&A transactions.

**Course Outcome:** The primary objective of this subject is to develop both your analytical and interpersonal skills through the use of readings, cases, lectures, discussions, simulations and role plays within the context of strategic mergers and acquisition.

## **Dissertation and Viva Voice OR (Any two papers of specialization)**

### **Dissertation**

Dissertation shall be compulsory in LLM final. It shall be on any topic relating to the group wherein the candidate has chosen to specialize. But the topic must be from a subject other than which has been chosen for written examination. The topic shall be chosen well in advance at the time of admission in LLM final with the approval of Head of the Department who shall also assign a supervisor for each student.

The dissertation shall not be of less than 150 pages typed and shall be forwarded by the Supervisor to the HOD and shall be deposited in the MATS Law school office to be forwarded to the examination section. The dissertation must be submitted 10 days before the commencement of the written examination.

The dissertation shall be of maximum 200 marks, 150 maximum for dissertation, out of which 75 maximum by internal evaluator, and 75 maximum for external evaluator, the pass marks shall be 40 from each examiner out of 75.

The viva-voce board shall be constituted by the University on the recommendation of the Director, MATS Law School for conducting viva of each student which shall include the HOD or his nominee and the teacher who supervised the dissertation.

In viva the maximum marks shall be 50 and pass marks shall be minimum 30. Students shall have to pass separately in evaluation done by the internal examiner and also done by external examiner and the evaluation done by the viva-voce board. Failure in any of the written paper or internal evaluation of dissertation, or external evaluation of the dissertation or viva voce shall mean failing in the whole semester and the student shall have to appear in LLM final, all papers, in which he appeared in written examination and shall have to submit revised dissertation for fresh valuation and shall have to appear in viva accordingly along with new batch of the students coming in for evaluation next year. He will be treated as ex-student and shall not be required to pay tuition fee. However, examination fee including fee for evaluating dissertation and for conducting viva shall be charged by the University.