

Corporate Law

Level CPA PI Subject Code P103 Exam Marks 100

Assessment Level: Advanced/Conceptual/Practical/Expert/Professional

Assessment Strategy

Section A: MCQ's 10(10Marks)	Competency Questions 10 (30Marks)	Case Studies/Scenario base Question 1 (10Marks)
Section B: MCQ's 05(5Marks)	Competency Questions 2 (7.5Marks)	Case Studies/Scenario base Question 1(7.5Marks)
Section B: MCQ's 02(2Marks)	Competency Questions 2 (8Marks)	Case Studies/Scenario base Question 1(10Marks)

Syllabus

Section	Lead Topics	Indicative Syllabus
Section A: 60%	Company Law	Meaning of "subsidiary" and "holding company, Ordinance not to apply to certain corporations, Application of Ordinance to non-trading companies with purely provincial objects, Ordinance to override memorandum, articles, etc., Obligation to register certain associations, partnerships, etc., as companies, Mode of forming a company, Memorandum of company limited by shares, Memorandum of company limited by guarantee, Memorandum of unlimited company, Registration of articles., Form of memorandum and articles, Effect of memorandum and articles, Effect of registration, Conclusiveness of certificates of incorporation, Copies of memorandum and articles to be given to members, Prohibition of certain names, Power to dispense with "Limited" in the name of charitable and other companies, Provision as to companies limited by guarantee.

Section	Lead Topics	Indicative Syllabus
Section A: 60%	Company Law	<p>Prospectus to be dated, Matters to be stated and reports to be set out in Prospectus Newspaper advertisement of prospectus, Restriction as to allotment, Effect of irregular allotment, Repayment of money received for shares not allotted, Limitation of time for issue of certificates, Issue of duplicate certificates, Transfer of shares and debentures, Directors not to refuse transfer of shares, Notice of refusal to transfer, Transfer to successor-in-interest, Transfer to nominee of a deceased member, Transfer by nominee or legal representative, Further issue of capital, Classes and kinds of share capital, Only fully paid shares to be issued</p> <p>Restrictions on commencement of business, Statutory meeting of company, Annual general meeting, Calling of extraordinary general meeting, Provisions as to meetings and votes, Proxies, Voting to be by show of hands in first instance, Chairman's declaration of result of voting by show of hands to be evidence, Demand for poll, Time of taking poll, Resolution passed at adjourned meeting, Minutes of proceedings of general meetings and directors Minimum number of directors of a company</p> <p>Only natural persons to be directors, First directors and their term, Retirement of directors, Procedure for election of directors, Removal of director, Consent to act as director to be filed with registrar, Ineligibility of certain persons to become director, Vacation of office by the directors, Appointment of first chief executive, Appointment of subsequent chief executive, Terms of appointment of chief executive and filling up of casual vacancy, Restriction on appointment of chief executive, Removal of chief executive, Chief executive not to engage in business competing with company's business, Register of directors, officers, etc, Prohibition of short selling, Trading by directors, officers and principal, Shareholders Contracts by agents of company in which company is undisclosed principal</p> <p>Annual accounts and balance sheet, Contents of balance sheet, Dividend to be paid only out of profits, Dividend not to be paid except to registered shareholders or to their order or to their bankers, Period for payment of dividend, Appointment and remuneration of auditors, Provisions as to resolutions relating to appointment and removal of auditors, Qualification and disqualification of auditors, Powers and duties of auditors, Reading and inspection of auditor.s report, Signature on audit report, etc., Audit of cost accounts</p>

Section	Lead Topics	Indicative Syllabus
Section B: 20%	Other Laws	Foreign Exchange Regulations; Stock Exchange listing rules and regulations; Debt Securities Trustee Regulations AML Act 2010; Competition Ordinance and Regulations

Section	Lead Topics	Indicative Syllabus
Section c: 20%	Secretarial Practices	<p>Floataion of shares and securities including prospectus, offer for sale and convertible securities, stock exchange listing rules, underwriting, brokerage, etc.; and discount and premium on shares; application and allotment of shares, issue of share certificates and bonus and right shares and transfer and transmission of shares of companies, investigation and dividend.</p> <p>a. Filing requirements, maintenance of statutory books and registers under the Companies Ordinance, 1984.</p> <p>b. Meetings of shareholders and directors and all proceedings thereto, including notices, agenda, quorum, voting, poll, proxies, resolutions and minutes.</p> <p>c. Functions and responsibilities of the Securities and Exchange Commission of Pakistan</p>

