ONE YEAR

LLM PROGRAMME

REVISED REGULATIONS
AND
COURSE STRUCTURE

(2016-2017)

APPROVED BY SPECIAL BOARD OF STUDIES
OF THE SCHOOL OF LAW
One Year LLM Degree Programme Revised Regulations and Course Structure
(2015-2016)

REGULATIONS:

Revised Regulations for the one year LLM (Corporate and Securities Laws), LLM (Intellectual Property Laws) and LLM (International Commercial Laws) programmes:

Programme summary: One Year LLM is a regular, full time intensive programme on trimester pattern.

Eligibility Criteria: 3/5 years B.L. or LL.B. or B.L. (Hons.) or LL.B. (Hons.) or its equivalent with not less than 50% marks in aggregate. Those who are enrolled shall produce suspension of practice certificate from the respective Bar Council and given undertaking that they shall not practice during the course of the study for this program.

Admission Procedure: Admission to this programme is based purely on merit in the all India admission test organized by the Pondicherry University, Puducherry.

Intake: 20 candidates per batch.

Pedagogical Method: Classroom lectures, tutorials, seminars, case studies etc. shall form part of the teaching methods. Students’ are also encouraged to develop self-learning skills to carry out independent research. Project writing and presentation of the project and viva voce will also form part of the teaching methods.

Evaluations criteria: The evaluation of this programme is as per the UGC guidelines of evaluation where internals and end term examination carries 50% marks each. Internals will include class attendance in a given subject, assignment writing, project writing/term papers, presentation of the project/term paper and viva voce or any of them. In all taught courses, internals carry a total of 50 marks and the end term exam will be of 50 marks.

Evaluation pattern of internals and weightage:

- Attendance – 5 marks
- Project First draft – 5 marks
- Project Presentation – 10 marks
- Project Final Draft – 30 marks
Any other components, if introduced by a teacher the weightage of marks may be readjusted, provided that the attendance marks shall not be modified.

The external examiner shall set the question paper for end term examination. The course teacher and an external examiner shall evaluate the end term answer scripts, independently. Where the difference in marks between both the evaluations is less than 10 marks, the average of the both marks will be considered for grading. In case difference in marks is 10 or more, the answer scripts shall be reevaluated by a third examiner. In such cases, the average of two highest scores shall be considered for grading.

Dissertation will be evaluated out of 200 marks. Of which 50 marks is for presentation and viva voce. The final written draft of the dissertation will be evaluated out of 150 marks. The dissertation will be evaluated by the guide as well as by an external examiner. Where the difference between both the evaluations is less than 10% of the marks (i.e. 15 marks), the average of the both marks will be considered for grading. In case difference in marks is 10% or more, such dissertation(s) shall be reevaluated by a third examiner. In such cases, the average of two highest scores shall be considered for grading.

In order to pass a course, a candidate must score a minimum of 50% of marks in aggregate in each of the specified courses. There is no separate minimum passing marks in internals and end term written examination. The successful candidates will be awarded grades only, on a 10 point scale.

A candidate shall pass all the specified courses within two years. Failing which s/he has to seek extension of time for a maximum of 6 months from the Dean, School of Law. The Dean in his or her discretion may allow such application. In any case, no candidate can seek time beyond 6 months. All such candidates who have not completed the course requirements shall appear in the admission test, subject to fulfilling other requirements, should they wish to study the course again.

Total credits : Minimum 24 and maximum 36 credits.
**COURSE STRUCTURE:**

**COMPULSORY PAPERS:**

<table>
<thead>
<tr>
<th>Sl.No.</th>
<th>Course Code</th>
<th>Name of the Subject</th>
<th>No of credits</th>
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<tbody>
<tr>
<td>1.</td>
<td>LLM 101</td>
<td>Law and Justice in a Globalizing World</td>
<td>3</td>
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<tr>
<td>2.</td>
<td>LLM 102</td>
<td>Research Methods and Legal Writing</td>
<td>3</td>
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<tr>
<td>3.</td>
<td>LLM 103</td>
<td>Comparative Public Law / Systems of Governance</td>
<td>3</td>
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<td>4.</td>
<td>LLM 104</td>
<td>Comparative Contract Law (CCL-I)</td>
<td>3</td>
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<td>5.</td>
<td>LLM 105</td>
<td>Comparative Corporate Law (CCL-II)</td>
<td>3</td>
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<td>6.</td>
<td>LLM 106</td>
<td>Comparative Intellectual Property Law</td>
<td>3</td>
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<td>7.</td>
<td>LLM 999</td>
<td>Internship (6 Weeks duration)</td>
<td>2</td>
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<td>8.</td>
<td>LLM 1000</td>
<td>Dissertation</td>
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**OPTIONAL PAPERS:**

(In order to be eligible for a specialisation, a candidate shall study a minimum of 4 courses from amongst the designated courses of a relevant specialisation and the dissertation shall be from that area of interest).

**SPECIALISATION: Corporate and Securities Laws**

<table>
<thead>
<tr>
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<tbody>
<tr>
<td>1.</td>
<td>LLM 201</td>
<td>Corporate Finance Law</td>
<td>3</td>
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<td>2.</td>
<td>LLM 202</td>
<td>Law of Securities and Derivatives Contracts</td>
<td>3</td>
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<td>3.</td>
<td>LLM 203</td>
<td>Corporate Governance</td>
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<td>4.</td>
<td>LLM 204</td>
<td>Corporate Restructuring (Mergers, Acquisition etc)</td>
<td>3</td>
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<td>5.</td>
<td>LLM 205</td>
<td>Corporate Insolvency Law including Revival of Sick Companies</td>
<td>3</td>
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<td>6.</td>
<td>LLM 206</td>
<td>Corporate Taxation Law (Direct Taxation)</td>
<td>3</td>
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<td>7.</td>
<td>LLM 207</td>
<td>Law &amp; Practice of Shareholders’ Agreements</td>
<td>3</td>
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<td>8.</td>
<td>LLM 208</td>
<td>Inspection, Inquiry, Investigations and Adjudicatory mechanism under the Companies Act 2013.</td>
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**SPECIALISATION : Intellectual Property Laws**

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<tr>
<td>1.</td>
<td>LLM 301</td>
<td>Law of Patents</td>
<td>3</td>
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<td>2.</td>
<td>LLM 302</td>
<td>Law of Trademarks</td>
<td>3</td>
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<td>3.</td>
<td>LLM 303</td>
<td>Law of Copyright and Allied Rights</td>
<td>3</td>
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<td>4.</td>
<td>LLM 304</td>
<td>Protection of Traditional Knowledge and Genetic Resources.</td>
<td>3</td>
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<td>5.</td>
<td>LLM 305</td>
<td>Access to patented Knowledge, Products and Medicines</td>
<td>3</td>
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<td>6.</td>
<td>LLM 306</td>
<td>Law of patent and Bio-technology</td>
<td>3</td>
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<tr>
<td>7.</td>
<td>LLM 307</td>
<td>Management and Utilization of State and PPP Patents: Policy, Law and Practice</td>
<td>3</td>
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<td>8.</td>
<td>LLM 308</td>
<td>Patent Drafting</td>
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**SPECIALISATION : International Commercial Laws**

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<tr>
<td>1.</td>
<td>LLM 401</td>
<td>International Sale of Goods</td>
<td>3</td>
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<tr>
<td>2.</td>
<td>LLM 402</td>
<td>International Carriage of Goods by Sea</td>
<td>3</td>
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<td>3.</td>
<td>LLM 403</td>
<td>International Commercial Arbitration</td>
<td>3</td>
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<td>4.</td>
<td>LLM 404</td>
<td>Competition Law</td>
<td>3</td>
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<td>5.</td>
<td>LLM 405</td>
<td>Law of Trademarks</td>
<td>3</td>
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<td>6.</td>
<td>LLM 406</td>
<td>Law of Copyright</td>
<td>3</td>
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<td>7.</td>
<td>LLM 407</td>
<td>Law of Banking</td>
<td>3</td>
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<td>8.</td>
<td>LLM 408</td>
<td>Law of Insurance</td>
<td>3</td>
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I. Course Objectives

This course is intended to familiarise postgraduate students with (a) select schools of legal theory and the rationales behind them; (b) multiple strata at which law, justice and society intersect; (c) the process of globalisation; and (d) the implications of globalisation on law and legal theory.

II. List of Modules

101.1. Fundamentals of Jurisprudence

   101.1.1 Divine Law
   101.1.2 Natural Law
   101.1.3 Empiricist Philosophy and its Connection with Natural Science
   101.1.4 Classical Positivism
   101.1.5 Modern Positivism – The Impact of HLA Hart

101.2. Background to Globalisation – A Multidisciplinary Overview

   101.2.1 What is Globalisation
   101.2.2 Globalisation in Our Everyday Lives
   101.2.3 Economic, Social, Political Dimensions of Globalisation

101.3. Law and Society

   101.3.1 The Connections between Law and Society
   101.3.2 Judicial Thinking as a Consequence of Socialisation – Pound, Holmes, Cardozo
   101.3.3 The Marxist View of Law
   101.3.4 Theories of Justice

101.4. Law and Justice – An Overview

   101.4.1 Dimensions of Justice
   101.4.2 Plato’s Concept of Justice
101.4.3 Aristotle’s Concept of Justice
101.4.4 Distributive Justice and its Connection with Law
101.4.5 Modern Conceptions of Distributive Justice – A Comparison of Nozick and Rawls

101.5 Judicial Process

101.5.1 Rule-Scepticism, Fact-Scepticism
101.5.2 American Legal Realism
101.5.3 American Legal Realism and its Connections with the Sociological School
101.5.4 Scandinavian Realism
101.5.5 Indian Judicial Thinking in the Light of Realist Schools
   101.5.5.1 Judicial Activism
   101.5.5.2 Public Interest Litigation
   101.5.5.3 Judicial Lawmaking

101.6. Modern developments in jurisprudence

101.6.1 Critical Legal Studies
101.6.2 Postmodernism, Deconstruction
101.6.3 Feminism

101.7. The Impact of Globalisation on Law and Justice

101.7.1 Globalisation and Law
101.7.2 Transforming Notions of Sovereignty
101.7.3 Transforming Notions of Justice
101.7.4 Transforming Notions of Entitlement
101.7.5 Community Ownership, Community Rights, and Globalisation

III. Integrated Reading List

Research Methods and Legal Writing (LLM 102)

I. Introduction

Research methods and Legal Writing course introduces the students to the world of academic legal research and legal writing. At LLM level the students are expected to write a dissertation thesis at the last term which shall be a publishable quality. In order to train the students how to identify a research problem and to proceed with the research, this paper is divided into two parts. The first part deals with research methodology while the second part deals with legal writing aspects.

In any research the use of scientific method and getting a reliable research output requires proper train of a researcher. In order to achieve the same, this course is taught as a compulsory course.

I. Objectives

1. To study the meaning, scope and significance of research
2. To study various methods of research and methodology
3. To acquaint the students with the use of empirical research methods and to encourage them to use such empirical methods in legal research
4. To train them in proper legal writing and foot noting, editing etc.
5. To inculcate self reading to expand the research skills

II. Modules to be covered:

Part I - Research Methods

102.1. Research: Meaning, Objectives and Scope
102.2 Research Methods vis-à-vis Research Methodology
   Scientific Method – Meaning and Significance
102.3. Legal Research – Meaning, Scope and purpose
102.4. Law and Society and Law in Society
102.5. Types/Kinds of Research: Doctrinal and Non-Doctrinal (empirical);
   102.5.1. Field research and Laboratory research
   102.5.2. Analytical and Descriptive
102.5.3. Participatory and Non-Participatory
102.5.4. Comparative, Historical Critical, Socio-Legal;
102.5.5. Mono Disciplinary and Inter-Disciplinary (Multi Disciplinary)
102.5.6. Quantitative and Qualitative
102.5.7. One time and Longitudinal

102.6. Social Sciences and Legal Research – Similarities and Differences
102.6.1. Legal Research for Professional Service
102.6.2. Legal Research in Absence of Law and for Scholarship
102.6.3. Legal Research for Law Reforms
102.6.4. Interface between Legal Research and Policy Studies & Research
102.6.5. Empirical Legal Studies
102.6.6. Research Methods

102.7. Research Design
102.7.1. Steps in Research: Research Process
102.7.2. Research Problem: Identification and Formulation
102.7.3. Hypothesis
102.7.4. Use of Library, Use of Modern Technology/Computer Assisted Research
102.7.5. Tools and Techniques for Collection of Data. Primary and Secondary Sources.
102.7.6. Literature Review.
102.7.8. Compilation/Collating, Analysis and Interpretation of Data
102.7.9. Use of Deductive and Inductive Methods in Research
102.7.10. Preparation of Research Report and Writing of Research Report
102.7.11. Budgeting of Research

PART – II LEGAL WRITING

102.8. Synopsis writing
102.8.1. Title, Research Question, Identifying Relevant Areas of Law
102.8.2. Identifying Literature including Case Laws, Analysis, Discussion
102.8.3. Recommendation and Conclusion
102.8.4. Bibliography: Organisation of Legal and Other Materials

102.9. Writing of Research Proposal

102.10. Writing of dissertation/thesis

102.11. Academic/Scholarly Writing

102.11.1. Publication of Reviews, Articles, Books etc.
102.11.2. Reference, Footnoting and Citation Formats
102.11.3. Editing and Proof Reading
102.11.4. Ethical and legal Issues: Plagiarism and Copyright Violation

III. Readings

I. **Objectives :-**

1. To study the methods and purposes of comparative public law;
2. To study different ways the governance is structures and to through comparison evaluate the structure under the Constitution of India
3. To study how, judiciary, ensures rule of law through judicial review
4. To critically analyse the developments in the countries from where specific areas of our constitution were borrowed and to compare the distinct ways, if any, the Indian jurisprudence has developed in the respective area
5. To study the contemporary governance challenges faced by the Indian State in light of the comparative law perspective.

II. **Modules to be covered:**

103.1. Scope of the Public Law
103.2. Concept of Constitution - Meaning, Nature and Goals of Constitution and Governance
103.3. Study of Comparative Law and Comparative Public Law – Relevance, Scope and Challenges in Using Comparison
103.4. Concept of Constitutionalism, Distinction between Constitution and Constitutionalism, Essential features of Constitutionalism
103.5. Constitutional foundations of Exercising Sovereign Authority
103.6. Supremacy of Legislature in Law Making and the Rule of law
103.7. Separation of powers and Checks and Balances
103.8 Separation of Powers or Separation of Functions
103.9. Forms of Governments
103.9.1. Federal and Unitary Forms
103.9.1.1 Features, Advantages and Disadvantages
103.9.2 Models of Federalism including Quasi-federalism
103.9.3 Role of Courts in Preserving Federalism
103.9.4 Parliamentary and Presidential Forms of Government (India and USA)
103.9.5 Parliamentary form of Government under Written and Unwritten (India and the U.K.) Constitutions

103.10 Constitutional Review Methods of Constitutional Review - Judicial and Political, Concentrated and Diffused, Anticipatory and Successive

103.11 Concept and Origin of Judicial Review, Review of Legislative Actions and Administrative Actions, Limitations on Judicial Review

103.12 Amendment of Constitution, Various Methods of Amendment, Limitations on Amending Power: Comparative Perspective, Theory of Basic Structure: Origin and Development

III. Suggested Readings

1. Bare Text of constitution of various countries including India, USA etc.
5. Dr. Subhash C Kashyap, Framing of Indian Constitution (Universal Law, 2004)


Transactions are the fulcrum of the modern society. Virtually all interactions between humans happen in the form of transactions. While some, such as in families are informal, most transactions are formal, in the sense that, these are backed by law. Law, in the form of General Contract law, defines, governs, regulates, and protects contracts through various means. It is remarkable that a single subject forms the fulcrum of the entire gamut of formal transactions such as sale of goods, purchase of shares, insurance, services, etc. Hence, it is of prime importance to have an in-depth knowledge of General Contract Law.

While an overview of General Contract Law is taken up in an undergraduate law course, such a course in a post-graduate level is nuanced and comparative. While there are several hundred jurisdictions having distinct laws on general contracts, it is fruitful to study the Indian law vis-à-vis the law as prevailing in England and Wales (English Law). Although General Contract Law as prevailing in India would be studied in comparison with the English Law, laws of other jurisdictions will be dealt with in specific areas.

The outline of the course on Comparative Contract Law shall be as below:

**Part I Preliminary Aspects**

A. Introduction to Comparative Contract Law  
B. Theoretical foundations of Contract Law

**Part II Contract Formation**

C. Formation of Contract and Problems  
D. Consent  
E. Quasi- Contracts

**Part III Contract Performance**

F. Performance  
G. Defects  
H. Excuses from Performance

**Part IV Remedies**

I. General Damages  
J. Liquidated Damages  
K. Specific/ Equitable Relief  
L. Other Remedies
Prescribed Books

2. Chitty on Contracts, 31st ed.

Self-Study

Students are expected to be familiar with the following cases prior to the commencement of classes

- Union of India v Kishorilal Gupta AIR 1959 SC 1362
- Fateh Khan v Balkishan Das AIR 1963 SC 1405
- Naihati Jute Mills v Khayaliram AIR 1968 SC 522
- Alopi Prasad and Sons v UOI AIR 1960 SC 588
- Renu Sagar Power Electric Ltd v General Electric 1994 (Supp 1) SCC 644
- Central Inland Water Transport Corp v Brojia Nath Ganguly
- Bushnudeo Rai v Sheogini Devi AIR 1951 SC 280
- PB Mills v UOI AIR 1970 Guj 59
- Md. Hussain v Fida Hussain AIR 1952 Pun 222
- Mahabir Kishore v State of MP AIR 1990 SC 313
- Mohiribibi v Dharamdas Ghosh 1903 ILR 30 Cal 539
- Krishnalal Sadhu v Pramila Devi AIR 1928 Cal 578
- Henderson v. Merett
- MC Chako v State Bank of Travancore
- Esso Petroleum v Mardon Deck
- National Insurance v SG Nayak AIR 1997 SC 2049
- Vulcan Insurance v Maharaj Singh AIR 1976 SC 287
- Satyabrata Ghosh v Mugneeram Bangur AIR 1954 SC 44
- Kuju Collieries v Jharkhand Mines AIR 1974 SC 1892

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COMPARATIVE CORPORATE LAW  
(LLM 105)  
COURSE OUTLINE

INTRODUCTION

Corporate form of business organisation has become very successful owing to many factors including the privileges and protection the form gets from the State. Also, it facilitates the mobilisation of various factors of production in a seamless way. It combines a number of advantages which were not available in other classical forms of business organisations. As companies and corporations aim at global presence and form part of the core of economic activity in the modern world, corporations do impact development of country, the environment and human rights etc. Modern corporations are functioning in multinational legal environment. Hence the study of promotion and incorporation as well as corporate liability becomes very significant. Understanding the legal basis of existence and liability of corporation will pave way for students to appreciate the relationship between various stakeholders and corporations and in studying advance courses on various aspects of corporate activities in later terms.

Due to the increasing presence of multinational or transnational corporations, comparative study of law affecting promotion, incorporation and liability of corporation and when the veil of incorporation is lifted is of paramount importance. It is also a fact that the corporations and their capital mobilisation methods evolve regularly. As a result, many jurisdictions are witnessing legal issues required to be answered by the corporate laws. However, no jurisdiction is having readymade answers to the ever increasing contemporary corporate law challenges. Therefore, comparative study of corporate law of different jurisdictions is relevant in an increasing internationalised legal environment. Comparative Corporate Law (CCL II) is offered as a compulsory course in the one year LLM programme of the School of Law.

In this course, the Indian laws and laws of the UK, USA (Delaware) on the specified topics will be discussed. It will be comparative study of the specified jurisdictions.

OBJECTIVES:

1. To study the concept of corporations and the new forms of body corporates
2. To study the evolution of corporation
3. To study the comparative method of study of corporate laws
4. To study and critically evaluate the regulations of various body corporates
5. To study and critically evaluate the rules of promotion and incorporation of various body corporates
6. To study and critically evaluate the corporate liability – civil, tortious and criminal
7. To study and critically evaluate the lifting of corporate veil and its consequences
DETAILS OF MODULES

MODULE 1 – INTRODUCTION
The Conception of Body Corporate (Company, LLP etc.).
Effect of Incorporation – separate legal personality, Limited Liability and Separation of Management and Ownership of Capital etc.

MODULE 2 – EVOLUTION OF CORPORATION
Origins of corporation
Advent of modern corporation
Philosophical foundations of corporations
Enquiries into the theories of corporation

MODULE 3 – INTRODUCTION TO THE COMPARATIVE CORPORATE LAW
Comparative Corporate Law: Scope and Objectives
Comparative Corporate Law: Significance and Methods

MODULE 4 – REGULATION OF BODY CORPORATE
Nature, scope and significance of regulation
Constitutional provisions
Statutes
Institutions – MCA, ROC, SEBI etc

MODULE 5 – PROMOTION AND INCORPORATION OF COMPANIES/LLPs
The Scope of Special Contracts Resulting in Body Corporate and Distribution of Corporate Authority
MSMEs and Limited Liability Partnerships
Division of Powers between Shareholders and Managers

The Balance of Power in the Company between the Board and the Shareholder Meeting

MODULE 6 – CORPORATE CIVIL AND TORTIOUS LIABILITY
Corporate Capacity and Dealings with Insiders and Outsiders
Authority of Agents and Rules Attribution
Civil Liability in case of corporate actions
Tortuous Liability for wrongs of corporations

MODULE 7 – CORPORATE CRIMINAL LIABILITY
Origin and evolution of Corporate Criminal Liability
‘mens rea’ in corporate criminal liability
Punishing Corporations – The dilemma and challenges

MODULE 8 - PIERCING THE CORPORATE VEIL
Circumstances of piercing the Veil of incorporation
Consequences of piercing

Loss of privileges

Unlimited liability

Personal liability

BIBLIOGRAPHY

I. Statutory Materials:
   1. The Companies Act, 2013 as amended up to date.
   2. The Banking (Companies) Act, 1956 as amended up to date.

II. Books (Inclusive List)


   Additional materials may be indicated in the class.
COMPARATIVE INTELLECTUAL PROPERTY LAW  
(LLM 106)

I. Objectives:

1. To study the evolution and development of protection of intellectual property
2. To study laws applicable to various IPs in India and to compare with select jurisdictions.
3. To study and critically analyse judicial interpretations pertaining to various IP laws and to learn to use comparative methodology in the study of IP law.
4. To critically analyse select ethical and legal issues and challenges involved in the current IP regime
5. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To learn to write a standard research paper based on extensive analysis of materials and synthesis

PART 1: Introduction

106.1 Historical and theoretical basis of protection of intellectual property
106.3 Analyzing and understanding the interpretation of IP Laws

PART 2: Comparative overview of Patents, Trademarks, and Copyrights in India and USA

106.4 Legal basis of patent protection
106.5 Legal basis of copyright protection
106.6 Fair use of copyrighted works
106.7 Contributory copyright infringement
106.8 Key differences between patent and copyright protection
106.9 Key differences between copyright infringement and plagiarism
106.10 Legal basis of trademark protection
Books recommended:


I. OBJECTIVES:

1. To understand different ways of capital raising by companies and the relevant statutory and regulatory requirements;
2. To appreciate the objective(s) of regulation;
3. To identify, explain and analyse the issues relating to regulation of corporate finance;
4. To critique issues relating to corporate finance;
5. To conduct guided research in corporate and financial law and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To write a standard research paper based on extensive analysis of materials and synthesis.

II. MODULES TO BE COVERED:

Module 201.1. Introduction Corporate Finance and Sources/Kinds of Finance Options

201.1.1 Meaning, importance and scope of corporate finance
201.1.2 Objectives of corporate finance – Profit and wealth maximization
201.1.3 Capital needs, capitalization, working capital and various sources of finance – money market and securities market
201.1.4 Common forms of short, medium and long term finance options for companies
201.1.5 Capital structure
201.1.6 Theories of corporate finance
201.1.7 Corporate Finance and the Constitution

Module 201.2 Equity Financing I - Initial Public Offer of Shares

201.2.1 Listing of public companies
201.2.2 Public offer of securities
201.2.3 Issue and content of prospectus
201.2.4 Role of intermediaries in public offer of securities and their regulation
201.2.5 Continuing disclosure requirements of listed companies

Module 201.3. Equity Financing II – Further Issue of Shares (Rights Issue, Bonus Issue etc.)

201.3.1 Rights issue

201.3.1.1 Definition, scope and significance
201.3.1.2 Common conditions and restrictions on rights issue
201.3.1.3 Waiver of advertisement
201.3.1.4 Pre-Issue
201.3.1.5 Letter of offer
201.3.1.6 Pricing
201.3.1.7 Record date
201.3.1.8 Utilisation of funds

201.3.1 Bonus issue
   201.3.2.1 Definition, scope and significance
   201.3.2.2 Conditions and restrictions on bonus issue
   201.3.2.3 Revaluation of funds
   201.3.2.4 Disclosure requirements

Module 201.4. Equity Financing III - Issue of Depository Receipts
   201.4.1 Raising of capital from foreign jurisdictions
   201.4.2 Issue of depository receipts
   201.4.3 Issue of IDRs, ADRs, EDRs and GDRs
   201.4.4 The role of intermediaries in issuing depository receipts

   201.5.1 Different debt obligations
   201.5.2 Public offer of debt instruments
   201.5.3 Debenture
   201.5.4 Debenture trustee regulation
   201.5.5 Legal capital and Creditor protection

Module 201.6. Debt Financing II – Borrowings from money market
   201.6.1 Types of security interests – Fixed and floating charges
   201.6.2 Registration and perfection of charges
   201.6.3 ECBs
   201.6.4 Overseas commercial borrowings
201.6.5 Commercial paper

Module 201.7. Debt Financing III – Regulation of Inter-Corporate Loans/Borrowings and of Inter-Corporate Deposits

201.7.1 Regulation of short term and long term inter-corporate Borrowings

201.7.2 Underlying objectives and rationale for regulation

201.7.3 Prohibited inter-corporate borrowings under the 2013 Act

201.7.4 Procedure to take approval for inter-corporate lending and borrowings

Module 201.8. Law of Foreign Direct Investment

201.8.1 Regulation of FDI

201.8.2 Automatic route

201.8.3 Prior approval route

201.8.4 DIPP and its guidelines and relevant press notes

201.8.5 Foreign exchange management requirements and relevant RBI guidelines.

III. Books Recommended:

LAW OF SECURITIES AND DERIVATIVES CONTRACTS
(Secondary Market Regulations and Law Relating to Derivatives Contracts)
(LLM 202)

I. Learning Objectives:
1. To understand the historical development of securities and derivative market and regulation of securities and derivative market by State.
2. To appreciate the scheme of securities regulation and the rationale behind various statutory or regulatory requirements.
3. To know the limitations on the contracting power and the system of checks and balances.
4. To examine the nature, scope and the constitutional validity of adjudicatory mechanism under the securities and derivates laws and it’s functioning.
5. To understand how corporate debt finance is being regulated by the state.
6. To understand the role, power and functions of the regulator and the self regulatory organisations.
7. To understand and to evaluate the regulation of intermediaries’ interface and the interface between the company and the share purchaser.

II. Modules to be covered:

Module 202.1 – Introduction to Securities and Securities Market

1. An overview of capital market and it’s role, relevance and significance in an emerging economy like India
2. Kinds of market
   202.1.2.1 Primary and Secondary Markets
   202.1.2.2 Equity, Debt, Derivatives Markets
3. Meaning, significance, functions and scope of secondary market
4. Market Intermediaries : Role, Significance and their relationship with the stock exchanges
5. Origin and development of capital market regulation in general and in India in particular.

Module 202.2 – Securities: Meaning and Scope

202.2.1 Meaning and Scope of Securities
202.2.2 Kinds: Equity, Debt and Hybrid Securities
202.2.3 Derivatives
202.2.4 Other Modern Securities/Interests including Mutual Funds
Module 202.3 – Investment Capital, Investor Behaviour and Secondary Market Regulation

202.3.1 Fundamentals of investment

202.3.1.1 Culture of savings
202.3.1.2 Traditional methods of savings
202.3.1.3 Investment as savings with the added advantage of return
202.3.1.4 Involvement of Risk; Kinds in brief

202.3.2 Investor Behaviour

202.3.2.1 Risk- Return co-relation at work
202.3.2.2 Decision to sell, not to sell, buy or not to buy
202.3.2.3 Factors responsible for such decisions

202.3.2.3.1 Efficient Market Hypothesis
202.3.2.3.2 Adoptive Market Hypothesis

202.3.3 Constitutional provisions with respect to securities regulation
202.3.4 The Legislative scheme and the By-Laws with respect to securities market
202.3.5 IOSCO Principles on Securities Market Regulation
202.3.6.6 Fundamental Principles of Secondary Market Regulation

202.3.6.1 Investor protection
202.3.6.2 Empowering the investors with information
202.3.6.3 Disclosure requirement
202.3.6.4 Investor education
202.3.6.5 Continuous disclosure of material information
202.3.6.6 Uniformity of information
202.3.6.7 Informed consent

202.3.7 Meaning and scope of secondary (securities) market
202.3.8 Minimum public holding requirement and retail investor participation in the market – A Distributive Justice Theory perspective

Module 202.4 – Regulatory Authorities in India

202.4.1 Ministry of Corporate Affairs

202.4.1.1 Powers, Functions and Jurisdiction

202.4.2 Securities and Exchange Board of India

202.4.2.1 Origin of SEBI
202.4.2.2 Composition of SEBI
202.4.2.3 Powers and Functions
202.4.2.4 Jurisdiction
202.4.3 Registered Stock Exchanges
   202.4.3.1 Origin, History, Nature, Structure of RSEs
   202.4.3.2 Modern developments vis-à-vis RSEs
   202.4.3.3 Membership etc. in RSEs
202.4.4 Over the Counter Exchange of India
202.4.5 Inter-Connected Stock Exchange of India etc.

Module 202.5 – Regulations Relating to Market Intermediaries
   202.5.1 Share Transfer Agents
   202.5.2 Clearing Member
   202.5.3 Broker and Sub-Broker
   202.5.4 Advisor
   202.5.5 NSDL and CSDL
   202.5.6 Depository Participants

Module 202.6 – Risk Appraisal and Credit Rating Agencies
   202.6.1 Meaning, Scope and significance of Risk appraisal
   202.6.2 Credit Rating – Meaning, scope and significance
   202.6.3 Regulation of Credit Rating Agencies

Module 202.7 – Law Relating to Securities and Derivatives Contracts
   202.7.1 Dealing in securities in secondary market
   202.7.2 Restrictions on securities’ purchase or other transactions
   202.7.3 Validity and effect of ROFR clauses
   202.7.4 Transfer of shares
   202.7.5 Transfer procedure in physical mode; Share Certificates, Uncertified Shares
   202.7.6 Transfer procedure in depository mode
   202.7.7 Forged or Fraudulent Share Transfers
   202.7.8 Nomination in relation to share purchase
   202.7.9 Share Warrants
   202.7.10 Warranties and indemnities in share sales
   202.7.11 Companies’ lien on shares
   202.7.12 Law of securities transaction tax
   202.7.13 Slump sale

Module 202.8 – Law of Derivative Contracts
202.8.1 Meaning scope and significance
202.8.2 Derivatives and Wager contracts
202.8.3 Kinds of Derivatives
  202.8.3.1 Forward
  202.8.3.2 Futures
  202.8.3.3 Options
  202.8.3.4 Swap
202.8.4 Performance and discharge from derivative contracts
202.8.5 Contemporary legal issues in derivatives

Module 202.9 – Civil and Criminal Liability Relating to Securities Transactions

202.9.1 Unfair Trade Practices: Meaning, Scope
202.9.2 Remedies available against UTPs; Contract Law Remedies, if any.
202.9.3 Remedies for an investor in the secondary market with respect to the contents of prospectus
202.9.4 Insider Trading: Meaning, Scope and Significance
202.9.5 Civil and Criminal sanctions for insider trading
202.9.6 Power of SEBI with respect to insider trading

Module 202.10 – Securities Justice Administration and Appeals

202.10.1 Investigation by SEBI
202.10.2 Orders by SEBI Members
202.10.3 Consent Orders
202.10.4 Class action by investors
202.10.5 Securities Appellate Tribunal; Composition, Jurisdiction, Powers and Functions
202.10.6 Appeals to the Supreme Court
202.10.7 Securities Arbitration
  202.10.7.1 Scope and framework
  202.10.7.2 Scope of institutional arbitration

III. References

1. The Securities and Exchange Board of India Act, 1992
2. The Securities Contract (Regulation) Act, 1956
3. The Depositories Act, 1996
4. The Securities Contract (Regulation) Rules, 1957
5. The Hague Convention on Securities Held with Intermediaries, December 2002
7. Declaration on Cooperation and Supervision of International Futures Markets and Clearing Organisations (The Boca Declaration of March 15, 1996)
CORPORATE GOVERNANCE
((LLM 203)

I. Objectives:
1. To study the need and objectives of corporate governance.
2. To study various models of corporate governance.
3. To appreciate the model of corporate governance under the Indian Laws.
4. To critically evaluate the corporate governance mechanism available under the Indian Laws.
5. To study the recent developments relating to corporate governance in India.

II. Modules to be covered:

203.1 Introduction: Separation of share ownership and management
203.1.1 State control of corporations – lack of freedom of contract
203.1.2 Contractarian approach to corporate governance – Agency problems (i.e. breach of fiduciary duties), conflict between majority and minority shareholders; Abuse of corporate veil by group companies; information asymmetry
203.1.3 Self regulation by corporations – New trends, regulatory challenges and the way forward
203.1.4 Shareholderism vs Stakeholderism
203.1.5 Role of SEBI in good governance
203.2 Anglo Saxon, German, Japanese models of corporate governance
203.3 Division of authorities between managers and shareowners
203.4 Structure of share ownership/voting rights and corporate governance – a case study
203.5 Structure of board and duties of directors
203.5.1 Closely held companies vs closed companies
203.5.2 Listed and unlisted public companies
203.5.3 Small Shareholders Directors
203.6 Promoters’ influence in corporate governance or rather the lack of it
203.7 Investor protection through disclosure requirements – Clause 49 of the Listing Agreement
203.8 Executive Compensation
203.9 Independent directors: role, responsibilities and liability
203.10 Auditors: role, responsibilities and liability
203.11 Audit committee: role and significance (Does this make India’s corporate
governance regime to be closer to that of German dual board system?)

203.12 Investor Redressal Committee
203.13 Whistle blowers’ protection vis-à-vis prevention of mismanagement
203.14 Shareholder democracy and activism
203.15 Role of Institutional Investors in good governance
203.16 Corporate environment responsibility towards sustainable development
203.17 Corporate social responsibility
203.18 Corporate governance in government companies, private companies, LLPs, MFIs, Stock Exchanges etc.

III. References:
1. Corporate Boards in Law and Practice: A Comparative Analysis in Europe, Paul Davies, Klaus Hopt, Richard Nowak, Gerard van Solinge, November 2013 by Oxford University Press.
2. Corporate Governance in insolvency and bankruptcy, Frost, C. W. Lexis Nexis.
5. Ethics in Business and Corporate Governance books, SK Mandal
CORPORATE RESTRUCTURING (MERGERS, ACQUISITION ETC)  
(LLM 204)

OBJECTIVES:

1. To study the need and objectives of law of mergers and acquisition.
2. To study various laws applicable to mergers and acquisition.
3. To appreciate the significance of due diligence in case of M & A transactions under the Indian Laws.
4. To critically evaluate the mergers and acquisition framework available under the Indian Laws.
5. To study the recent developments relating to law of mergers and acquisition in India.

MODULES TO BE COVERED:

Introduction
Contemporary Corporate Business needs: An Overview
Scope and kinds of Corporate Restructuring
Various Stakeholders in Corporate Restructuring
Schemes of Arrangements
Members’ and creditors meeting and Consent for Corporate Restructuring
The state regulations of Corporate Restructuring
  Application to the NCLT
  Appeal to the NCLAT and to the Supreme Court
Mergers and Acquisition – Law and Practice
  Due diligence requirements
  SEBI Regulations applicable to mergers and Acquisitions
  Public Offer requirement under the SEBI (SAST) Regulations
  Competition Law Issues in Mergers and Acquisitions
  Valuation of assets and deal finalization
  Documentation in Mergers and Acquisitions
  Post deal obligations of Parties to a Merger etc.,
Corporate Debt restructuring

List of Books recommended:

**CORPORATE INSOLVENCY LAW INCLUDING REVIVAL OF SICK COMPANIES (LLM 205)**

**OBJECTIVES:**

1. To study the evolution and development Corporate Insolvency Law including Revival of Sick Companies
2. To study laws applicable to Corporate Insolvency including Revival of Sick Companies
3. To study and critically analyse judicial interpretations of Corporate Insolvency Law
4. To critically analyse the ethical and legal issues and challenges involved in Corporate Insolvency Law including Revival of Sick Companies
5. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To learn to write a standard research paper based on extensive analysis of materials and synthesis

**MODULES TO BE COVERED:**

Introduction

Revival of Sick Companies

Recovery of dues to banks and other financial institutions

Creation, registration and enforcement of security interest under the SARFAESI Act, 2002.

Who can file Winding up Petition

What happens when a winding up petition is filed

Status of pending suits while the company is ordered to be wound up

Appeal against the Winding Up Order

Appointment of Liquidators and Their Powers and Duties

Contributories

Who all owe to company; Int’l Asset Tracing and Law of Insolvency

To Whom Company owes

Class of Creditors

Law of Set off

Rules of Priority

What if company has committed tort, whether the victim is entitled to participate in winding up proceedings as creditor
Charges

Secured Creditor Business- Enforcement of Secured Interest under the SARFEASI Act

Liability of Director- if one of directors got unjustly rich or has caused loss negligently to the company without being unjustly rich, what is level of liability of director.

Overview of issues in cross-border insolvency

List of recommended books:

Law of Insolvency in India

**LIST OF BOOKS:**

<table>
<thead>
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<th>Author</th>
<th>Title</th>
<th>Publisher</th>
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<tbody>
<tr>
<td>Saeed</td>
<td>Law of Insolvency</td>
<td>Orient</td>
<td>2012</td>
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<tr>
<td>Mulla</td>
<td>The Law of Insolvency in India</td>
<td>Lexis Nexis</td>
<td>2012</td>
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CORPORATE TAXATION LAW (DIRECT TAXATION)  
(LLM 206)

OBJECTIVES:

1. To study the evolution and development of law of corporate taxation.
2. To study laws, rules etc applicable to corporate taxation.
3. To study and critically analyse judicial interpretations of law of corporate taxation.
4. To critically analyse the ethical and legal issues and challenges involved in law of corporate taxation.
5. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To learn to write a standard research paper based on extensive analysis of materials and synthesis

MODULE 206.1 - INTRODUCTION

2. Tax structure in India under Indian Income Act.
4. What is company?
6. Receipt of income.
7. Accrual of income.

MODULE 206.2 - TAXATION OF COMPANIES

1. Carry Forward and Set off of business losses and deprecation.
2. Taxable Income and Tax Liability.
3. Tax on Distribution of Profit.
4. MAT (Minimum Alternative Tax).

MODULE 206.3 TAX IMPLICATION

1. Taxation with reference to Newly Established Business.
   a. Location of a Business.
   b. Nature of Business.
   c. Form of Business.

MODULE 206.4 - BUSINESS TAX PROCEDURE AND MANAGEMENT

1. Double Taxation Avoidance Agreement.
2. Advance Payment of Tax.
3. Collection of Tax at Source and E—TDS Return.
4. Tax Planning and Management.

MODULE 206.5 - TAX ON BUSINESS RESTRUCTURING

1. Amalgamation
2. Demerger.
3. Transfer of Assets between Holding Companies and Subsidiary Companies.

BOOKS:

1. Kanga and Pakhiwa;la, The Law and Practice of Income Tax, Lexisnexis
3. Income Tax Law by V.K.Puri (Jain Books Agency Publication)
7. Corporate Tax Planning and Management Direct Tax Law & Practice by Girish Ahuja & Ravi Gupta (Bharat Publication).
**Law & Practice of Shareholders’ Agreements**  
(LLM 207)

**OBJECTIVES:**

1. To study the evolution and development of Law and Practice of Shareholders’ Agreements.
2. To study laws applicable to Shareholders’ Agreements.
3. To study and critically analyse judicial interpretations of Shareholders’ Agreements and autonomy of contracting parties.
4. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
5. To learn to write a standard research paper based on extensive analysis of materials and synthesis

**MODULES TO BE COVERED:**

Introduction

Shareholders’ Agreements (SHAs) : Meaning, Scope and variations in clauses and content

The Interface between articles of association and Shareholders’ agreements

Validity and Enforcement of Shareholders’ agreements

Private Companies and SHAs

Public Companies and SHAs

Joint ventures and SHAs

Private Equity and SHAs

Contemporary legal issues in interpretation of SHAs :

   - ROFR clauses
   - Call and Put options
   - Drag and Tag along rights
   - Management and Shareholders’ Vetoes
   - Exit options
   - Termination and its consequences
   - Dispute resolution etc.,
List of Recommended Books


Susan Singleton, *Joint Ventures and Shareholders’ Agreements*, Singleton, Fourth Edition


**OBJECTIVES:**

1. To study the evolution and development of law of Inspection, Inquiry, Investigations and Adjudicatory mechanism under the Companies Act 2013.
2. To study laws applicable to Inspection, Inquiry, Investigations and Adjudicatory mechanism under the Companies Act 2013.
3. To study and critically analyse judicial interpretations of law of Inspection, Inquiry, Investigations and Adjudicatory mechanism under the Companies Act 2013.
5. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To learn to write a standard research paper based on extensive analysis of materials and synthesis.

**MODULES TO BE COVERED:**

- Introduction
- Corporate management and governance – The Historical Development and the Contemporary Challenges.
- The Requirements of book keeping etc.,
- The agency problem and corporate frauds
- The need for Inspection, Inquiry, Investigations
- Regulations of Inspection, Inquiry, Investigations
- Inspection of books and conduct of Inquiry - power and procedure
- Investigation into affairs of the company
- Inspector’s eligibility and powers
- Search and Seizure
- Inspector’s Report
- SFIO – Establishment, History and Powers
- Scope of Investigation of SFIO in company matters
- Adjudicatory mechanism – Special Courts under the Companies Act, 2013
- Appeal and Revision

**LIST OF RECOMMENDED BOOKS :**

LAW OF PATENTS
(LLM 301)

I. Objectives:

1. To study the evolution and development of patent protections
2. To study laws applicable to patents
3. To study and critically analyse judicial interpretations pertaining to patent
4. To study the exceptions to patent rights and limitations of patent law
5. To analyse the contemporary issues involved in public health protection and patent protection
6. To critically analyse the ethical and legal issues and challenges involved in bio-patents etc.

II. Modules to be covered:

302.1. Concept of patent
302.2. Historical view of the patents law in India
302.3. Patentable inventions with special reference to biotechnology products entailing creation of new forms of life.
302.4. Patent protection for computer programme
302.5. Process of obtaining a patent: application, examination, opposition and sealing of patents: general introduction
302.7. Some grounds for opposition
302.7.1. The problem of limited locus standi to oppose, specially in relation to inventions having potential of ecological and mass disasters
302.7.2. Wrongfully obtaining the invention
302.7.3. Prior publication or anticipation
302.7.4. Obviousness and the lack of inventive step
302.7.5. Insufficient description
302.8. Rights and obligations of a patentee
302.8.1. Patents as chose in action
302.8.2. Duration of patents: law and policy considerations

302.8.3. Use and exercise rights

302.8.4. Right to secrecy

302.8.5. The notion of "abuse" of patent rights

302.8.6. Compulsory licenses

302.9. Special Categories

302.9.1. Employee Invention: Law and Policy Consideration

302.9.2. International Patents, Transfer of Technology, Know-How and problems of self-reliant development

302.10. Infringement

302.10.1. Criteria of infringement

302.10.2. Onus of Proof

302.10.3. Modes of Infringement: the Doctrine of Colourable Variation

302.10.4. Defences in suits of infringement

302.10.5. Injunctions and related remedies.

III. Books recommended:


I. Objectives

1. To study the evolution and development of trademarks protection
2. To study the law applicable to trademarks in India
3. To study and analyse judicial interpretations pertaining to trademarks
4. To critically analyse the contemporary issues involved in trademarks law

II. Modules to be covered:

301.1. Definition and concept of trademarks
301.2. The rationale of protection of trademarks as (a) an aspect of commercial and (b) of consumer rights.
301.3. Registration
301.4. Distinction between trademark and property mark
301.5. The doctrine of honest Current User
301.6. The doctrine of deceptive similarity
301.7. Protection of well-known marks
301.8. Passing off and infringement
301.9. Passing off as economic tort
301.10. Criteria of infringement
301.11. Standards of proof in passing off action
301.12. Remedies – Temporary and Permanent injunction, compensation etc.
301.13. Recent trends in trademark protection: Smell marks, Sound marks etc.
301.14. Law relating to Comparative Advertising

III. Books recommended:

2010/7th ed., Londin Sweet & Maxwell.

3. Arora, Manish, Guide to Trademarks, 2007/2nd ed., Delhi, Universal

4. Ryder, Rodney D., Trademarks, Advertising and Brand Protection, 2006, New Delhi, McMillan


I. Objectives:

The following are the objectives of the course:

1. To study the evolution and development of protection of copyright
2. To study laws applicable to copyright and allied rights
3. To study the meaning and scope of infringement
4. To understand the available exceptions and to revisit the exceptions
5. To study the available remedies for copyright holder
6. To study the mechanism to avail the said remedy and to critically analyse judicial interpretations pertaining to copyright and allied rights
7. To critically analyse the present legal regime relating to copyright and to revisit the exceptions available under the copyright regime.
8. To be able to critically examine the given facts and spell out the applicable laws
9. To be able to carry out independent research on the contemporary issues involving copyright and allied rights issues

II. Modules to be covered:

303.1. Historical evolution of the copyright
303.2. Meaning of copyright, Idea v Expression Dichotomy
303.3. Copyright in literary, dramatic and musical works
303.4. Copyright in sound records and cinematograph films
303.5. Copyright in computer programme
303.6. Ownership of copyright
303.7. Assignment of copyright
303.8. Author's special rights – Copyright v Moral Rights
303.9. Notion of infringement
303.10. Criteria of infringement
303.11. Infringement of copyright by films of literary and dramatic works.
303.12. Importation and infringement
303.13. Fair use provisions
303.15. Aspects of copyright justice

303.16. Remedies, especially, the possibility of Anton pillar injunctive relief in India.

III. Books recommended:

PROTECTION OF TRADITIONAL KNOWLEDGE AND GENETIC RESOURCES  
(LLM 304)

I. Objectives

1. To understand the meaning and scope of traditional knowledge and Geographical indications etc.
2. To understand the meaning and scope of TK and GI.
3. To appreciate the ways for preventing the monopolisation of traditional knowledge
4. To critically analyse the use of Traditional Knowledge databases in the overall IPR regime for greater public good
5. To appreciate the significance of documentation of TK
6. To study the laws applicable to protection of TK

II. Details of the modules:

Meaning and scope of Traditional knowledge

Over view of different forms of IP – interface and difference between intellectual property and traditional knowledge

Traditional knowledge and traditional cultural expressions - folklore - difference – theoretical perspectives

Need and significance of protection of TK, patentability and TK

International development of traditional knowledge protection

  CBD

  FAO

  International Treaty on Plant Genetic Resources

  Protection of folklore/cultural expressions by UNESCO

  Developments in WIPO on traditional knowledge and traditional cultural expressions

Recognition and documentation as way of protection of TK – TKDL – databases – Siddha and other Indian systems of medicine – biodiversity registers, Annual Farmers' meets for seed exchange etc.

Statutory protection of TK in India

  Patents

  Plant variety and biodiversity

  Geographical indications
Trade secrets

Test data protection

Genetic Resources and associated TK as property – nature of property in GR and associated TK – common heritage of mankind – CBD – permanent sovereignty

Ownership in GR & TK – elements of ownership – exclusivity and possession – nature of ownership of GR and TK in CBD, and Nagoya Protocol (PIC & BS)

Benefit sharing – different types of benefits and benefit sharing – beneficiaries – CBD,

Nagoya Protocol and Indian law

Commercial exploitation of Indian TK - India’s experience at the international arena

III. SUGGESTED READINGS:


ACCESS TO PATENTED KNOWLEDGE, PRODUCTS AND MEDICINE
(LLM 305)

I. OBJECTIVES:
1. To study the effect law of Patents on access to knowledge, products and medicines (KPM)
2. To study the lawful ways to reduce the lack of access to KPM
3. To study the challenges faced by the public at large due to lack of access to KPM

II. DETAILS OF MODULES:

Module 1 - Development of international patent system – historical development of Paris Convention – basic principles of Paris Convention – minimum standards – revision of Paris Convention

Module 2 - TRIPS Agreement and patent system – historical development of TRIPS – general principles of TRIPS - patentable subject matter - term of protection - rights and limitations - transitional arrangements

Module 3 - Access to IP products – nature of exclusive rights and its impact on access – the significance of limitations and exceptions to IP rights and the concept of exhaustion of rights and parallel imports


Module 5 - Facilitating access to medicine: Indian patent system and international obligations – limitations and exceptions – educational and research exceptions – bolar exceptions – parallel importation, Compulsory licences under the Indian Patent Act and TRIPS flexibilities

Module 6 - Doha Declaration and its implementations structure of the Indian pharmaceutical industries - limits of the patent law in facilitating access to new medicines at affordable cost.


LIST OF BOOKS RECOMMENDED:

OBJECTIVES:

1. To study laws applicable to bio-tech patents in India.
2. To study and critically analyse the ethical and legal issues involved in bio-tech patents.
3. To analyse the contemporary issues involved in application of International law of bio-tech patents.
4. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
5. To learn to write a standard research paper based on extensive analysis of materials and synthesis.

MODULES TO BE COVERED:

Introduction

Research and Development in Biotechnology

Plant Patent Protection

Protection of other Biological Inventions

Other Forms of Protection for Bio-Technology at International Level

Plant Patent Protection in India

Biotech Patents in India

Contemporary Bio-technology, gene and other patents

List of Books:

MANAGEMENT AND UTILIZATION OF STATE AND PPP PATENTS:
POLICY, LAW AND PRACTICE
(LLM 307)

OBJECTIVES:

1. To understand the meaning and scope of State and PPP Patents
2. To appreciate the research output and the unlocking the value of such output to the best advantage of the public
3. To appreciate the issues involved in collaborative research especially the foreign governments and institutions
4. To critically analyse the use of Patent regime for greater public good
5. To understand the methods of commercialisation including licensing, franchising etc.
6. To understand the interface between academic and non-academic use of output of public funded research and the existing Patent regime
7. To critically debate the changes required in the present regime for unlocking the value in the State and PPP Patents.

DETAILS OF THE MODULES:

Introduction

Origin and scope of public funded research
Changing framework of public funded research
State patents and patents obtained by PPPs

Ambit of public funded research

Strategic research
Research outputs with commercial value
Research done as part of academic pursuits
Employee research and the sharing of benefits

Ambit of collaborative research schemes including research done under PPP mode

Inter-University, Inter-state and inter-country collaboration in research and the issues involved in it
Research done under PPP Mode

Concept of commercialisation of IPR in public funded research

Issues involved under patent regime
Issued involved in other areas of IP regime

Emerging Challenges in commercialisation of State Patents
  
  Issues relating to pharma research
  
  Issues involved in Technology Transfer
  
  Limitations in access to knowledge for effective PF research

Role of State and its agencies and instrumentalities in better utilisation of State patents

Role, Powers and Duties of Public servant in charge of State Patents; Accountability of such servants

**LIST OF BOOKS:**

To be Provided.
**PATENT DRAFTING**

*(LLM 308)*

**OBJECTIVES:**

1. To study the law of patents applicable to patent specifications drafting
2. To study the interface between the law of patents in India and the International Patent Laws vis-à-vis patent specifications drafting.
3. To analyse the contemporary issues involved in patent specifications drafting.
4. To learn actual drafting of patent specifications and to appreciate the implication of drafting in award and exploitation of patents.

**MODULES TO BE COVERED:**

Introduction

Fundamentals of drafting and Patent Specifications drafting

Identification of patentability requirements

Drafting specifications based on interdisciplinary approach

Jurisdiction specific, specifications requirements – An Analysis

Check list for patent specification drafting

Practical Training I

Practical Training II

Patent filing and procedural requirements in India and at International Level

Insights from patent claims useful for specific drafting

**LIST OF RECOMMENDED BOOKS:**

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<tbody>
<tr>
<td>Justine Pila</td>
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<td>Rosenberg</td>
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<td>Mihai Lupu</td>
<td>Current Challenges in Patent information Retrieval</td>
<td>Springer</td>
</tr>
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INTERNATIONAL SALE OF GOODS
(LLM 401)

I. Objectives:

1. To study the evolution and development of Law of International Sale of goods.
2. To study laws applicable to contracts of International Sale of goods.
3. To study and critically analyse judicial interpretations pertaining to International Sale of goods.
4. To study the interface between the International Sales law and the domestic law of sale of goods.
5. To analyse the contemporary issues involved in application of law of International sale of goods.
6. To study the legal issues vis-à-vis the International Sale of Goods from the conflict of Laws perspective.

II. Modules to be covered:

Unit 1: Introduction

Unit II: Scope of CISG

Unit III: Formation of Sale Contract

Unit IV: Terms, Conditions, Representations and Warranties

Unit V: Passing of title and risk in the goods

Unit VI: Discharge of the parties

Unit VII: Breach of Contract

Unit VIII: Remedies

III. Books recommended:
<table>
<thead>
<tr>
<th>Author(s)</th>
<th>Title</th>
<th>Publisher</th>
<th>Location</th>
<th>Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Prof. J. C. T. Chuah</td>
<td>Law Of International Trade: Cross-Border Commercial Transaction</td>
<td>Sweet And Maxwell</td>
<td>London</td>
<td>2013</td>
</tr>
<tr>
<td>Adolf H. Hermann</td>
<td>International Trade Terms Standard Terms For Contracts For The International Sale Of Goods</td>
<td>Graham And Trotmen/Martinus Nighoff</td>
<td>London</td>
<td>Not Specified</td>
</tr>
<tr>
<td>Dr Indra Carr and Prof R. Kidner</td>
<td>Statuts And Conventions On International Trade Law</td>
<td>Cavendish Publishing Ltd</td>
<td>London</td>
<td>1993</td>
</tr>
<tr>
<td>John Felemegus</td>
<td>An International Approach To The Interpretation Of The Un Convention On Contracts For The Isg(1980) As Uniform Sales Law</td>
<td>Cambridge University Press</td>
<td>America</td>
<td>2007</td>
</tr>
<tr>
<td>Jason Chuah and Richard Earle</td>
<td>Statuts And Conventions On Private International Law</td>
<td>Cavendish Publishing Ltd</td>
<td>USA</td>
<td>2004</td>
</tr>
<tr>
<td>Roy Gode and Herbert Kronke</td>
<td>International Instruments And Commentary</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2004</td>
</tr>
<tr>
<td>Roy Goode, Herbert Kronke</td>
<td>Transnational Commercial Law</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2007</td>
</tr>
<tr>
<td>Michael Bridge</td>
<td>The International Sale Of Goods</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2007</td>
</tr>
<tr>
<td>James Fawcett, Michael Bridje</td>
<td>International Sale Of Goods In The Conflicts Of Laws</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2004</td>
</tr>
<tr>
<td>Stefan Vogeneuer And Jan Klanheisterkamp</td>
<td>Commentry On The Unidroit Principles Of International Commercial Contracts</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2008</td>
</tr>
<tr>
<td>Jj Fawcett, J M Carruthrs</td>
<td>Private International Law</td>
<td>Oxford University Press</td>
<td>USA</td>
<td>2008</td>
</tr>
</tbody>
</table>
INTERNATIONAL CARRIAGE OF GOODS BY SEA
(LLM 402)

OBJECTIVES:

This course seeks to introduce the students to the contract of carriage, and its kinds, between parties from different jurisdictions and the liability in case of breach of such a contract. It will also give the exposure to students regarding the application of international conventions and limitations on the liability of the parties to the contract.

The course content is divided into the following modules:

MODULE DETAILS:

Module 402.1 – Introduction to carriers and common carriers

402.1.1 Contract of bailment
402.1.2 Liability of carriers; limitation of liability
402.1.3 Common carriers and nature of their liability

Module 402.2 – Carriage of goods by sea

402.2.1 Contract of affreightment; F.O.B and CIF
402.2.2 Parties to the contract and documentation
402.2.3 General clauses in a contract of affreightment
402.2.4 Applicable law

Module 402.3 – Charter parties

402.3.1 General principles
402.3.2 Seaworthiness
402.3.3 Deviation etc.

Time Charters

402.3.4 Description of vessel
402.3.5 Period of hire
402.3.6 Withdrawal for non-payment
402.3.7 Voyage charters
402.3.8 Freight
402.3.9 Commencement of lay time

402.3.10 Arrived ship

402.3.11 Lay time and demurrage

402.3.12 Recovery of freight, demurrage, or damages for detention

Module 402.4 – Bill of lading

402.4.1 Functions

402.4.2 Terms of carriage

402.4.3 Persons entitled to sue pursuant to a bill of lading

402.4.4 Damages for breach of terms

**Statutory Materials:**

- The Indian Bills of Lading Act, 1856.
- The Merchant Shipping Act, 1958 amended up to date.

**List of Books**

- Halsbury’s Laws of India; Carriers; Shipping
- Southampton Shipping Law, Institute of Maritime Law and Informa (2008)
- John Schofield, Laytime and Demurrage, LLP (2005)
- Scrutto on Charterparties and Bills of Lading, Sweet and Maxwell (1996)
INTERNATIONAL COMMERCIAL ARBITRATION  
(LLM 403)

I. INTRODUCTION:

In recent years, the International Trade and Commerce community has embraced commercial arbitration as a sole dispute resolution method given its advantages. As an alternate dispute resolution method it has both substantive and procedural law applicable and yet significantly different from the regular civil procedure law. Hence, any student of law intending to specialize in Corporate and Commercial Laws needs to study the law of International Commercial Arbitration.

With an objective to equip the student to learn the theory and practice of International Commercial Arbitration this course is designed.

II. OBJECTIVES:

1. To study the law applicable to International Commercial Arbitration.
2. To critically analyse the law and practice of International Commercial Arbitration.
3. To discuss and to evaluate the current issues in the Law of International Commercial Arbitration.

III. MODULES TO BE COVERED:

1. International Commercial Arbitration
2. Party Autonomy
3. Choice of Law in International Commercial Arbitration
4. Arbitrability
5. Seat Theory and Delocalised Arbitration
6. Severability
7. Competence of the Tribunal to Rule on its Own Jurisdiction
8. Arbitral Procedures- I
9. Arbitral Procedures- II
10. Interim and Emergency Relief in International Commercial Arbitration
11. Arbitral Awards- Form and Content
12. Challenge to Arbitral Awards

13. Enforcement of Foreign Awards as Decrees

Primary Reference:

COMPETITION LAW
(LLM 404)

I. Objectives:

1. To study the evolution and development of Law of MRTP and the need for competition law.
2. To study the law applicable to anti-competitive agreements and to situations where a market player abuses its dominant position.
3. To study and critically analyse judicial interpretations competition laws.
4. To study the interface between the International competition law and the domestic law of competition.
5. To analyse the contemporary issues involved in application of competition law.
6. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
7. To learn to write a standard research paper based on extensive analysis of materials and synthesis.

MODULES TO BE COVERED:

MODULE 1: INTRODUCTION – FROM MOGUL STEAMSHIP CO. V. McGRERGOR GILL AND CO. TO THE COMPETITION ACT, 2002

Unit 404.1.1: Concept of Competition and its economic functions

Unit 404.1.2: (Un)Fair Competition, Subjects, and State

the days of damnum sine injuria

the Common Law Doctrine of Restraint of Trade

Unit 404.1.3: Origin and Objectives of the (Modern) Competition Law

Unit 404.1.4: Sources of the Competition Law in India and elsewhere

The days of the MRTP Act, 1969 (IN)

The Competition Act, 2002 (IN)

EC Competition Law (EU)

The Claytan’s Act, …, The Sherman’s Act, …, etc. (U.S.)

Unit 404.1.5: Scope and Limitations of Competition Law

Prohibited Anti-competitive agreements under the Competition Law
MODULE 2: COMPETITION AUTHORITIES AND ENFORCEMENT OF COMPETITION LAW

Unit 404.2.1: Competition Commission of India
- Constitution of the Commission
- Statutory Mandate of the Commission
- Powers and Functions
- Members and their powers
- Director General
- Comparison of CCI and National Competition Authorities in Select Jurisdictions

Unit 404.2.2: Competition Appellate Tribunal (ComAT)
- Constitution of the Appellate Tribunal
- Jurisdiction
- Judicial Review by the High Court and the ComAT

Unit 404.2.3: Comparative study of the Competition Law Enforcement in India, the U.S.A. and the E.U. Private vs. state enforcement

MODULE 3: PROHIBITED ACTIVITIES UNDER THE COMPETITION LAW

Unit 404.3.1: Anti-competitive agreements

Unit 404.3.2: Abuse of Dominant Position

Unit 404.3.3: Other Unfair Trade Practices
- Predatory Pricing
- Bid Rigging
- Tieing

MODULE 4: REGULATION OF COMBINATIONS

Unit 404.4.1: Merger Control Regulations

Unit 404.4.2: Merger Control Regulations – New Developments

MODULE 5: INTERFACE BETWEEN THE COMPETITION LAW AND OTHER LAWS

Unit 404.5.1: Interface between Competition Law and Intellectual Property Rights

Unit 404.5.2: Competition Law and Other Regulatory Laws (SEBI, TRAI, IRDA, CERC etc.)
Module 6: Internationalisation of Competition Rules

Unit 404.6.1: Conflict of Competition Laws: The Way Forward

Unit 404.6.2: Bilateral and Multilateral Approaches to Competition Law

Unit 404.6.3: International Cooperation amongst the National Competition Law Enforcement Authorities – A Critical Analysis

Recommended Readings:

   1, 2, and 3 S. M. Dugar, Guide to the Competition Law, LBW,
I. Objectives

1. To study the evolution and development of trademarks protection
2. To study the law applicable to trademarks in India
3. To study and analyse judicial interpretations pertaining to trademarks
4. To critically analyse the contemporary issues involved in trademarks law

II. Modules to be covered:

301.1. Definition and concept of trademarks
301.2. The rationale of protection of trademarks as (a) an aspect of commercial
         and (b) of consumer rights.
301.3. Registration
301.4. Distinction between trademark and property mark
301.5. The doctrine of honest Current User
301.6. The doctrine of deceptive similarity
301.7. Protection of well-known marks
301.8. Passing off and infringement
301.9. Passing off as economic tort
301.10. Criteria of infringement
301.11. Standards of proof in passing off action
301.12. Remedies – Temporary and Permanent injunction, compensation etc.
301.13. Recent trends in trademark protection: Smell marks, Sound marks etc.
301.14. Law relating to Comparative Advertising

III. Books recommended:

   Thomson Sweet & Maxwell
2. Cornish, William Intellectual Property: Patents, Copyright, Trademarks and allied rights,
2010/7th ed., Londin Sweet & Maxwell.

3. Arora, Manish, Guide to Trademarks, 2007/2nd ed., Delhi, Universal

4. Ryder, Rodney D., Trademarks, Advertising and Brand Protection, 2006, New Delhi, McMillan


LAW OF COPYRIGHT
(LLL 406)

I. OBJECTIVES:

The following are the objectives of the course:

1. To study the evolution and development of protection of copyright
2. To study laws applicable to copyright and its implications in commercial world
3. To study the meaning and scope of infringement
4. To understand the available exceptions and to revisit the exceptions
5. To study the available remedies for copyright holder
6. To study the mechanism to avail the said remedy and to critically analyse judicial interpretations pertaining to copyright
7. To critically analyse the present legal regime relating to copyright and to revisit the exceptions available under the copyright regime.
8. To be able to critically examine the given facts and spell out the applicable laws
9. To able to carry out independent research on the contemporary issues involving copyright issues

II. MODULES TO BE COVERED:

303.1. Historical evolution of the copyright
303.2. Meaning of copyright, Idea v Expression Dichotomy
303.3. Copyright in literary, dramatic and musical works
303.4. Copyright in sound records and cinematograph films
303.5. Copyright in computer programme
303.6. Ownership of copyright
303.7. Assignment of copyright
303.8. Author's special rights – Copyright v Moral Rights
303.9. Notion of infringement
303.10. Criteria of infringement
303.11. Infringement of copyright by films of literary and dramatic works.
303.12. Importation and infringement
303.13. Fair use provisions
303.15. Aspects of copyright justice and the commercial world

303.16. Remedies, especially, the possibility of Anton pillar injunctive relief in India.

III. BOOKS RECOMMENDED:

**LAW OF BANKING**  
(LLM 407)

**OBJECTIVES:**

1. To study the evolution and development of Law of Banking.
2. To study laws applicable to banking transactions.
3. To study and critically analyse judicial interpretations of rights and obligations of the parties to banking transactions.
4. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
5. To learn to write a standard research paper based on extensive analysis of materials and synthesis.

**MODULES TO BE COVERED:**

- Introductory
- Evolution of Banking Law
- Evolution of Baking Institutions
- Services of Banks
- Functions of Commercial Banks
- Historical Background of Banking Institutions in India
- Rise of Joint Stock Banks in India

**The Banking Regulation Act, 1949**

- Main Provisions
- Social Control
- Nationalisation of 14 Major Banks
- Business of Banking Companies
- Directors, Board of Directors and Chairman
- Other Provisions of the Banking Regulation Act
- Reserve Bank’s Powers
- Duality of Control – Conflict of Laws

**The Reserve Bank of India**

- Functions of Reserve Bank of India
Organisation set up of Reserve Bank of India

Banker and Customer

Definition of Banker

Special features of relationship

Bankers as Borrowers

Discounting of Bills

Participation Certificates (PCs)

Bank Deposits

Deposit Insurance Corporation

Deposit Rates in India

Fixed Deposits

Opening of a New Account

Statement of Account or Pass-Book

Limitations of Powers to Borrow

Characteristics of Negotiable Instruments

Negotiable Instruments and their Characteristics

Characteristics of Cheques

Cheques

Origin of Cheque

Requisites of Cheque

Use of printed Cheque Forms

Dating of Cheques

Consideration

Crossed Cheques

Payment of Customer’s Cheques

Payment of Customer’s Cheques

Precautions
Payment in due course
When payment must be refused
Interference by Third Parties – Injunctions

Dishonour of Cheque

Criminal Liability of Drawer or Dishonour
Scope of Sections 138-140 for prosecution in General
General Principles
Liability of Firm’s Partner
Defaulter or Complainant sole proprietary firm
Cognizance of offences
Quashing of complaints
Conviction and Sentences

Appropriation of Payments
Rule in clayton
Execution

International Banking and Financial Services’ Regulation – An Overview
Banks and the International Regulatory Regime
Regulated activities
Prudential Norms
Prevention of Money laundering and terrorist finance

**LIST OF RECOMMENDED BOOKS:**

<table>
<thead>
<tr>
<th>Author</th>
<th>Title</th>
<th>Publisher</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tannan</td>
<td>Banking Law</td>
<td>L&amp;N</td>
</tr>
<tr>
<td>Gopinath</td>
<td>Banking Principles &amp; operations</td>
<td>SLOP</td>
</tr>
<tr>
<td>Kalpana Devi</td>
<td>Technology Trust &amp; Ebanking adoption</td>
<td>Serial</td>
</tr>
<tr>
<td>Sundharam</td>
<td>Banking Theory</td>
<td>sultan</td>
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<tr>
<td>Paget</td>
<td>Law of Banking</td>
<td>Lexis Nexis</td>
</tr>
<tr>
<td>John K Villa</td>
<td>Banking Crimes - Vols. 1</td>
<td>Thomson</td>
</tr>
<tr>
<td>John K Villa</td>
<td>Banking Crimes - Vols. 2</td>
<td>Thomson</td>
</tr>
<tr>
<td>Blair</td>
<td>Banking And Financial Services Regulation 3Ed.</td>
<td>Tottel</td>
</tr>
</tbody>
</table>
OBJECTIVES:

1. To study the evolution and development of law of insurance
2. To study laws applicable to insurance contracts
3. To analyse the contemporary issues involved in the regulatory framework of insurance sector
4. To study and critically analyse judicial interpretations of insurance contracts
5. To learn to conduct guided research in a focussed area of the subject and to present the findings in a clear and structured manner, both verbally and in writing; and
6. To learn to write a standard research paper based on extensive analysis of materials and synthesis.

MODULES TO BE COVERED:

Introduction

The Contract of Insurance
   The Definition of Insurance
   Formal Requirements for Insurance Contracts
   Formation of Insurance Contracts
   The Assured

Insurable Interest
   The Significance of Insurable Interest
   The Principle of Indemnity
   The meaning and Scope of Insurable Interest

The Risk
   Commencement and duration of Risk
   Increase of Risk
   Proximate Cause
   Illegality and Misconduct

Utmost Good Faith
   Non-Disclosure and Misrepresentation
   Materiality and Inducement
   Utmost Good Faith and Agency
   Material Facts

Terms of Insurance Contracts
   Terminology
   Insurance Conditions
   Insurance Warranties
The Premium

- Payment of the Premium
- The amount of the Premium
- Renewal Premiums and Days of Grace
- Consequences of Non-Payment
- Return of Premium

Claims

- Claims Conditions
- Co-operation and Proof of Loss
- Fraudulent Claims
- Limitations of Actions
- Claims against insurers by Third Parties
- Declaratory Relief

Indemnity

- Measure of Indemnity
- Limits of Recovery
- Reinstatement
- Settlements

The Regulation of Insures

- Regulatory Structure
- Insurance Business in India and in the United Kingdom
- IRDA

The Rights of Insurers

- Subrogation
- Double Insurance and Contribution
- Abandonment and Salvage

List of Recommended books: