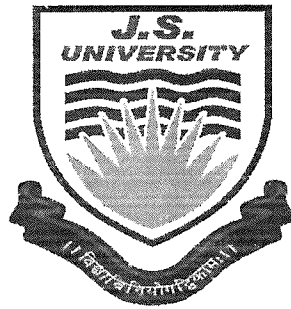


J.S. University, Shikohabad

Established by UP Govt. Act No. 07 of 2015

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Value Added Course

[VAC-130]

Investment and securities Law

Department of law

	J.S. University, Shikohabad Department of Law	Value Added Course
		AY: 2021-22

Investment and securities Law

[VAC-130]

Duration:

30 Hours. (Theory + Practical 30 hrs)

This course can also be offered as 06 days full time intensive course.

Course Learning Outcomes

1. To give details exposure about the overall legal structure of Law relating to investment and securities Students gain an analytical knowledge into ethical related to media
2. To introduce student about law of investment and securities, regulating bodies and operation and movement in economic market.
3. (i) Meaning of stock exchanges (ii) An overview of stock exchange in India (iii) Regulation of stock exchange in India (iv) Role of stock exchanges.
4. The act of investing has the goal of generating income and increasing value over time. An investment can refer to any mechanism used for generating future income.

Sr.No	Content	Duration (30 hrs)
1	Historical evolution of investment and Securities Law	05
2	Regulatory Framework to Govern Securities in India	04
3	Concept of Securities market and Securities Intermediaries	04
4	Securities and Exchange Board of India and the Depositories Act, 1996	04
5	Stock Exchange and Investor Protection	04
6	Insider Trading and Takeover Code: Insider Trading	03
7	SEBI(Listing Obligations and Disclosure Requirement Regulations)	03
8	Foreign Investment Law	03

Objectives of Course : The securities market plays a very important role in the growth and development of Indian market economies. Mature and well-regulated securities market supports corporate initiatives and also facilitate the management of financial risks Also, retail investors are investing an increasing proportion of their money in mutual funds and other collective investments which places the securities market at the central of individual wealth. This course aims to introduce students to the various law and regulations enacted by the competent legislative and regulating bodies governing the operation and movement of security market.

Module 01 Historical evolution of Investment and Securities Laws :

1. Meaning and Definition of Investment and Securities
2. Historical origins of Investment and Securities law-International and National Perspective
3. History of Capital Markets in India
4. Ned for securities legislation and investor protection

Module 02 Regulatory Framework to Govern Securities in India :

1. Concept of Securities
2. Kinds of Securities- Ownership instruments , Shares, Stocks
3. Debt instruments –Debentures and Bonds
4. Offered Documents – Prospectus
5. Norms of disclosure under different laws- the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956 and the Securities Exchange Board of India Act, 1992 (only relevant provisions)

Module 03 Concept of Securities Market and Securities Intermediaries :

1. Primary Market : Scheme of primary Market, Advantages- Disadvantages to Companies and investors.
2. Provisions relation to IPO, FPO, Private placement, bonus issue, Qualified institutional Placement under the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018
3. Primary Market intermediaries- Merchant Banker, Managers to issue , Registrar and Share Transfer Agent, Bankers to the issue, Brokers, Syndicate Members

4. Secondary Market intermediaries- Registrar and Share Transfer Agent, Brokers / sub-broker , Portfolio Managers, Investment Advisers, Research Analyst, Credit Rating Intermediaries, Clearing Corporations

Module 04 Securities and Exchange Board of India and the Depositories Act, 1996

1. Background and Introduction, Constitution of SEBI
2. SEBI- Power and Function , Role of SEBI in securities market.
3. SEBI- Power to issue Informal Guidance
4. SEBI – Power to issue Regulations, Rules under Securities Market
5. Constitution of Securities Appellate Tribunal (SAT), SAT- power and functions
6. The Depositories Act, 1996- Rights and Obligations of depositories, Depository participants. Issuers and Beneficial owners , Penalties. Dematerialisation and Rematerialisation of securities (Procedure, Advantages and Disadvantages)
7. Relevant provisions of the Companies Act, 2013

Module 05 Stock Exchange and Investor Protection:

1. The Securities Contracts (Regulation) Act, 1956 – Recognized Stock Exchange , listing of Securities, penalties and procedure
2. Procedure for a stock exchange to be a recognized stock Exchange , power of Government , procedure for de-recognition of a stock exchange
3. Concept of Demutualization of stock exchange and its impact on the indian economy and the Regional stock exchanges
4. Minimum public shareholding and its advantages to shareholders and stakeholders
5. Trading, Spot delivery contract, Badla Contract , Future contracts , Options ,
6. Derivatives, Listing of Shares
7. Investors Protection mechanism under various statutes- Role and functions of SEBI Tribunal , the Companies Act,2013- Acceptance of deposits, Misstatement In prospectus, fraudulently inducing person to invest money, non- payment of dividend , Right to demand financial statement , Investor Education and Protection Fund , class action suits

Module 06 Insider Trading and Takeover Code : Insider Trading :

1. Insider Trading: Meaning and Definition of Insider Trading . Insider, Connected person. Deemed to be connected , trading Unpublished price sensitive information, generally available information , Chinese wall, Compliance Officer, Trading Window, Pre – Clearance, Code of Conduct

2. Penalty for Insider Trading
3. Position in UK and USA

Takeover Code :

1. Meaning and definition of control , voting right, shares, acquirer, target company, person acting in concert, Deemed to be connected person, acquisition of shares, open offer , public announcement , offer letter , offer price
2. Shareholding thresholds / Triggers under Takeover Code
3. Procedure of public announcement and open offer
4. Exemption (general and specific exemptions)

Module 07 SEBI (Listing Obligations and Disclosure Requirement Regulation):

1. Meaning and purpose of listing and delisting, advantages and disadvantages
2. Principles governing disclosures and obligations of listed entity
3. Listing Agreement
4. Compliance Officer
5. Grievance Redressal Mechanism
6. Corporate Governance Norms- directors, women directors, independent directors , audit committee, risk management committee , remuneration committee, stakeholder relationship committee, maximum number of directorship , related party transactions , obligations of independent directors
7. Disclosure of event or information under SEBI Regulation
8. Re- classification of promoters into non-promoters
9. Annual report

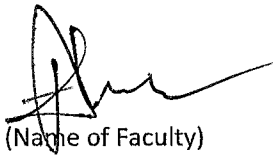
Module 08 Foreign Investment Laws :

1. The Foreign Exchange Management Act. 1999-
 - a) Regulation and management of Foreign Exchange
 - b) Contravention and Penalties
 - c) Adjudication and Appeal
 - d) Directorate and enforcement
 - e) Inbound and outbound investment in India (Foreign Direct Investment and Overseas Direct Investment)
 - f) Setting up of Joint Ventures and Wholly owned subsidiaries in India and outside India
2. Regulation of Foreign Institutional Investors (FII)/foreign portfolio Investor (FPI) in India

3. Participatory Note

Recommended Readings :

1. Sanjeev Agrwal, Guide to Indian Capital Market, Bharat Law House , 2009.
2. Imaad A Moosa, Foreign Direct investment: Theory Evidence and Practice, Palgrave Mac Millan, 2010
3. Niti Bhasin, FDI in India, New Century Publication, 2008
4. V.A. Avdhani, Investment and Securities Market in India , Himalaya Publishing House, 2011.
5. Vishal Saraogi : Capital Market and Securities Laws Simplified, Law point publication.
6. E.Gordon &K. Natarajan : Capital Market in India ; Himalaya Publishing House.
7. V.L.Iyer: SEBI Practice Mnual; Taxmann Allied Service (p) LTD.


(Name of Faculty)

Course Coordinator

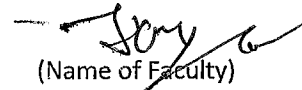
Dr. Atul Vadar



Dear

Academy

Dr. Akhila


(Name of Faculty)

Director/Principle/Dean of

Faculty/Department

Dr. Jayendra