
Title: Corporate and Business Law**Code: MGMT 533****Credit Hours: 3****Year /Semester: II/III****48 Hours**

Course Objectives:

The objective of this course is to provide ample knowledge about legal provisions with regard to establishment, management and governance of company, bank, financial institution and Co-operative organizations. It also aims at making students aware of legal provisions related to issues of labour management and trade unions.

Unit 1 Company Act, 2063**10 Hours**

Meaning and Nature of Company; Incorporation of Company; Memorandum of Association; Articles of Association; Prospectus; Shares and Debentures; Meetings of Company; Board of Directors; Accounts and Records; Audit; Call For Explanation and Investigation; Liquidation of Company; Cancellation of Registration; Protection of Shareholders; Holding and Subsidiary Companies; Special Provisions Relating to Private Company, Single Shareholder Company, Foreign Company; Audit Committee; Offences and Punishment; Miscellaneous Provisions

Unit 2 Banking and Financial Institution Act, 2063 and Nepal Rastra Bank Act, 2058**11 Hours****BAFIA**

Introduction; Incorporation of Banks or Financial Institution; Provisions Concerning Board of Director and Chief Executive; Provisions Relating to License, Capital; Operation of Financial Transactions; Regulation, Inspection and Supervision; Provisions Relating to Supply and Recovery of Credits; Accounts, Records, Returns and Reports; Provisions Relating to Merger; Offence and Punishment; Miscellaneous Provisions

Nepal Rastra Bank Act

Monetary Functions and Operation of Open Market; Foreign Exchange Policy, Regulation and Reserve; Relation with Government of Nepal; Regulation, Inspection and Supervision of the Banks

Unit 3 Labor Act, 2048**10 Hours**

Need of Labor Law; General Manager's Work Nature; Employment for Foreigners; Working Hour and Job Security; Reserve and Redundancy of Employee; Establishment of Welfare fund; General Managers Responsibility for Remuneration; Maintenance of Health and Safety; Employees Misconduct and Notice; Misconduct of Manager or General Manager and Actions; Board, Committee and Officers; Gratuity Payment and Provident Fund; Labor Dispute Settlement Mechanism and General Manager; Collective Bargaining Agreement

Unit 4 Bonus Act, 2030**5 Hours**

Introduction; Distribution of Bonus in Advance; Persons Who Can Obtain Bonus

Unit 5 Insurance Law**8 Hours**

Introduction; Characteristics of Insurance Contract; Legal Provisions for Insurance Business; Prohibition on Registration; Insurance Agent Surveyor and Broker; Surveyor; Insurance Claim and Its Settlement

Unit 6 Laws Regulating Co-operatives Sector**4 Hours**

Co-operative Act; Co-operative Rules

Reference Books:

1. Nepal Government: Companies Act, 2063: Ministry of Law Justice & Constituent Assembly
2. Nepal Government: Banking and Financial Institution Act, 2063 with amendments: Ministry of Law Justice & Constituent Assembly
3. Nepal Government: Nepal Rastra Bank Act, 2058: Ministry of Law Justice & Constituent Assembly
4. Nepal Government: Labor Act: Ministry of Law Justice & Constituent Assembly
5. Nepal Government: Co-operative Act and Rules: Ministry of Law Justice & Constituent Assembly
6. Nepal Insurance Act and Rules, Ministry of Law Justice & Constituent Assembly
7. Bonus Act and Rules, Ministry of Law Justice & Constituent Assembly