



NATIONAL LAW UNIVERSITY AND JUDICIAL ACADEMY, ASSAM

PROGRAMME: B.A., LL.B.(HONS.) FYIC

DETAILS OF COURSE OFFERED

ODD SEMESTER (IX) – ACADEMIC YEAR

SL. NO	COURSE CODE	COURSE TITLE	L	T/P	CR	CH
1	BL903.8 (BUSINESS LAW, OPTIONAL PAPER – V)	INVESTMENT LAW	4 PER WEEK	1 PER WEEK	4	

- A. CODE AND TITLE OF THE COURSE: BL903.8 (BUSINESS LAW
OPTIONAL PAPER- V), INVESTMENT LAW**
- B. COURSE CREDIT: 4 (TOTAL MARKS 200)**
- C. MEDIUM OF INSTRUCTION: ENGLISH**
- D. COURSE COMPILED BY: ANKUR MADHIA**
- E. COURSE INSTRUCTOR: ANKUR MADHIA**

1. COURSE OBJECTIVES:

The course has been introduced understanding the basic facets and importance of investment in the growth of global economy. This law course strives to develop student's cognitive skills and present the law as a subject demanding reflection and involving societal values and intellectual practices. The best means to promote such objectives is to provide a classroom environment where the professor and students engage in a dialogue about assigned cases and hypothetical problems. The primary objective of the course is the same as thought and written by Fuller on teaching law i.e "There is, for example, an almost universal agreement that our primary objective is not to impart information. Whatever it is we want the student to get it is something more durable, more versatile and muscular, than a mere knowledge of rules of law." The objective of this course is not only to build basic understanding of the fundamentals of investment law but also develop student's cognitive skills in practical application of various components of the law through problem solving method. It is also the objective of the course to understand various investment opportunities and how it is regulated. The course is designed in such a way that it covers all important layers of regulation surrounding investment in India including International, Domestic and Contractual. It is the aim of the course to make accomplished legal professionals in the field of investment law with a thrust towards understanding needs of investment and the law involved.

Course Objectives

1. To discuss with students the rationale behind domestic and international law on investment.
2. To familiarise students with layers of law governing investment in India.
3. To develop their critical faculties by evaluating the policy arguments behind the formation of BITs.
4. To make the students understand the importance of regulating foreign investment.

2. TEACHING METHODOLOGY:

The method adopted for teaching is mixed method including regular classroom teaching. The methodology not only comprise of traditional lecture method but also participatory teaching with discussion on legal principles and precedents in the classroom. The students are informed in advance the topic for discussion and the topic

of project / assignment they have to prepare. The students prepare their topics from the sources suggested to them. The students are also encouraged to do independent research on their respective assignments. In the classroom every student is required to present his/her topic and to have his/her doubt cleared through discussion. The teacher will be helping and guiding the students in their pursuits of legal learning. The teacher summarizes after the students have completed their discussion, and he clarifies the doubts, if any, and answer their queries. Students will be encouraged to watch videos and updates relating to the subject.

3. COURSE LEARNING OUTCOMES

A student will have an integrated understanding of various regulations and laws related to Investment in India At the end of the course the students will be able to understand and will be equipped with the knowledge and rationale behind laws relating to investment. Also students will comprehend law on investment and the contractual aspects relating to it.

4. COURSE EVALUATION METHOD: The course evaluation is divided into:

Internal Assessment: 70% (140 Marks)

Semester End Examination: 30% (60 Marks)

Sl. No.	Marks Distribution	
1	Project Work	40 marks
2	Seminar/Group Discussion	20 marks
3	Assignment/Assessment	30 marks
4	Mid-Semester Test	40 marks
5	Attendance in class	10 marks
6	Semester End Examination	60 marks

5. DETAILED STRUCTURE OF THE COURSE

MODULE I

Introduction to Investment and Market

Meaning of Investment and Market, Nature and Risk associated with Investment
Evolution of Investment and Bargaining Norms, Investment law - an introduction,
Raising Investment- Stages in Investment Transaction, Shares: Types of Shares, Shares
and Shareholders, Stock and Shares, Share capital - Issue and allotment of shares,
Transfer and Transmission of shares, Debentures, Charges and Deposits

MODULE II

Capital Market Regulation and Securities Contracts

History and Evolution of Capital Market, Securities Market in India- An Overview,
Primary Capital Market, Debt Market, Relevant Provision of Companies Act, 2013,
Basic Features of the Securities Contracts, Recognition of Stock Exchange,
Derivatives, Options and Futures, Listing of securities, Penalties and procedure for
adjudication, SEBI constitution, Powers and Functions of SEBI, Securities Appellate
Tribunal, FDI and its Impact on Human Rights.

MODULE III

International Investment Law

Sources and Nature of International Investment Law, Investors Perspective, Host state
perspective, Investors and Investment, Expropriation, Standards of Protection – Fair
and Equitable Treatment, Full protection and security, The Umbrella Clause, Access to
Justice, Fair Procedure and Denial of Justice, Emergency, Necessity, Army Conflicts
and Force Majeure, Preservation of Rights, Arbitrary or Discriminatory Measures,
National Treatment, Most Favoured Nation Treatment and Transfer of Funds.

CASE LAW REPORTER/JOURNALS:

- ICSID Review

- ICSID Review - Foreign Investment Law Journal
- The Journal of World Investment & Trade (JWIT)
- Asian International Arbitration Journal
- North Western Journal of International Law & Business
- India Business Law Journal
- Company Cases published by Company Law Institute of India Pvt Ltd, Madras
- Company Law Journal published by L.M Sharma (Editor) Company Law
- Corporate Law Advisor
- Taxman's Corporate Professional Today
- Company Law Digest (1913-2009) [Taxmann Allied Services (P) Ltd, New Delhi

6. PRESCRIBED READINGS:

1. Jeswald W. Salacuse, The Three Laws of International Investment, Oxford University Press, 1st Edition, 2013
2. Ramaiya, Guide To The Companies Act (Providing Guidance On The Companies Act, 2013) LexisNexis; Eighteenth edition (1 December 2014)
3. Avtar Singh, Company Law; EBC Publication; Sixth Edition, (2015)
4. Insights into the new Companies Law, 2013 Lexis Nexis
5. Bharat's simplified Companies Act, 2013 Bharat Publication
6. Taxmann Studies of Companies Law, 2013
7. Analysis of Companies Act, 2013 CCH
8. Company Law & Practice (Taxmann) 2011
9. Lectures on company law & competition act Anantharaman, K S, 2011 LexisNexis
10. Agarwal & baby on SEBI act /a legal commentary on securities exchange board of India act, 1992 Sumit agarwal, Taxmann publications (P) Ltd. New Delhi 2011
11. SEBI manual, Vol. 1 , Taxmann, Taxmann publications (P) ltd New Delhi, 15 th Ed, 2010
12. SEBI manual, Vol. 2 , Taxmann, Taxmann publications (P) ltd New Delhi, 15 th Ed, 2010
13. Sampath K R, Law and Procedure on Corporate Restructure Leading to Mergers Amalgamations, Takeovers, Joint ventures LLPs and Corporate Restructure, Snow White Mumbai, 6th Ed, 2010

14. Chandratre K R, Corporate Restructuring, Bharat Law house Pvt Ltd New Delhi, 2ndEd, 2010.
15. Pahwa H P S, Sick industries and BIFR Bharat Law house Pvt Ltd New Delhi , 2009
16. Verma J C, Corporate mergers, amalgamations and takeovers: concept, practice and procedure, Bharat Law House Pvt Ltd New Delhi, 2008
17. Saxena Ashok, Foreign exchange management manual ,Vol. 1 Bharat Law house 2007
18. Saxena Ashok, Foreign exchange management manual ,Vol. 2 Bharat Law house 2007
19. Taxmann, Foreign exchange management manual, Taxmann publications (P) ltd NewDelhi, 2007
20. Rudolf Dolzer & Christoph Schreuer, Principles of International Investment Law, Oxford University Press, 2nd Edition, 2012

LIST OF RELEVANT PRINT AND ONLINE RESOURCES:

- CISG Advisory Council: <http://www.cisgac.com/>
- Unilex : <http://www.unilex.info>
- UNIDROIT: <http://www.unidroit.org>
- UNCITRAL: <http://www.uncitral.org>
- The World Bank, Doing Business India: <http://www.doingbusiness.org/data/exploreeconomies/india/#enforcing-contracts>
- E-commerce in India: http://www.nishithdesai.com/fileadmin/user_upload/pdfs/Research%20Papers/E-Commerce_in_India.pdf