

CORPORATE GOVERNANCE

Sem	Subject code	Category	Lecture		Theory		Credit
			Total Hrs	Hrs per week	Total Hrs	Hrs per week	
III		Elective paper – III	90	6	90	6	5

UNIT I CORPORATE GOVERNANCE

Corporate Governance: concept and issues- history of corporate governance principles of corporate governance- globalization and corporate governance Corporate governance practices/codes in India, UK, Japan, Germany and USA.

UNIT II LEGISLATIVE FRAMEWORK

Legislative Framework of corporate governance in India: clause 49 of Listing Agreement- SEBI guidelines for growth of corporate governance- tools ensuring corporate governance- cost audit methodology and corporate governance- internal audit for corporate governance- nature- scope- functions- planning process investigation of fraud- internal audit reports- statutory audit for corporate governance- audit committee as per Companies Act-2013.

UNIT III BOARD EFFECTIVENESS

Board effectiveness: Types of board of directors - role of board of Directors responsibility and duties of directors- role of independent directors-role of chairman - functions of Chairman role of CEO - functions of CEO - relationship between directors and executives.

UNIT IV CORPORATE GOVERNANCE

Corporate Governance and shareholders' rights : rights of shareholders responsibility of shareholders - minority shareholders protection-role of investor association in securing shareholders rights-role of institutional investors in corporate governance- Corporate governance and other stakeholders viz employees, lenders, vendors, government, society- stakeholder protection.

UNIT V CSR

Corporate Social Responsibility- Nature of activities - Evaluation of CSR projects corporate social responsibility methods- CSR as per Companies Act, 2013 - corporate governance and business ethics - concepts and importance- benefits of ethics- corporate philosophy and culture-managing ethics and legal compliance.

TEXT BOOKS:

Sl. no	Authors	Title	Publishers	Year of publication
1	C.S.V Murthy	Business Ethics and Corporate Governance	HPH	2016
2	Fernado	Corporate Governance	Pearson	2001
3	N. Gopalasamay,	Corporate Governance	Wheeler Publishing	2003

SYLLABUS DESIGNER:

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