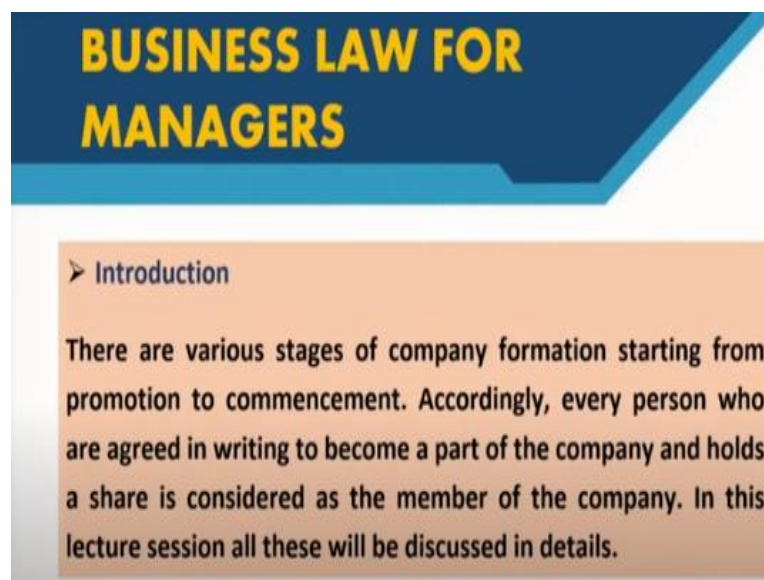


Business Law for Managers
Name of Faculty, Mr. Kaushik Mukherjee
Vinod Gupta School of Management
IIT Kharagpur
Module-1: Corporate Law

Lecture - 02
Various Types of Companies and Their Memberships

Hello, good afternoon. We start with the model 1 lecture 2 on various types of companies and their memberships.

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Now companies are of different types; private, public, one-man company is a new concept. Then we have joint stock companies. So, companies are of different nature and also evolving. A one-man company is a unique concept which is just evolved, we have to see how it happens. And many times, it is seen that the need of the business determines what kind of company is required as of now.

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KEY POINTS

- Stages of Company Operation
- Types of Companies
- Types of Memberships



We will take also the stages of company formation, operation and the types of companies as well as the types of members, what kind of members we can have; preference members, equity shareholders, then again convertible preference shares, convertible share warrant holders, equity share warrant holders.

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Stages of Company Operation

Following stages are generally found for a company

- Formation of a Company
- Promotion
- Fixation of Duties and Liabilities of Promoters
- Registration
- Availability of Name
- Certificate of Incorporation/Consequences of Incorporation
- Certificate to Commence Business
- Pre-incorporation and Provisional Contracts.
- Memorandum of Association

Now many times the question comes how do I form a quickly a company? Basically, today company formation is not a big job. Outermost if you have mindset that I know my purpose of creating the company, these are my people who will be my association of persons with whom I will form the company.

This will be the name of the company which is very important to have the name first also because every company will be known by its name. And the initial capital you

want to invoice in the company. Based on which you have to prepare two documents which is called the Memorandum of Association and the Articles of Association.

And then the company can generally be formed. But problem is not on formation, sustaining the company. Many companies have been formed. In India we had a plethora of cases where the registrar of companies the controller, the controller of companies is called the registrar of companies. And there are as many states as many registrars of companies.

For example, bigger states like Maharashtra has two register of companies, two controller of companies. Now these controllers of companies found out that there is more than few lakhs of companies which are defunct, created but not become operational. So, these all these companies had to be one fine morning a decision has to be taken and they were all deleted from the name.

They all companies, defunct companies were deleted. So, these companies are no longer hold any good. So, formation of company can be something which is not that complicated, but retention and sustenance is very important based on which the strength of formation determines how the company will take off and run. Is it for a casual nature, overnight type of business or it is something which will be sustainable.

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Certain important concepts are very important which are required to be absolutely understood at the very beginning is what is the purpose of creating this company?

What is that we need to do, we call it the objective of the company. Then next question is whether it will be held by few people or we want the public to be involved also depending on which the shape will take place, whether it will be a private company or a public company.

Most of the companies initially are formed as a private company. And then after few years when the business is more or less settles down, then you go for inviting offers from the public to subscribe, then it becomes a public company. And you hear the words again and again coming IPO, initial public offer. Then the first time a company is making a public issue we call it the IPO.

Now that IPO makes that company a private company into a public company. It is better that you test the waters first and then you go for a public. But the moment you invite public you bring in accountability. You have to give return to them. So, unless you are sure that your business is something which is which can give return it is better to keep it closed door and see how well it can be further organized and then only go for a public issue, convert that company into a public company.

So, contents, form is very important. Articles of Association is another important aspect which has to be taken care of. Perhaps memorandum and articles are the two important aspects. The purpose, the contents, the objective, the name, all these forms the part of the Memorandum of Association. Articles of Association, we call doctrine of indoor management.

Two very good examples are there. One, Memorandum of Association is called the doctrine of constructive notice. Articles of Association is called the doctrine of indoor management. By indoor management means what? Anything inside the company which is happening is actually articulated in the Articles of Association like how the company will appoint its directors or how the company will invite shares from the public.

What kind of shares will be allowed by that company to be offered to the shareholders? There are different kinds of shares. All shares are not equity shareholders. Preference shares whether can be given? What kind of issues can be

made? Whether it can be rights issue, bonus issue? Bonus issue means free shares. Rights issue means to the existing equity shareholders.

Or private placement of shares, to few people. All these are guided in the Articles of Association. If it is not there in the Articles of Association, if you do, if the company does something, which is not there in the Articles of Association, just like Memorandum of Association, it also becomes wrong, it becomes ultra vires. Now what is to be done for that reason? For that reason, what is to be done is you have to change the Articles of Association.

You have to alter the Articles of Association. That again is a procedural aspect. It needs a lot of approvals, then only you can do it. But without that you cannot change anything which is written in the Articles of Association. Therefore, while drafting the Articles of Association, it has to be very carefully understood.

That it is something which will be taken care of and that will help the company to run if after what it happens if the company is doing something which is not there in the articles, then the Articles of Association needs to be amended immediately or else all the actions will be disqualified, will not be considered as valid actions.

There are instances in the past where the companies have done something which is not there in the Articles of Association or Articles of Association has mentioned x and they have done $x + 1$. In that case, the action taken by the company was considered as illegal, ultra vires, again beyond the powers. So important to check the Articles of Association before. For example, appointment of a nominee director.

Nominee director means a director appointed by the financial institutions in the board. Many financial institutions while giving loans to the company insist that our nominee from their side will be there in the board of directors to check their interest, to protect their interest, so that the loan does not become an NPA. So that the company does not go into some kind of business on which they have no control.

To protect that they want to appoint a nominee. The concept is called nominee director, very common, even now. Now if the Articles of Association does not contain

a provision that the lenders can appoint nominee director, then no company can appoint a nominee director. Then in that case, the Articles of Association needs to be altered to accommodate the appointment of nominee director.

So, it is a job of the compliance officer, the team, the legal persons who are there, the management to ensure that they are not doing anything, which is beyond the powers of the Articles of Association. Prospectus is an important concept in a company form of organization.

And as I was talking of IPO, no IPO can be floated unless and until a prospectus is presented to the equity shareholders duly signed and undertaken by the owners or the management of the company, saying that this is what the company is going to do or this is how the company is going to perform in the coming years. IPO is based on the prospectus.

The prospectus contains all that it requires for an investor to know before investing in a company. For example, it will like to know why the company was formed. Who are the promoters of the company? What about these promoters in other businesses? Suppose these promoters are also in tea business, in paper business, in cement business, in any other, leather business.

So, when it comes with an IPO of a leather business, they would like to know what have you done as a promoter in all the other businesses you are doing? Are you doing well? Are you in a position to give return to the shareholders? Are your shareholders satisfied with you? So based on which there is a kind of performance appraisal of the promoters which is done in the prospectus.

Moreover, they would also like to know the kind of business you are doing. What are the chances of you are doing well? How do you foresee the future? What are the threats perceptions you have got? A prospectus is a big thick document. Once you go through the prospectus in detail, all financial analyst go through the prospectus and then they recommend to the investors the mutual fund analyst go through the prospectus in detail.

It is like you know containing a total documentary on the company. It is a very important document to read about a company when it comes to the prospectus. And more importantly, whatever you are writing in the prospectus, your directors, your management, your owners are responsible for that. And there can be even a criminal breach if there is any violation of the prospectus.

If you have mentioned something in the prospectus about the company, which is going to do and actually while you are giving this, you are aware of it is not the case, if it can be proved later on, you are can be even criminally prosecuted. There are various instances where misleading prospectus has led the promoters to jail. So, prospectus is a very important document.

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Now shares are of as I told you shares are of different types. But basically, there are two types of shares, one is called the equity shares and the preference shares. Little bit on the equity shares, equity shareholders are the shareholders who are the true risk takers. Now if I lose the shares normally people always mean the equity shareholders. The concept of preference shareholders are usually dying away.

Because preference shareholders are very, you know I would say averse to taking risk. They do not take the risk in the company. They invest in the shares of the company; they have a fixed rate of dividend. If there is a profit, that rate of dividend they are going to get. Whether equity shareholders gets any dividend or not it is the material, preference shareholders will get their rate of dividend, number one.

Number two, when the company goes into liquidation, as I told you earlier also, we discussed this point, that the payment pattern is first you make the payment to the secured creditors, then to the unsecured creditors, then you make the payment to the preference shareholders and then to the equity share holders.

So, after paying the preference shareholders if anything is left then only it goes to the equity shareholders. So, preference shareholders in a beneficial holding but it is not something which is very you know common nowadays. You hardly find a company coming out with preference shareholders. Equity shareholders is a call of the day.

Now issue of shares at par at premium and discount is simple to understand that when you are having a share value or a face value of rupees 10, mostly Indian companies share value par value of the share is rupees 10. Of course, some companies are having rupee one, rupees two. Some are even now having rupees 100. But on an average if you see out of 10, 9 of them would be rupees 10.

So at least 8 of them would be to rupees 10. So, when I am saying that rupees 10 is the per value of shares, and if in an IPO you issue shares at 200 rupees, then the premium actually becomes 190. But if you issue shares at 9 rupees the discount is 1. So, it all depends what is the market demand. There are specialist persons in the market who are called merchant bankers.

They actually help you to determine what is the demand of the shares in the market? How many people are eager to buy your shares and whether at this price they will come or not. It is a specialized job. Crores and crores of rupees are being invested depending upon the judgment of the merchant bankers, whether will go at a premium of how much rupees.

Some issues succeed. Few issues fail also because the merchant bankers totally misread the minds of the investors. Investors never revealed their mind to them. So, they came out with a high premium. They backed out. They could not raise the money from the market. So, it has happened. This is a specialist job. Bonus shares is free

shares where you get, you know it is a kind of dividend, instead of cash payout you pay shares.

Dividend is a part of the profit which the company earns, gives to the equity shareholders and the preference shareholders. Distribution of profits we call dividend. And distribution of profits can also take place in the form of bonus shares, where you are not paying anything in cash, but you are giving extra share. Say every shareholder is given one rupee share at no cost.

So, he becomes a shareholder of one extra share without any cost. That is called a bonus share. In India bonus shares are not very common, though bonus shares actually helps the company because it does not have to pay cash, but it reduces the earning per share. The total number of shares goes up. Therefore, the EPS, the earning per share goes down without any benefit really.

So not very common. As a good gesture, maybe in 10, 15, 20 companies, somebody having a Golden Jubilee or Diamond Jubilee, that company sometimes gives a bonus share, something of a totally a kind of, you know gratitude to the shareholders. Rights shares is when we are doing it on a certain entitlement basis. It is given only to the existing shareholders and it is given at a certain ratio.

It depends, it can be one share for every 10 shares held, it can be one share for every 5 shares held, it can be one share for 2 shares held, like that. Even one for one is common. But not without any price, it will have definitely a price. But normally that price is below the market price. If the market price of the shares is 200 rupees, a right share may be issued at 150 rupees. Why?

Because it is being given to the existing shareholders, it is not going to the public. And existing shareholders would be given some you know return, so that they buy at a price lower than the price they could have bought from the market. If I can buy the shares at 200 rupees in the market, why should I buy the shares again as right shares if the company gives at say 190 or 180 rupees.

So, they would look at a price of minimum difference of 50 rupees, 150 rupees. So, they can still buy and see that okay per share I have made a profit of maybe 30 rupees. So that is what we call right shares.

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This is generally an allotment procedure. You know allotment of shares definition. Allotment of shares is only when a person becomes a shareholder. Initially he applies for the shares. Application of the shares does not guarantee that he will become a member of the company. Only when a decision is taken about allotment of the shares, then only he becomes a member of the company.

So, allotment of shares actually gives the right to be a member of the company. Definition of a member. A member has all the rights to participate in the company's meetings which are for the shareholders. There is a saying that what is the difference between a shareholder and a member? Well, there is thin difference between a shareholder and a member.

Loosely we all say all shareholders are members and all members are shareholders. But that is not the case. Case is, all members are shareholders, but all shareholders are not members. All members are shareholders but all shareholders are not members. Why? Because only the registered shareholders are members.

Shareholders who have got their shares registered with the company, registered means their name has been entered in the register of members book of the company, they

become the members of the company. In today's scenario, perhaps it is right because you know it is scripless trading demat shares, so you buy the shares.

You do not have to verify the signature; you do not have to verify the stamp duty. Automatically you become a member. But still, till that is done, you remain a shareholder and does not become a member. So that is the difference between a shareholder and a member. Yes, by subscribing modes of acquiring membership is buying from the shares, my share market.

That is one of the modes, very common mode of becoming members. Sometimes loans are converted into shares. If I cannot pay you the loan, there can be a provision in the loan agreement that it will be converted into shares at a price prevalent at that particular point of time at a discount or at a whatever be some rate 80% of that rate. So, you get a membership by conversion of loans into shares.

You also can get you know become member by issuance of share warrants. Share warrants means giving you future rights to become shareholders. Right now, you pay this much. At a certain point of time, maybe 18 months or 12 months, you can become the shareholder by paying the balance money. That is also how you can become a member of the company.

And subscribing to the Memorandum of Association is an initial one. You cannot subscribe every time to the Memorandum of Association. Only once you can do. But this can happen again and again converting loan into shares or subscribing shares from the market can happen again and again. But subscribing to the Memorandum of Association can only happen once and that is the first time when you become a member.

There will require seven subscribers to the Memorandum of Association. Seven subscribers to the Articles of Association. Those seven subscribers actually are called the initial, the first members of the company. By agreement and registration also that can happen. As I told you contractual agreements in case of loans that conversion can takes place from loans to shares.

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Private and Public Company

Distinction in term of the following

1. Minimum number of members.
2. Maximum number of members.
3. Right to transfer shares is restricted.
4. Issue a prospectus.
5. Who can commence business immediately.
6. Statutory meeting
7. Directors of a private company are not required to retire by rotation.

Private and public company has a lot of distinctive features. Its features can be of maximum members as I told you maximum number of members. There is no limitation on a public company. While the private company it is 50. Right to transfer is restricted in a private company. It is freely transferable in public company. Prospectus is not required in a private company.

There is no public issue because they are closely held company. It does not invite shares from the public. So, construct of prospectus is not there. But in a public company prospectus is there. By a private company, you would require only one certificate that is called the certificate of incorporation. We also call the certificate of birth or birth certificate of a company which is contained in the Memorandum of Association.

Whereas a public company does not require only a certificate of incorporation, it also requires one or more certificate called the certificate of commencement of business. However, from the Companies Act 2013, they have done away with the certificate of commencement of business. So, companies even now can start only with the certificate of incorporation.

Statutory meeting is required in case of a public company. However, in private company, it is not required. Directors not required to retire at all in case of a private company, but in public company, they have to retire by rotation after a certain number

of years, which is normally three years depending upon what is written in the Articles of Association.

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Distinction Between Private and Public Company

Distinction in term of

8. The number of directors in a private company may be increased to any extent without the permission of the Central Government, but in case of a public company if the number of directors is to be more than twelve then the approval of the Central Government is necessary.
9. Two members have to be personally present to form the quorum in a private company but in a public company this number is five members.
10. No restrictions on managerial remuneration.

The number of members or directors may be increased to any extent without the permission of central government. However, in case of a public company, it is restricted to 12. And beyond that, it has to have the approval of Central Government, which very rarely comes. Because Central Government wants to think that what we will do more than 12 directors, if they cannot manage with 12, they will not be able to manage even with 15.

The quorum is also only two. Quorum is the minimum number of members present to form a quorum in case of a private company and a public company which is again different. There is no restriction on managerial remuneration in a private company. You can pay any remuneration. However, in a public company managerial remuneration is restricted to 5% of the net profits of the company.

So, you cannot pay more than 5% of the net profits of the company in case of a public company. So basically, the private company is a concept which is more of a partnership company, partnership firm, which has been converted into a private limited company for the sake of only separation of you know responsibility or liability of the promoter so that my personal assets are not being held responsible.

That is the reason why it is done, that my personal assets are not attached. Therefore, if you see, a private company more or less runs like a partnership firm. Every decision is taken by few persons. No restrictions nowhere. N number of directors. Any amount of money you can pay as managers, managing director to your own people. So private company is like that.

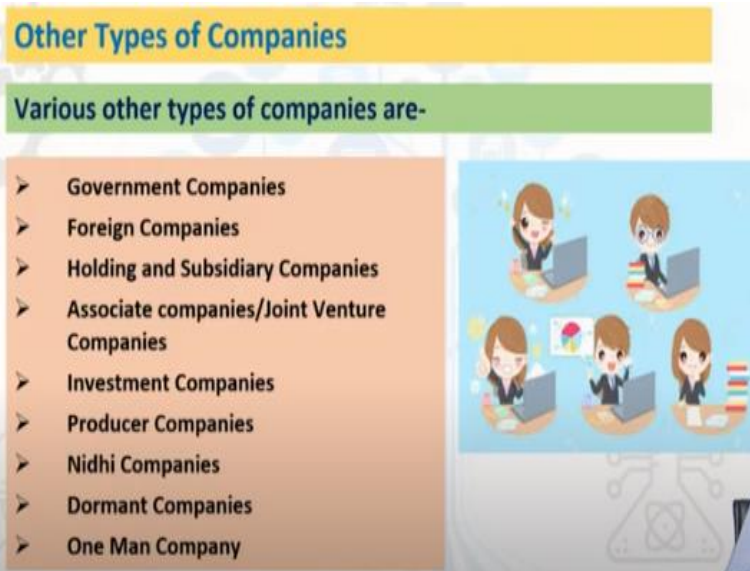
However, it does not matter because a private company does not take money from the public. It runs on his own money. However, public means public money if I say public money, I mean public money from the share market. But from the banks it does take money. For that example, even a sole proprietorship takes money from the bank. A partnership firm also takes money from the bank.

But again, when banks lend money to a private company and to a bank and to a partnership firm or a sole proprietorship firm, there is a difference. The bank looks much rigidly with lot of scanners in case of a private limited company. Because they know the promoters are not personally responsible.

So, if they can show this as a business risk, then bank will not be able to recover their money from their personal assets, it will go for a toss. It has happened in the past. The promoters of a private companies have shown that this is a business risks, so you cannot take my lavish properties. You cannot take my personal assets. Whatever is there in the business, you take your mortgage, no problem.

I mortgaged that asset to you. But my personal assets you cannot touch. So private limited companies are not that easy for them to raise money from the banks, I mean take loans from the banks.

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Various types of companies, government companies, foreign companies. Government companies, where the government hold more than 51% shares. Foreign companies where foreign companies means those companies in which nonresident Indians, foreign companies, they hold more than 51% shares. Holding and subsidiary companies is a good concept which says that one company holds another company either by way of shares or by way of control of the directors.

So, supposing A company holds more than 50% shares of B company then B becomes a subsidiary of A. Now B holds more than 50% shares of C company then C also effectively becomes a subsidiary of A through chain holding. We call it chain subsidiary. C becomes step down subsidiary of A. And C becomes first subsidiary of B. So, this is also a kind of you know holding subsidiary relationship.

Now associate companies and joint ventures. Normally associate companies are companies in which common directors have interest or you hold more than 20% shares of that company, promoters are holding more than 20% shares of the same company. Then those were considered as associate companies.

Joint venture is again a kind of partnership between two companies in which the share is distributed maybe in any ratio 51, 49, 60, 40. It all depends how they do it. These are new concepts of investment companies, producer companies, Nidhi companies. One-man company is something very interesting which has come up off late.

It has not taken shape really but going forward if really industry grows and the way it is going today and more and more key persons come into business and they think that I will have the pride of calling it my company. The greatest pride of calling some company my company, it comes from one-man company. You can say, clearly say x's company.

Today you cannot say really x's company though you know is x's company, but a one-man company gives you that you know self- esteem or right.

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Concept of Some Companies

Government Company

➤ Section 617 defines a Government Company as any company in which not less than 51% of the paid-up share capital is held by the Central Government, or by any State Government or Governments, or partly by the Central Government and partly by one or more State Governments and includes a company which is a subsidiary of a Government Company.

Government company we have defined.

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Concept of Some Companies

Foreign Companies

Foreign Company is clearly laid down under Section 2 Sub-section 42 of the Companies Act 2013 (New). A foreign company is any company or body corporate incorporated outside India which -

➤ has a place of business in India whether by itself or through an agent, physically or through electronic mode, and

➤ conducts any business activity in India in any other manner.

Here, 'a place of business' means premises where there is a physical or visible indication that the company may be contacted there.

Foreign company is same thing. You have placed a business outside India. That will be considered and your holding pattern also will define it is a foreign company.

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Concept of Some Companies

Holding and Subsidiary Companies

- **Holding Company**
Holding company is a company having controlling power or majority of voting powers of another company (subsidiary as referred above). Holding company is also called as parent company.
- **Subsidiary Company**
It is a company in which other company controls the composition of its Board of Directors or its more than 50% of voting powers. In case, where 100% voting powers are held by single holding company, the subsidiary is known as Wholly Owned Subsidiary (WOS) of the holding.

Holding, subsidiary companies we have covered.

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Concept of Some Companies

Associate and Joint Venture Company

- **Associate Company**
An associate company, in its broadest sense, is a corporation in which a parent company possesses an ownership stake.
- **Joint Venture Company**
Joint venture company is a business arrangement in which two or more companies combine resources on a project or service.

Associate companies covered. Ownership stake as I told you, more than 20% will have associate and relationship and the relationship is through board of directors. If more than 50% of the board of directors of another company is controlled by this company. Supposing there are 10 directors in X company and 6 directors is in Y company, then Y company becomes an associate of X company.

Common directorship association, more than 50%. Or chairman of X company and Chairman of the Y company are the same. So, the chairman of a board is a very superior powerful body, authority, overriding authority. In that case, these two companies also can be considered as associate company.

Though there are a certain further limitation in that only by chairmanship common may not consider them associate company unless there are other criteria to be looked into depending upon the shareholding pattern of the two companies. But definitely this will be also considered prima facie or primarily as an associate company.

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Concept of Some Companies

Investment Company

➤ The company which is a corporation or trust engaged in the business of investing the pooled capital of investors in financial securities. This is most often done either through a closed-end fund or an open-end fund to hold and manage securities for investment purposes.

Investment Companies are created basically in the form of trust. Investing pooled capital of investors in financial securities. Again, these are normally seen to be closed companies, closed closely held private limited companies. Trusts are normally converted into investment companies. Trusts have been under a lot of scanners in India, because the beneficiary of the trust are sometimes not traceable.

Income tax authorities had lot of investigations on trust. Now this investment companies have come to do away with all those loopholes of a trust company. But still investment companies are under lot of scanners of the RBI.

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Concept of Some Companies

Producer Company

A producer company is a company that allows farmers' cooperatives to function a corporate entity with the objective relating to any or all of the following-

- Production
- Procurement
- Pooling
- Marketing
- Harvesting
- Grading
- Handling
- Selling



This is a new concept of farmer cooperatives to function as a corporate entity. Has not really taken off yet in India mainly because the concept is little doubtful that says that, you are keeping the concept of a separate legal entity at the same time you are giving the touch of some kind of a you know arbitrary unilaterally action which can be taken. So, it is more of a partnership between companies. Has not been quite effective in Indian concept, though it has been I think in place almost for 5, 6 years now.

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Concept of Some Companies

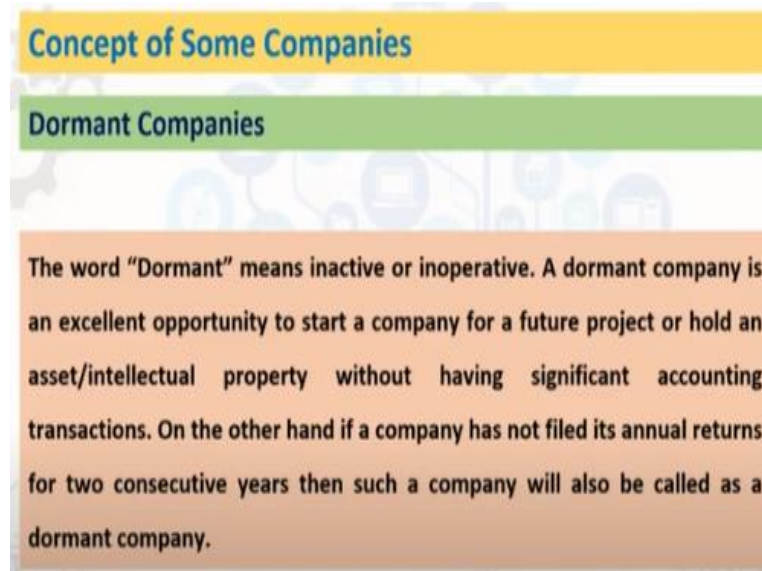
Nidhi Company

A Nidhi company is a type of company in the Indian non-banking finance sector, recognized under section 406 of the Companies Act, 2013. Their core business is borrowing and lending money between their members. They are also known as Permanent Fund, Benefit Funds, Mutual Benefit Funds and Mutual Benefit Company

Nidhi company has been there for long. Again, a kind of trust company. Benefits mutual funds and under lot of investigations. Because you see what happens in these kind of cases, numerous transactions takes place. And non-banking financial companies, financial companies are guided by Reserve Bank of India strictly but non-banking financial companies they get this kind of an exemption from RBI scanner.

Therefore, many times it happens that transactions are not being monitored. Nowadays of course, there is a separate body which is looking into this Nidhi companies and borrowing companies. They are requiring registration separately for that. And these companies normally again operate in closely held types, all other manifestations of trusts.

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Concept of Some Companies

Dormant Companies

The word "Dormant" means inactive or inoperative. A dormant company is an excellent opportunity to start a company for a future project or hold an asset/intellectual property without having significant accounting transactions. On the other hand if a company has not filed its annual returns for two consecutive years then such a company will also be called as a dormant company.

As I told dormant companies are there in India and these inactive operate though the word is but dormant company is an excellent opportunity to start a company for future project. Basically, it does not have to file any returns. It does not have to come up with anything. But it remains a company in the books. Name is dormant company, but they are they have a kind of existence.

Mostly it is called unseen companies. Requirement of filing Annual reports and all those years have made them non-compliant, but these companies are still existing. And in India, the dormant companies needs to be further scrutinized. And there had been a case as I told you, RBI has been looking into this defunct companies.

No, I am saying the dormant company is equal to defunct, but dormant company only leads to defunct companies. So, they needs to be further scrutinized. Many companies are dormant right now because of there can be intellectual property rights. There can be other, you know confidentiality agreements, which they have done. But filing and all has to be done.

You cannot say that I have not even filed my returns. That is something which is absolutely required and if they do not file returns for consecutive few years, then from dormant company they will become a defunct company.

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Concept of Some Companies

One-man Company

One Person Company (OPC) is a company incorporated by a single person. Before the enforcement of the Companies Act, 2013, a single person could not establish a company. If an individual wanted to establish his business, he/she could opt only for a sole proprietorship as there had to be a minimum of two directors and two members to establish a company.

One-man company is something which is going to take off and I am very hopeful that one person company this company would see much more encouragement from the government to create. And they are facing difficulty in raising finance. They are facing difficulty in getting loans and from quarters.

Because the concept has though been formed has not been really encouraged so much to give that protection to these companies. Banks are also very reluctant to give loans to one-man companies.

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Membership in Company

Who Can Become a Member

- The position of a minor as a member of a company is follows as :
- As a minor is wholly incompetent to enter into a contract [Mohiri Bibi v. Dharmodas Ghose, (1903) 30 Cal. 539 (P.C.)], an agreement by a minor to take shares is void and hence, he cannot be a member of a company.
- If shares are allotted to a minor in response to his application and his name entered on the Register of members, in ignorance of the fact of minority, the company can repudiate the allotment and remove his name from the Register on coming to know of the minority of the member. The company must repay all money received from his in respect of the allotted shares.

Anyone can become a member, but the following are the exceptions. A minor cannot be a member because a minor cannot contract. Anybody who cannot contract cannot become a member. We know a minor's contract is void ab initio right from the beginning. A foreign company can be a member. A company can be a member, but a firm cannot be a member.

Why a firm cannot be a member because firm is not a legal entity. But partners in a partnership firm can be a member. A sole proprietor can be a member.

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Membership in Company

Who Can Become a Member

- The minor can also repudiate the allotment during his minority and he shall be returned the amount he paid towards the allotment of shares.
- Company
- A partnership firm – cannot be registered as a member in the register of members of a company.
- A foreigner

A partnership firm as I explained cannot be registered as a member. A foreigner can jolly well be a member of Indian company.

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REFERENCES

- *Willis Europe BV v. Willis India Insurance Brokers (P) Ltd.* (2011 (113) Bom LR 1842).
- *Dabur (Nepal) P. Ltd. v. Woodworth Trade Links P. Ltd.* [2012] 175 Comp Cas 338 (Delhi).
- Standing Committee on Finance (2016-17) "The Companies (Amendment) Bill, 2016 (Ministry of Corporate Affairs)" Sixteenth Lok Sabha.

Some of the references that we have taken in preparing this.

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CONCLUSION

In this lecture session discussion has been made on stages of company operation, types of companies, types of memberships. The learners may have good lessons from this part of lecture.

We have covered more or less the stages of company operation, types of companies, types of memberships. Thank you so much.