SaiPhy

12th Secretarial Practice FREE MEMORY MAPS

ALL CHAPTERS



INTRODUCTION TO CORPORATE FINANCE



MEMORY CHART

1

CORPORATE FINANCE

Meaning

 It deals with raising and using of finance by a corporation. It deals with financing the activities of corporation, capital structuring and making investment decisions.

Definition

"Corporate finance deals primarily with the acquisition and use of capital by business corporation."
 Henry Hoagland

Includes

Financial Planning Study of Capital Market Money Market

Share Market Capital Formation Foreign Capital

Includes

BASIS OF CORPORATE FINANCE

(A) Financing Decision

- Decision regarding source of raising finance
 - Equity or Debt Capital
 - Bank Loans
 - Public Deposits
 - Debentures, etc.

(B) Investment Decision

 Decision regarding use of funds in systematic manner so as to bring maximum returns to its owners.

2

IMPORTANCE OF CORPORATE FINANCE

- (1) Helps in decision making.
- → (2) Helps in raising capital for a project.
- → (3) Helps in research and development.
- → (4) Helps in smooth running of business firm.
- → (5) Brings co-ordination between various activities.
- → (6) Promotes expansion and diversification.
- → (7) Helps in managing risk.
- → (8) Helps in replacing old assets.
- → (9) Payment of dividend and interest.
- →(10) Payment of taxes/fees.

CAPITAL REQUIREMENTS

- First and foremost step to take decision on the amount of capital requirement to start and run the business.
- Drafted keeping in mind present and future requirements of the business.

(A) Fixed Capital

- It refers to capital invested for acquiring fixed assets.
- It stays in business for long period. E.g.: Land and building, plant and machinery, furniture, etc.
- Required by both newly established company and existing company as well.
- Funding for fixed capital comes from:
 - Issue of shares or debentures or bonds or through long term loans.

(B) Working Capital

- It refers to capital required to carry out day to day business activities.
- It is needed for smooth functioning of the business.
- It is required for:
 - Building up inventories
 - Financing receivables.
 - Covering operating expenses
- **Gerstenbergh:** "The excess of current assets over current liabilities."

4

FACTOR AFFECTING -

(A) Fixed Capital Requirement

- (a) Nature of business
- (b) Size of business
- (c) Scope of business
- (d) Extent of lease and rent
- (e) Arrangement of sub-contract
- (f) Acquisition of old assets
- (g) Acquisition of assets on concessional rates.
- (h) International conditions
- (i) Trend in economy
- (j) Population trend
- (k) Consumer preference
- (l) Competitive factor

(B) Working Capital Requirement

- (a) Nature of business
- (b) Size of business
- (c) Volume of sales
- (d) Production cycle
- (e) Business cycle
- (f) Terms of purchase and sales
- (g) Credit control
- (h) Growth and expansion
- (i) Management ability
- (j) External factors

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CAPITAL STRUCTURE

(Reduced Syllabus for 2020-21)



Focus on the following questions: Chatur's Important Questions

- Q.1. Explain the importance of corporate finance.
- Q.2. Discuss the factors determining working capital requirement.
- Q.3. Distinguish between fixed capital and working capital.

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SOURCE OF CORPORATE FINANCE

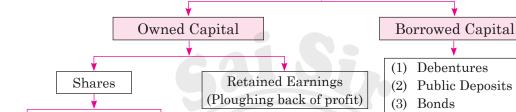


MEMORY CHART

Equity Shares



SOURCES OF FINANCE



Preference Shares

- (1) Debentures
- (2) Public Deposits
- (3) Bonds
- (4) ADR/GDR
- (5) Bank Loans
- (6) Loan from Financial Institutions
- Trade Credit

- Capital raised by company with the help of shareholders.



• Regarded as **permanent** capital.

Provide initial source of capital for a new company

SHARES

Definition

- "Share means a share in the share capital of a company and includes stock."
 - Section 2 (84) Companies Act, 2013



- ▶ (1) Meaning → Smallest unit in total share capital
- ▶ (2) Ownership → Shareholders
- (3) Distinctive numbers
- (4) Evidence of title
- ➤ (5) Value of Share (Face value, Issue price, Market value)
- (6) Rights → Receive dividend, Inspect statutory books, attend shareholders meeting, right to vote, etc.
- (7) Transferability
- → (8) Property of shareholder
- → (9) Income → Dividend
- →(10) Kinds of shares: Equity shares Preference shares



TYPES OF SHARES

(A) Equity Shares

- (1) Equity shares with voting rights
- (2) Equity shares with differential voting rights

(B) Preference Shares

- (1) Cumulative Preference Shares
- (2) Non-cumulative Preference Shares
- (3) Participating Preference Shares
- (4) Non-participating Preference Shares
- (5) Convertible Preference Shares
- (6) Non-convertible Preference Shares
- (7) Redeemable Preference Shares
- (8) Irredeemable Preference Shares

FEATURES

- (1) Permanent capital
- (2) Fluctuating dividend
- (3) Enjoy certain rights
- (4) No preferential right
- (5) Controlling power
- (6) Risk
- (7) Residual claimant
- (8) No charge on assets
- (9) Eligible for bonus issue
- (10) Eligible for rights issue
- (11) Face value
- (12) Market value
- (13) Capital appreciation

FEATURES

- (1) Preference for dividend
- (2) Preference for repayment of capital
- (3) Fixed return
- (4) Nature of capital
- (5) Market value
- (6) Voting rights
- (7) Risk
- (8) Face value
- (9) Not eligible for rights or bonus issue
- (10) Nature of investor

RETAINED EARNINGS

(Reduced Syllabus for 2020-21)

• Latin word 'debere' means 'to owe'.

DEBENTURES

Definitions

 Principal source of raising borrowed capital

Companies Act, 2013

 The word debenture includes debenture stock, bonds and any other instrument of a company evidencing a debt, whether constituting a charge on the assets of the company or not."

Palmer

"A debenture is an instrument under seal evidencing debt, the essence of it being admission of indebtedness."

Topham

 "A debenture is a document given by a company as evidence of debt to the holder, usually arising out of loan, and most commonly secured by charge."

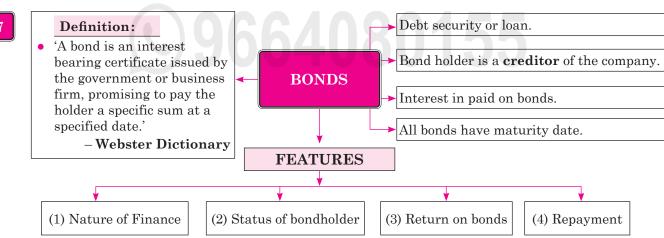
• Conclusion:

- (a) Debenture is an evidence of indebtedness.
- (b) It is issued in the form of debenture certificate under the common seal of the company.

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FEATURES (1) Promise (2) Face Value (₹100 or in multiple of 100) (3) Time of repayment (4) Priority of repayment (5) Assurance of repayment (6) Interest (Fixed rate of interest) (7) Parties to debentures – (Company, Trustees, Debenture holders) (8) Authority to issue debentures – (Board of Directors) (9) Status of debenture holders – (Creditors of the company) (10) No voting rights (11) Security – (Fixed or floating charge on assets) (12) Issuers – (Private company and public limited company) (13) Listing – (One recognized stock exchange) (14) Transferability – (Easily transferable) TYPES OF DEBENTURES On the basis of On the basis of On the basis of On the basis of security transfer repayment conversion Secured and Registered and Redeemable and Convertible and Unsecured Irredeemable Bearer Non-convertible Debentures Debentures Debentures Debentures DEPOSIT (PUBLIC DEPOSITS) **Definition:** Meaning 'Deposit' includes any receipt of money by Sources of financing short term requirements way of deposit or loan or in any other form of the company. by a company, but does not include such (2) Period of deposits – 6 months to 36 months. categories of amount as may be prescribed (3) Depositors are issued **deposit receipts** as in consultation with the Reserve Bank of an acknowledgment of debt or loan by the India.' company. - Section 2(31) of Companies Act, 2013 (4) Deposits can be **secured** or **unsecured**. Debt security or loan. **Definition:** 'A bond is an interest Bond holder is a **creditor** of the company. bearing certificate issued by



AMERICAN DEPOSITORY RECEIPT (ADR) AND GLOBAL DEPOSITORY RECEIPT (GDR) (1) It is an Dollar/Euro denominated instrument traded in USA and Europe Stock Exchange. (2) Issued by foreign depository bank like Bank of New York, Citi group, etc. (3) Issued against shares of Indian company. (4) It can be traded on stock exchanges like regular shares → if Depository Receipt traded in USA (5) ADR **GDR** → if Depository Receipt traded in a country other than USA (6) Exchanges where GDR is traded are: London Stock Exchange Luxembourg Stock exchange. - NASDAQ Dubai Singapore Stock exchange. Hongkong Stock exchange. COMMERCIAL BANKS **Assists Corporate Enterprises Disburse Capital Through** $\mathbf{B}\mathbf{y}$ ► (1) Overdraft (a) Granting term loans (b) Subscribing shares and debentures (2) Cash Credit (b) Underwriting issue of securities ► (3) Cash Loans ► (4) Discounting of Bills of Exchange FINANCIAL INSTITUTIONS (Reduced Syllabus for 2020-21)

TRADE CREDIT

(Reduced Syllabus for 2020-21)



Focus on the following questions: Chatur's Important Questions

- Q.1. Distinguish between: (a) Equity shares and Preference shares
 - (b) Share and Debenture
- Q.2. What is an equity share? Explain its features.
- Q.3. What are preference shares? Explain the types of preference shares.
- Q.4. Define and explain the type of debentures.
- Q.5. What are features of preference shares?

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ISSUE OF SHARES



MEMORY CHART

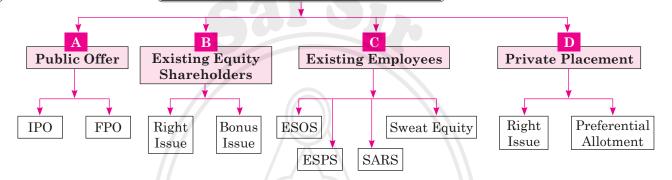
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CLASSIFICATION OF SHARE CAPITAL

(Reduced Syllabus for 2020-21)

2

METHODS OF ISSUE OF SHARES



2

ALLOTMENT OF SHARES

Meaning

 Appropriation or giving shares by Board of Directors to an applicant on the basis of his application is called allotment of shares. **Definition**

 "The appropriation out of the previously unappropriated capital of the company of a certain number of shares to a person."

- Supreme Court

Provisions or Conditions for Allotment of Shares

(Companies Rule, 2014 and SEBI Regulation, 2018))

Statutory Provision

- (a) Registration of prospectus
- (b) Application Money(Companies Act Minimum 5%;SEBI 25% of nominal amount of shares)
- (c) Minimum subscription (90% of Issue 30 days)
- (d) Closing of subscription list
- (e) Basis of allotment
- (f) Over subscription
- (g) Permission to deal on Stock Exchange
- (h) Appointment of managers to the issue and other agencies

General Provisions

- (a) Proper Authority (Board of Directors)
- (b) Allotment must be against application only
- (c) Reasonable time (60 days)
- (d) Absolute and unconditional allotment
- (e) Communication
- (f) It should not be in contravention of any other laws.

Procedure for Allotment of Shares

(Reduced Syllabus for 2020-21)

SHARE CERTIFICATE

V Meaning

- It is a registered document issued by a company which is an evidence of ownership of specified number of shares of the company.
- It is a prima facie evidence of title to shares.
- It is issued under the common seal of the company, if any and signed by two Directors and a Company Secretary or any authorised person.
- (1) Name of Company, CIN, (2) Folio number Registered office address **CONTENT OF** Share Certificate number SHARE CERTIFICATE (6) Amount paid on shares Name of member (5) Nature of share, number of shares and distinctive numbers of shares TIME OF ISSUE OF SHARE CERTIFICATE Within 2 months from Date Within 2 months from Within 1 month from date of of Incorporation Date of Allotment receipt of instrument of transfer or intimation of transmission To subscribers of To allotees in case of To transferee in case of transfer Memorandum of Association allotment of shares of shares To the legal representative in case of transmission of shares **DUPLICATE SHARE CERTIFICATE**

Issued

- (A) If original certificate is defaced, mutilated or torn.
- (B) If proved by holder that original share certificate is lost or destroyed.
- (C) Should be issued within 3 months from date of application.

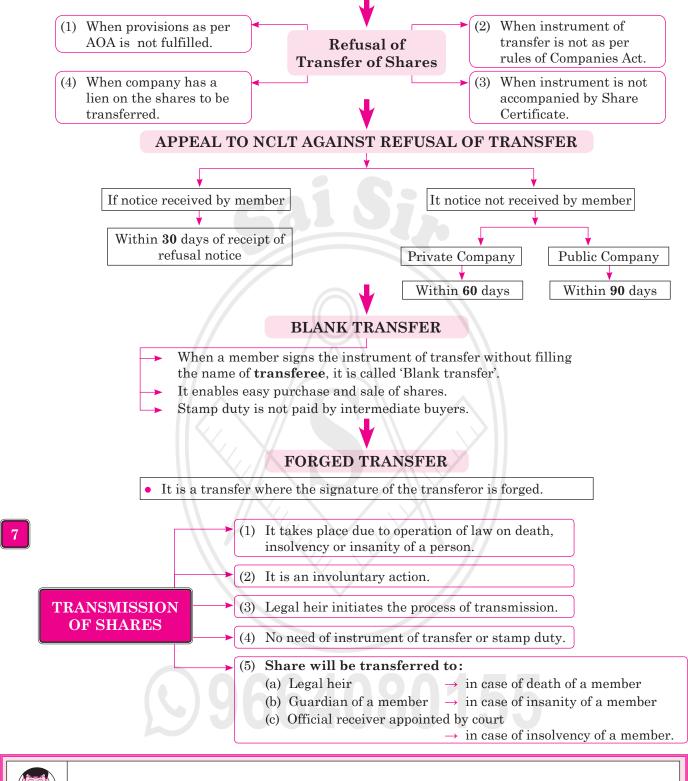
CALLS ON SHARES, FORFEITURE OF SHARES, SURRENDER OF SHARES

(Reduced Syllabus for 2020-21)

TRANSFER OF SHARES

Meaning

- It means voluntary transfer of shares by a member of a company in favour of another person for consideration or by way of gift.
- Public company share are freely transferable while private company shares have restrictions on transfer.
- Transfer takes place with the help of 'Instrument of Transfer'.
- Member transferring the shares is called 'Transferor' and to whom the shares are transferred is called 'Transferee'.
- Transfer in physical form requires 'stamp duty' while transfer through demat form **does not require** 'stamp duty'.





Focus on the following questions: Chatur's Important Questions

- Q.1. Distinguish between transfer of shares and transmission of shares.
- Q.2. What is allotment of shares? Explain provision for allotment of shares.
- Q.3. What is share certificate? What are contents of a share certificate?

<....



ISSUE OF DEBENTURES



MEMORY CHART

1

RULES GOVERNING ISSUE OF DEBENTURES

(1) Companies Act, 2013

• Contains provision for issue of Debentures.

(2) Companies Rule, 2014, Rule-18

• Contains provision for issue of secured debentures.

(3) SEBI Regulations, 2008

 Contains provision for issue of debentures and listing of debentures which are not convertible, either into wholly or partly into equity shares.

(4) SEBI Regulations, 2009

 Contains provisions for issue of debentures and listing of debentures which are convertible, either partially or fully into equity shares.

(5) SEBI Regulations, 2015

 Contains provisions which are to be fulfilled by a listed company issuing non-convertible debentures, perpetual debt instruments, etc.

(6) RBI Guildelines

• Contains provisions for banks which raise capital by issuing non -equity instruments.

PROVISIONS FOR ISSUE OF DEBENTURES AS PER COMPANIES ACT, 2013

- ➤ (1) No Voting Rights
- (2) Types of Debentures
- Secured or unsecured
- Fully or partly convertible or non-convertible
- → (3) Payment of interest and Redemption
- → (4) Debenture Certificate
- Within 6 months of allotment of debentures.
- Create Debenture Redemption Reserve
- To be created out of profits of the company.
- (6) Appointing Debenture Trustee
- More than 500 people.
- Protects interest of debenture holders
- Debenture Trust Deed
- ➤ (7) Approach to NCLT
- → (8) Impose Restrictions
- An order by NCLT to restrict incurring further liabilities.
- (9) Punishment for contravention of provisions of the Companies Act.

PROVISIONS AS PER COMPANIES RULES, 2014 (Rule 18)

(1) Tenure of Secured Debentures

- 10 years from the date of issue.
- Companies engaged in Infrastructure Projects, or companies permitted by the Ministry of Corporate Affairs, Central Government or RBI can issue debentures upto 30 years.

(2) Create charge on Assets

- Company has to create a charge on the assets of the company or its subsidiary company or holding company.
- Company having Central or State Government's guarantee need not create any charge on its assets.

(3) Appointment of Debenture Trustee

- To be appointed before issuing prospectus or offer letter.
- To execute Debenture Trust Deed before issuing prospectus or offer letter or within 60 days from the allotment of debentures.

(4) Create Debenture Redemption Reserve

- To be created out of the profits available.
- Atleast 25% of the value of outstanding debentures.
- To be invested or deposited on or before 30th April each year, a sum not less than 15% of the amount of its debentures maturing.

4

SEBI REGULATIONS FOR ISSUE OF DEBENTURES

- → (1) Minimum Subscription 75% of base issue size.
- Retention of Over Subscription
 100% of base issue size or
 Lower unit as specified in offer letter.
- → (3) Underwriting Appointment of underwriters must be mentioned in offer letter
- (4) Credit Rating CRISIL, CARE
 - Should be mentioned in offer letter of prospectus

5

PROCEDURE FOR ISSUE OF DEBENTURES

- (1) Pass Resolution in Board Meeting.
 - (2) Hold Extra-ordinary General Meeting (E.G.M.)
 - (3) Filing with Registrar of Companies.
 - (4) Obtain Credit Rating.
 - (5) Enter into Underwriting Agreement.
 - (6) Issue Prospectus / Offer Letter / Letter of Offer

(7) Open Separate Bank Account. (8) Receiving Application Money. (9) Hold Board Meeting. (10) Issue of Debenture Certificate. (11) Make entries in the Register of Debenture.

DEBENTURE TRUSTEES

(Reduced Syllabus for 2020-21)



Focus on the following questions: Chatur's Important Questions

- Q.1. Explain the provisions of Companies Act, 2013 for issue of debentures.
- Q.2. Explain the procedure for issue of debentures.
- Q.3. Explain the provisions of Companies Rule 2014, (Rule 18) for issue of debentures.







DEPOSITS



(Reduced Syllabus for 2020-21)

PROCEDURE FOR ACCEPTING DEPOSITS FROM MEMBERS

(Reduced Syllabus for 2020-21)

AMOUNT OF DEPOSIT TO BE COLLECTED BY DIFFERENT COMPANIES

	Type of Company	Collected from	% of paid-up share capital and free reserve
(i)	Private company	Members and Directors	Upto 100%
(ii)	Public Company (other than eligible company)	Members	Upto 25%
(iii)	Eligible Public Company	Members and Public	Upto 10%
			Upto 25%
(iv)	Government Company	Public	Upto 35%

7

COMPANIES ACCEPTING DEPOSITS MUST COMPLY WITH

Sections 73 to 76 of Companies Act, 2013

• Companies Rules, 2014

• RBI Directives



Focus on the following questions: Chatur's Important Questions

Q.1. Explain the terms and conditions for accepting deposits.





CORRESPONDENCE WITH MEMBERS



MEMORY CHART

1

(1) Correct Information

(2) Lucid Language

(3) Prompt Response

(4) Secrecy

PRECAUTIONS TO BE TAKEN BY SECRETARY

TAKEN BY SECRETARY
WHILE CORRESPONDING
WITH MEMBERS

(5) Politeness (Courtesy)

(6) Legal Matters

(7) Consideration

(8) Image of the company

CIRCUMSTANCES UNDER WHICH A SECRETARY HAS TO ENTER INTO CORRESPONDENCE WITH MEMBERS

- ➤ (1) Allotment letter
- → (2) Regret letter
- → (3) Issue of share certificate
- → (4) Issue of bonus shares
- → (5) Execution of right issue
- → (6) Letter of payment of dividend.
- → (7) Dividend mandate
- → (8) Approval of transfer of shares
- → (9) Refusal of transfer of shares
- →(10) Notice and agenda of general meeting
- →(11) Notice of loss of share certificate
- →(12) Reply to certain queries raised by the members
- →(13) Letter to the legal representative regarding transmission of shares



Focus on the following questions: Chatur's Important Questions

- Q.1. Write a letter to the shareholder regarding issue of share certificate.
- Q.2. Write a letter to the member regarding issue of bonus share.

[Note: Focus on the presentation of the letter.]

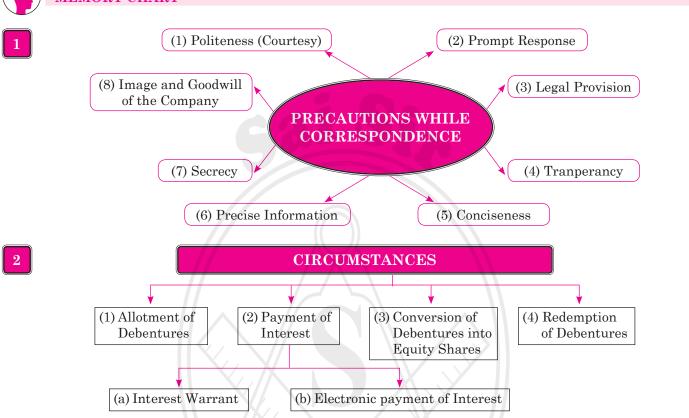
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CORRESPONDENCE WITH DEBENTUREHOLDERS



MEMORY CHART





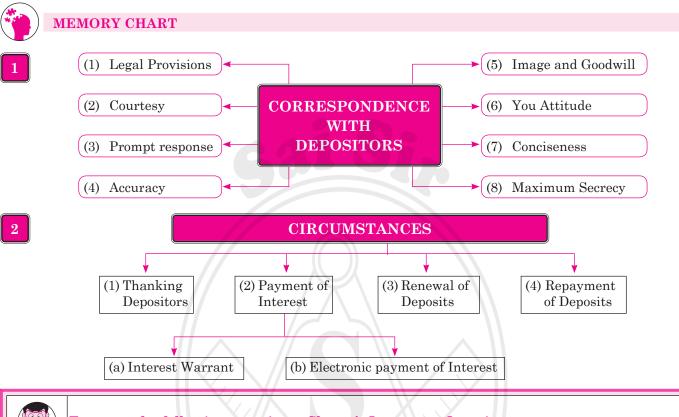
Focus on the following questions: Chatur's Important Questions

- Q.1. Draft a letter of allotment of debenture.
- Q.2. Write a letter to debentureholder informing him about conversion of debentures into equity shares. [Note: Focus on the format of the letter.]





CORRESPONDENCE WITH DEPOSITORS





Focus on the following questions: Chatur's Important Questions

- Q.1. Draft a letter of thanks to the depositor of a company.
- Q.2. Draft a letter to depositor informing him about the payment of interest.

[Note: Focus on the format of the letter.]

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DEPOSITORY SYSTEM



MEMORY CHART

1

MODES OF HOLDING SECURITIES

Physical Form
Disadvantages

- (1) Risk of theft
- (2) Duplicating certificate
- (3) Delay in allotment
- (4) Delay in transfer and transmission

DEPOSITORY SYSTEM

(5) Risk of bad delivery

2

Securities held in electronic form

World's first depository – Germany – 1947

Electronic Form

Dematerialised Form

Also called as "Scripless Trading System"

Introduced in India — Depository Act, 1996

2 Depositories set

CDSL

NSDL

(1) Eliminates huge paper work

(2) Eliminates storage and handling of certificates

IMPORTANCE OF DEPOSITORY SYSTEM

(3) Reduces cost and efforts involved in handling certificate

4

ADVANTAGES OF DEPOSITORY SYSTEM

(A) To the Investors

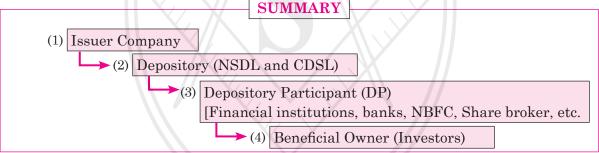
- (a) Elimination of risk
- (b) Provides safety
- (c) Easy transfer of shares
- (d) Updates and intimation
- (e) Security against loan
- (f) No concept of 'lots'
- (g) Provides nomination facility
- (h) Automatic credit

(B) To the Companies

- (a) Up-to-date information
- (b) Reduction in costs and efforts
- (c) Better investor Company Relationships
- (d) International investment

CONSTITUENTS OF DEPOSITORY SYSTEM

(A) The Depository	(i) It is an organization like Central Bank holding securities in electronic form.	
	(ii) Provides services related to transactions of securities.	
	(iii) Responsible for safe-keeping of securities.	
	(iv) Acts as a link between the company and the investors.	
(v) NSDL and CDSL are 2 depositories in India.		
→ (B) Depository	(i) It acts as an agent of depository.	
Participant	(ii) It is registered under the SEBI Act.	
(DP)	(iii) Acts as a link between depository and investor.	
, ,	y) It deals with customers directly.	
	(v) It functions like a securities bank.	
	(vi) It provides demat facilities.	
	(vii) It handles instant transfers of payouts like dividend, interest, etc.	
	(viii) Examples of D.P.: Financial institutions, Banks, Approved foreign banks,	
	Stock brokers, NBFC, Registrar to an issue or Share transfer agents.	
	(ix) It maintains account of securities of each investor.	
	(x) It has unique identification number.	
(C) The Beneficial	(i) He is the investor of securities.	
Owner	(ii) He is a client of depository and DP.	
	(iii) He is required to open a demat account with DP against certain charges.	
	(iv) He is provided with unique account number.	
→(D) Issuer	(i) It is a company issuing securities.	
Company	(ii) It must register with the depository.	
	SUMMARY	
(1) Issuer Cor		
(2) Denository (NCDI and CDCI)		



6

TERMS RELATED TO DEPOSITORY SYSTEM

- (a) **Dematerialization** It is a process of converting shares from physical form to electronic form.
- (b) Rematerialization It is a process of converting shares from electronic form to physical form.
- (c) Fungibility

 It means the state of being interchangable.

 E.g. Land is not fungible as each unit of land has unique quality. Currency note is fungible as there is no difference between two currency notes of the same denomination. Securities in demat form are also fungible, i.e. no distinctive numbers, no certificate numbers and no folio numbers.
- (d) International
 Securities
 Identification
 Number
 (ISIN)
- It is an unique code identifying specific securities.
 - It is issued by NNA (National Numbering Agency) of concerned country.
 - **Identification** It is globally accepted numbering system.
 - In India, ISIN is assigned by **SEBI** to **NSDL**.
 - For **Government securities**, ISIN is alloted by **RBI**.
 - ISIN consists of 12 digit alpha-numeric code which is divided in 3 parts.

FUNCTIONING OF DEPOSITORY SYSTEM

(Reduced Syllabus for 2020 - 21)

8

DEPOSITORIES IN INDIA

- (A) NSDL : National Security Depository Limited
- (a) Largest depository in India.
- (b) Established: November, 1996
- (c) **Promoted by:** IDBI, UTI and NSE
- (d) **Headquarters:** Mumbai
- (e) Registered under Companies Act.
- (f) **Services provided to:** Investors, Stock exchanges, Banks, Issuers, Clearing members, etc.

(B) CSDL : Central Depository Services Limited

- (a) Started operating: February, 1999
- (b) **Promoted by:**BSE jointly with several banks.
- (c) Headquarters: Mumbai
- (d) Wide DP network through out the country
- (e) Provides demat services across the country.



Focus on the following questions: Chatur's Important Questions

- Q.1. Distinguish between dematerialization and rematerialization.
- Q.2. What do you mean by depository system. Explain its advantages.
- Q.3. Explain the various constituents of depository system.







DIVIDEND AND INTEREST



MEMORY CHART

DIVIDEND

Meaning

- Derived from Latin word 'Dividendum' means 'that which is to be divided'.
- It is that part of profit which is distributed amongst its shareholders.

Definition

- **Institute of Chartered Accountants of India:** "A distribution to shareholders out of profits or reserves available for this purpose".
- Supreme Court: "In case of going concern, it means portion of profits of company, which is alloted to the holders of shares in a company.

FEATURES OF DIVIDEND

- (1) Portion of profits paid to shareholders.
- (2) Payable out of profits of the company.
- (3) Unconditional payment made by the company.
- (4) Cannot be declared out of capital.
- (5) Declared on recommendation of Board of Directors.
- (6) Approved by shareholders in Annual General Meeting.
- (7) Dividend once declared and approved cannot be revoked.
- (8) Include interim dividend.
- (9) Paid in cash and not in kind.
- → (10) Paid on paid-up value of shares.
- → (11) Cannot be paid on calls paid in advance.

LEGAL PROVISION AS SOURCES OF DIVIDEND

Dividend may be paid

- (a) Out of current profit after providing for depreciation and transfer to reserve.
- (b) Out of previous years **profit** after providing for depreciation.
- (c) Out of money provided by Central or State government to pay dividend.

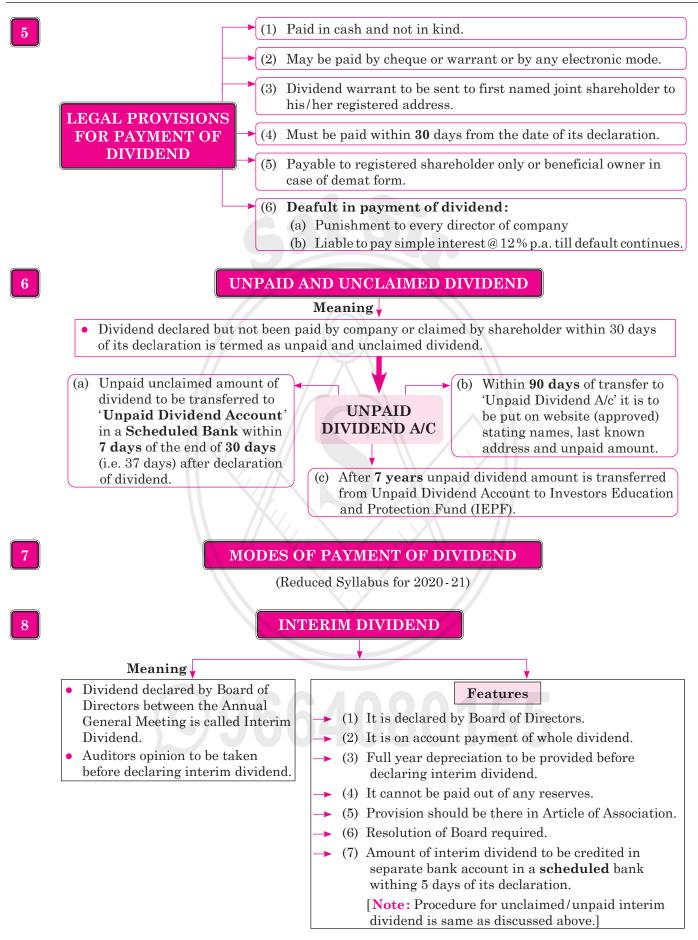
(d) Out of capital profits:

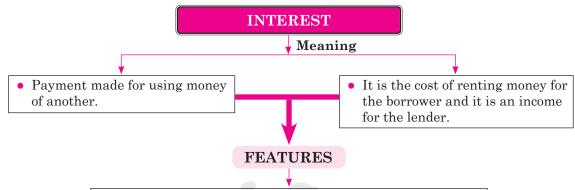
- if capital profit realised in cash
- if permitted by Articles of Association.
- (e) Out of free reserves of the company

LEGAL PROVISIONS FOR DECLARATION OF DIVIDEND

- (1) Board Meeting (2) Shareholder's Approval (3) Separate Bank A/c (4) Prohibition to pay dividend

22 Reliable Series





- (a) It is price paid for productive services rendered by capital.
- (b) Higher the risk, higher is the interest.
- (c) It is expressed as annual percentage of principal.
- (d) Rate of interest depends on many factors.
- (e) It is a charge against the profit of the company.
- (f) It is paid at fixed predetermined ratio.



Focus on the following questions: Chatur's Important Questions

- Q.1. Distinguish between: (1) Interim dividend and Final dividend
 - (2) Dividend and Interest
- Q.2. Define dividend. Explain its features.
- Q.3. Discuss the legal provisions for declaration of dividend.

4.....





FINANCIAL MARKET



MEMORY CHART

- (a) Market where financial instruments are exchanged or bought and sold.

 (d) Represents capital market and money market.

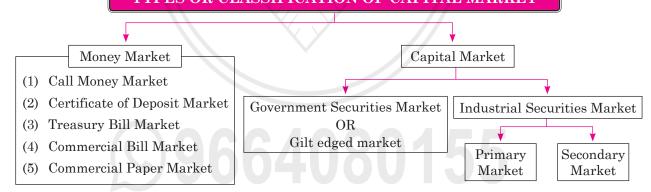
 (b) It helps in mobilization of savings into investments
 - (c) Acts an intermediary between investors and borrowers.

FUNCTIONS OF FINANCIAL MARKET (1) Transfer of resources (2) Productive usage (3) Enhancing income (4) Capital formation (5) Price determination (6) Safe mechanism (7) Mobilizing funds (8) Liquidity

TYPES OR CLASSIFICATION OF CAPITAL MARKET

(9) Easy access

(10) Industrial development



4

MONEY MARKET

↓ Meaning

- A market for lending and borrowing funds for short term say one day to one year.
- Instruments like commercial paper, liquid and treasury bills, etc. are traded in money market.



FEATURES OF MONEY MARKET

- → (a) Fund borrowed or lent for short-term. Maximum period 1 year.
- → (b) It is a wholesale market for short term debt.
- → (c) Trading takes place over telephone, followed by written communications through e-mails.
- → (d) Participants → RBI, Commercial Banks, Mutual funds, Financial institutions, Primary dealers and Corporates.
- → (e) It has no geographical area barrier.
- → (f) Impersonal relationship between participants and money market.
- → (g) Financial instruments can be converted easily into cash.
- → (h) Low returns on investments.
- → (i) Major segments:
 - Call money market
 - Certificate of deposits market
 - Treasury bill market
 - Commercial bill market
 - Commercial papers market

PARTICIPANTS AND INSTRUMENTS IN MONEY MARKET

(Reduced Syllabus for 2020-21)

CAPITAL MARKET

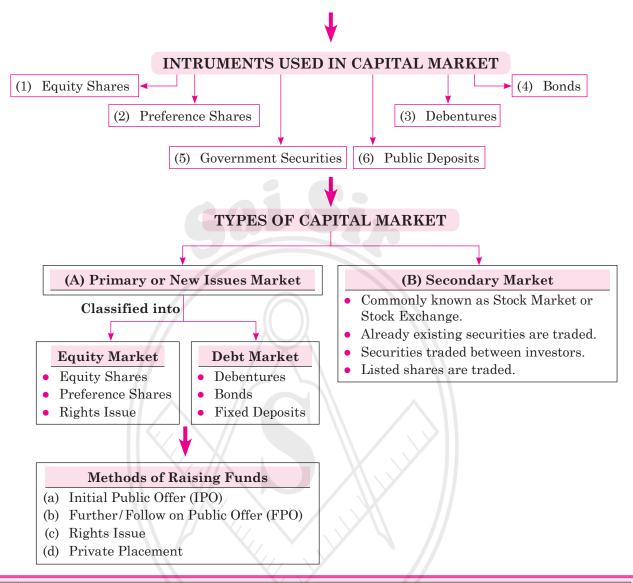
Meaning \

- (a) A market for borrowing and lending long term capital for business enterprise.
- (b) It is a core of a country's financial system.
- (c) Financial assets dealt in capital market have long and indefinite maturity period.
- (d) Comprises of debt, equity, stock exchanges.

FEATURES OF CAPITAL MARKET

- → (a) Link between investors and borrowers.
- → (b) Deals in medium and long term investment.
- (c) Presence of intermediaries.
- → (d) Promotes capital formation.
- → (e) Regulated by government rules, regulations and policies.
- → (f) Deals in marketable and non-marketable securities.
- → (g) Variety of investors.
 - (h) Risk.







Focus on the following questions: Chatur's Important Questions

- Q.1. Distinguish between primary market and secondary market.
- Q.2. Distinguish between money market and capital market.
- Q.3. What are financial market? Explain the functions of financial market.
- Q.4. What is capital market? Explain the features of capital market.
- Q.5. What is money market? Discuss the features of money market.

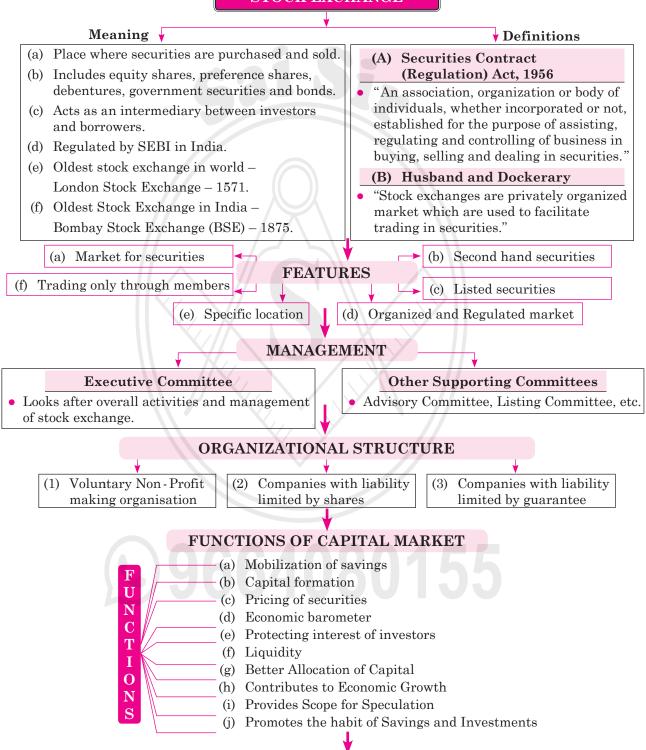
STOCK EXCHANGE



MEMORY CHART



STOCK EXCHANGE



MAJOR STOCK EXCHANGES IN INDIA

(A) Bombay Stock Exchange (BSE)

- Setup → 1875
- Called as → The Native Share and Stock Broker's Association.
- Located → Dalal Street, Mumbai
- **Asia's** first stock exchange
- India's first listed stock exchange.
- World's 11th largest stock exchange in terms of market capitalization.
- Approximately 5000 companies listed in BSE.
- Registered → Companies Act, 1956.
- 1995 → Switched to electronic trading system known as BSE On-line Trading (BOLT)
- **bsewebx.co.in** → enables investors anywhere in the world to trade on the BSE Platform.

(B) National Stock Exchange (NSE)

- **Setup** → group of leading Indian Financial Institutions in 1992.
- Recognized → as stock exchange in 1993 under Securities Contracts (Regulation) Act, 1956.
- Trading Activities → Started in 1994.
- India → The largest and modern stock exchange.
- Located → in Mumbai.
- **First exchange** in the country providing modern fully automated screen based electronic trading system.
- Index of NSE → NIFTY launched in 1996.

3

IMPORTANT TERMS RELATED TO STOCK EXCHANGE

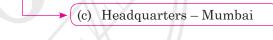
(Reduced Syllabus for 2020-21)

4

(a) Regulator of Capital Market in India (b) Established in 1992 under Securities and Exchange Board of India Act, 1992

SECURITIES EXCHANGE BOARD OF INDIA (SEBI)

(6) Has many regional and local offices all over India



FUNCTIONS OF SEBI

- → (1) To protect the interest of investors n securities market.
- → (2) To promote development of securities market.
- → (3) To regulate business in stock exchanges and other securities market.
- → (4) To register and regulate the working of various intermediaries associated with securities market.
- → (5) To register and regulate the working of Depositories, Depository Participants, Credit Rating Agencies, etc.
- → (6) To register and regulate the working of venture capital funds and collective investment schemes.
- → (7) To promote and regulate self regulatory organizations.
- → (8) To prohibit fraudulent and unfair trade practices relating to securities market.
- → (9) To promote investors education and training of intermediaries of securities market.
- →(10) To prohibit insider trading in securities.



Focus on the following questions: Chatur's Important Questions

- Q.1. Define stock exchange. What are the features of stock exchange?
- Q.2. Explain the functions of stock exchange in detail.
- Q.3. Write a note on Bombay Stock Exchange.

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