

**Himachal Pradesh  
Public Service Commission**

**No.04-24/2024-PSC (R-III)**

**Dated: 09.04.2025**

Syllabus for Paper-II i.e. Descriptive Subject Aptitude Test (SAT) for recruitment to post of Company Secretary (on regular basis) in H.P. State Industrial Development Corporation Ltd. under the Department of Industries, H.P. The SAT shall be of 03 hours duration having 120 marks. The SAT paper shall have two parts, i.e. Part-I and Part-II and shall cover following topics of the Company Secretaryship course level.

**PART-I (60 marks)**

**1. Jurisprudence, Interpretation & General Laws**

- Sources of Law: Statutes, Custom, Precedents, Judicial Decisions.
- Interpretation of Statutes: Golden Rule, Mischief Rule, Literal Rule, Harmonious Construction.
- Law of Contracts, Law of Torts, Specific Relief Act, Arbitration, Mediation, and Conciliation Laws.

**2. Constitution of India & Administrative Law**

- Constitution of India: Fundamental Rights, Directive Principles of State Policy, Fundamental Duties.
- Legislative Powers of Union & States, Executive & Judicial Powers, Writ Jurisdiction.
- Administrative Law: Principles of Natural Justice, Delegated Legislation, Judicial Review.

**3. Company Law & Governance**

- Companies Act, 2013: Incorporation, Board of Directors, Share Capital, Meetings, Corporate Governance.
- Shareholder Rights, Minority Protection, CSR, SEBI LODR Regulations.
- Insider Trading Laws, Related Party Transactions, Corporate Frauds.
- Secretarial Audit, Oppression & Mismanagement, Role of NCLT & NCLAT.

**4. Securities & Financial Laws**

- SEBI Act, Securities Contract Regulation Act, Takeover Code.
- Listing & Disclosure Requirements, IPO, FPO, Rights Issue Regulations.
- Mutual Funds, Depositories, Foreign Portfolio Investment, Alternative Investment Funds.
- Credit Rating Agencies, Investment Advisors, Stock Exchanges.

**5. Corporate Accounting & Financial Management**

- Financial Statements: Balance Sheet, P&L Account, Cash Flow Statements.
- Accounting Standards (IND AS, IFRS), Corporate Audits, Secretarial Audits.
- Capital Budgeting, Cost of Capital, Working Capital Management.
- Mergers & Acquisitions Valuation, Forensic Accounting & Fraud Risk Analysis.

**6. Industrial & Labour Laws**

- Labour Codes, Industrial Disputes Act, Factories Act, Wage Laws.
- Employees Provident Fund, ESI, Gratuity Act, Equal Remuneration Act.
- Workplace Safety, Prevention of Sexual Harassment Laws, Contract Labour Regulation.

## **7. Intellectual Property Rights (IPR) & IT Laws**

- Patent Law, Copyrights, Trademarks, Designs & Geographical Indications.
- IT Act, Cyber Laws, Data Privacy & Cyber security Compliance.
- Digital Signatures, E-Contracts, Online Dispute Resolution Mechanisms.

## **PART-II (60 Marks)**

### **1. Compliance, Risk & Audit**

- Secretarial Audit, Regulatory Compliances, Risk-Based Auditing.
- Compliance Management Systems, Internal Audit Controls.
- Whistleblower Mechanisms, Director's Responsibility, Legal Liabilities.

### **2. Drafting, Pleadings & Appearances**

- Drafting of Legal Notices, Board Resolutions, Shareholder Agreements.
- Regulatory Filings, NCLT & SEBI Tribunal Appearances.
- Drafting of Contracts: Mergers, Investment Agreements, Due Diligence Reports.

### **3. Corporate Restructuring, Insolvency & Valuation**

- Mergers, Takeovers, Slump Sale, Debt Restructuring.
- Insolvency & Bankruptcy Code (IBC), Liquidation & Winding Up Procedures.
- Business Valuation Techniques, Due Diligence for M&A.

### **4. ESG, Cyber Laws & Data Protection**

- Corporate Sustainability, Business Responsibility & Sustainability Reporting (BRSR).
- Cyber security Regulations, GDPR, Digital Contracts.
- Environmental Regulations, CSR Compliance.

### **5. Tax Laws & Financial & Economic Laws**

- Income Tax Act, GST, Customs Law, FEMA, FDI, Economic Laws.
- Corporate Taxation, Minimum Alternate Tax (MAT), Tax Planning.

**Sd/-**  
**Section Officer (R-III)**  
**H. P. Public Service Commission**