

KNT/KW/16/6975

Sixth Semester B.A.LL.B. 5 Years Course (C.B.S.) Examination

COMPANY LAW

Compulsory Paper—2

Time : Three Hours]

[Maximum Marks : 80

N.B. :— (1) Attempt **all** Sections. Section A consists of **10** marks, Section B consists of **30** marks and Section C consists of **40** marks.

- (2) Follow the instructions given in each section.
- (3) Marks are indicated against each question.

SECTION—A

1. Choose the correct alternative (any **TEN**) :

(i) Holding Company means a company :

- (a) which holds other company
- (b) a government company
- (c) a chartered company
- (d) a subsidiary company

(ii) Apart from the Board of Directors, a company can have :

- (a) only Manager
- (b) only Managing Director
- (c) both a Manager and a Managing Director
- (d) either a Manager or a Managing Director

(iii) A person cannot act as Managing Director for more than ____ company/companies at a time.

- (a) one
- (b) two
- (c) four
- (d) five

(iv) Sole Selling Agent is _____ of the company.

- (a) Employee
- (b) Shareholder
- (c) Director
- (d) None of the above

(v) A promoter is a person who :

- (a) is a Director
- (b) is a relative of the Director
- (c) is a well wisher of the Company
- (d) takes part in the companies incorporation

- (vi) When can Pvt. Co. commence business ?
- (a) at any time
 - (b) after applying for registration
 - (c) after obtaining the certificate of incorporation
 - (d) after obtaining the certificate of commencement of business
- (vii) Which Company shares are freely transferable ?
- (a) Private
 - (b) Public
 - (c) Both (a) and (b)
 - (d) None of the above
- (viii) Exception to the doctrine of constructive notice is :
- (a) the doctrine of ultra vires
 - (b) the doctrine of indoor management
 - (c) lifting the corporate veil
 - (d) doctrine of ultra vires in Article of Association
- (ix) The return of document is to be filed with the Registrar in the case of :
- (a) Allotment of debenture
 - (b) Reissue of forfeited shares
 - (c) Issue of shares
 - (d) All the above
- (x) The minimum subscription is to be received within ____ days of the offer.
- (a) 30
 - (b) 60
 - (c) 120
 - (d) 150
- (xi) Paying back of capital is called as :
- (a) Redemption
 - (b) Conversion
 - (c) Participation
 - (d) None of the above
- (xii) _____ is the Constitution of the company.
- (a) Article of Association
 - (b) Memorandum of Association
 - (c) Share certificate
 - (d) Prospectus
- (xiii) A company may change its name by passing :
- (a) Special Resolution
 - (b) Ordinary Resolution
 - (c) Special as well as Ordinary as the case may be
 - (d) Unanimous Resolution

(xiv) A/an _____ is defined as a share in the share capital of a company, including, stock except where a distinction between stock and shares is expressed or implied.

- (a) Interest (b) Share Warrant
(c) Share (d) None

(xv) The doctrine of _____ does not apply to acts void ab initio.

- (a) Ultra Vires (b) Intra Vires
(c) Constructive Notice (d) Indoor Management

1×10=10

SECTION—B

(Short answer questions)

2. Write short notes on (any **THREE**) :

- (a) Lifting of Corporate Veil
(b) Holding and Subsidiary Company
(c) Legal effect of certificate of Incorporation
(d) Crystallisation of Charge.

5×3=15

3. Write short notes on (any **THREE**) :

- (a) Whole time Director and Managing Director
(b) Doctrine of Indoor Management
(c) DEMAT
(d) Statutory Meeting.

5×3=15

SECTION—C

(Long answer questions)

Answer the following (any **FIVE**) :

4. Discuss the position of Promoter in the company.
5. Explain the process of alteration of Memorandum of Association under the Act.
6. “Majority must prevail over minority”, explain the rule with the help of case laws along with its exceptions.
7. Explain the meaning of misstatement in prospectus and remedies for misrepresentation.
8. What are the statutory requirements for the allotment of shares ?
9. Discuss the various modes of winding up of a company.
10. Explain the proceedings of Amalgamation.
11. Who is Company Secretary ? State his statutory duties and liabilities.

8×5=40