

2014

Attempt All The Question.

All the question carry each Marks (5)

Question.1

- A. Define a private limited company. Why are the share of PVT Ltd company not free transferable? (5)
- B. X an employee of a company had not being paid salary for several months. He sued the managing directors of the company for recovery of the salary due to him. Would he succeed?
- C. Write a short note on Section 8 of Companies Act 2013.
 - i. Or
- D. What is an illegal Association? What are the consequence of an illegal Association?
- E. Incorporation certificate is a conclusive evidence that the company has been duly incorporated. Explain?
- F. Distinguish between Preliminary and Provisional Contract?

Question.2

- A. Is it essential for every company to prepare its own Article? What are the option available?
- B. The doctrine of indoor management is an exception to the rule of Constructive notice. Discuss.
- C. Explain the procedure of alteration of the objective clause in the Memorandum of the company.

Or

- D. Write a note on an Auditor's report.
- E. Discuss the provision relating to National Financial Reporting Authority as laid down the Company's Act 2013.
- F. What are the benefit of the Depository system to the investors, the company?

Question.3

- A. A company cannot buy its own share. Discuss are there any exceptions to the rule
- B. What do you understand by the term prospectus by implication? Explain the rules related to deemed prospectus.
- C. Explain various statutory provisions provided by the Companies Act 2013 related to the allotment of shares.

Or

- D. Distinguish Holding and Subsidiary Company.
- E. State the object for which a producer company can be formed.
- F. The power of altering articles is wide yet it is subject to a large number of restraints. Explain

Question.4

- (a) Discuss the procedure of online registration of a company.
- (b) Write a note on a Secretarial Audit.
- (c) State the provision of the Companies Act with regard to the Director Identification Number (DIN)

Or

- (d) Discuss the provisions of the Company Act, 2013 relating to the appointment of auditors.
- (e) State the object for which a producer company may be formed.
- (f) What is e-filing? List at least five advantages of e-filing under MCA-21

Question.5

- (a) Dividend once declared cannot be revoked. Comment
- (b) What is meant by declaration of solvency in relation to voluntary winding up of a company?
- (c) Examine the salient features of the Depositories Act, 1996.

Or

- (d) Explain the relevant provision of the Companies Act, 2013 regarding Special Court.
- (e) Write a note on Auditor's Report.

(f) What is Depository? Describe the working of Depository.

2015

Attempt all the Questions

All the question carry each Marks (5)

Q. 1.

- (a) Define a private company. What privileges does a private company enjoys under the Company Act?
- (b) A prospectus must state truth and nothing but truth, Do you agree explain?
- (c) Write a short note on a licensed company.

Or

- (a) Explain Turquand's rule. State its exceptions.
- (b) Who may call Extra-ordinary General Meeting?
- (c) Write a note on Shelf Prospectus.

Q. 2.

- (a) Explain the provisions of the companies Act with respect to proxies.
- (b) Write a note on a Pre-incorporation contracts.
- (c) Distinguish between Memorandum of Association and Articles of Association.

OR

- (a) The validity of a certificate of incorporation can't be disputed on any ground whatsoever. Comment.
- (b) Write a note on Independent Director.
- (c) State provisions in regard to buy back of shares.

Q. 3.

- (a) Write a note on Minimum subscription.
- (b) A promoter stands in a fiduciary position towards the company. Explain.

- (c) Explain the provisions of companies Act, relating to restrictions imposed on the power of Board of directors.

OR

- (a) The term Body Corporate denotes a wider meaning than the term company. Comment.
- (b) Write a note on functions of Audit Committee.
- (c) No dividend can be paid by a company except out of profits. Explain.

Q. 4

- (a) Define a 'Government company'. What are its special features?
- (b) Few friends purchased a property. Later on they promoted a company and sold the property to the company at huge profits without adequate disclosure. Can the company receive the profit from the promoters?
- (c) Write provisions of holding Annual General Meeting.

OR

- (a) Write a note on D-mat System. How the transfer of shares effected in is dematerialized from?
- (b) How are the following counted for the purpose of quorum in AGM?
- (i) A preference shareholder
 - (ii) A representative of Co. ABC Ltd.
 - (iii) A proxy
 - (iv) A representative of Governor of Maharashtra
- (c) Write a note on the Special Resolution.

Q. 5

- (a) Write a note on the concept of 'Producer Company'.
- (b) X purchased from Y 10,000 shares of ABC Ltd. On the basis of prospectus containing a wrong statement. What remedies are available to X against the company?
- (c) Write a note on Books of Accounts to be maintained by a company.

OR

- (a) A member of a company can't surrender his shares. Explain.
- (b) Discuss the statutory provisions regarding reduction of share capital.
- (c) What is meant by 'Declaration of Solvency' in relation to voluntary winding up of a company?

2016

Attempt all the question.

Each question carry (5) Marks each

Q. 1

- (a) What is lifting of corporate veil? Explain the statutory provisions under which the corporate veil of the company may be lifted.
- (b) Explain the procedure of online registration of the company.
- (c) A was employed as an office manager in a company. He had arrears of his three month's salary and he filed a suit against the managing director of the company for the recovery of arrears of his salary. Will he succeed in getting his arrears? Give reasons.

OR

- (a) A promoter is neither a trustee nor an agent of the company he promotes but he stands in a fiduciary position towards the company and the original allottee of shares. Comment on the statement.
- (b) What are preliminary contracts? Discuss the legal effects of preliminary contracts.
- (c) X holds all the shares except one in a textile company and is also its substantial creditor. He gets the company's goods insured in his own name. Unfortunately the goods are destroyed by fire and X claims the compensation of loss from the insurance company. Is the Insurance Company liable to compensate the loss and pay to X. State reasons for your answer?

Q. 2

- (a) Define a private company and distinguish it from a producer company.
- (b) The power to alter the Articles conferred by the Companies Act is very wide, yet it is subject to a large number of limitations. Explain.
- (c) Write a short note on One Person Company.

OR

- (a) Explain the provisions of the Companies Act, 2013 regarding alteration of Name clause.
- (b) Explain the Doctrine of Indoor Management. State the exceptions. If any, to the Doctrine of Indoor Management.
- (c) Write a short note on Independence Director.

Question.3

- (a) What do you mean by a Misleading prospectus? What are the remedies available to the shareholder against the company for the misstatement in the prospectus?
- (b) What is forfeiture of share? Distinguish between forfeiture and surrender of share.
- (c) Write on a short note on Employee's Stock Option Scheme.

Or

- (d) Describe the statutory provision regarding quorum at the General Meeting of a company. Can one member constitute quorum?
- (e) Describe the provision of the companies Act 2013 regarding private placement of securities.
- (f) Write a short note on issue on sweet equity share.

Question.4

- A. Who can be a Directors? Explain the provision of the company Act relating appointment of Directors by the Board of Directors.
- B. What is an Extraordinary General Meeting? By whom can an Extraordinary General Meeting be called?

C. What is the procedure to be followed to conduct the Board of Directors Meeting through video conferencing or audio visual means?

Or

D. Describe the General power vested in the Board. Under what exceptional situation, the share holder in general meeting are competent to an Act even on the matter delegated to the board?

E. Explain the provision regarding the proxy under the Company Act 2013.

F. Discuss the provision of the company act regarding removal of Directors.

Question.5

A. Explain the advantages of Depository System over the old system of physical movement and trading of share certificate.

B. Write a note on a compulsory winding up of a company.

C. What is unpaid and unclaimed dividend? Explain the statutory provision regarding unpaid and unclaimed dividend.

Or

D. Describe the term Depository and Depository participant as given under the Depository act 1996.

E. What is meant by rotation of auditors? What are the provision of the company Act, 2013 with respect to it?

F. Describe the ground and consequences of voluntary winding up of a company.

2017

Attempt all the question

Each question carry (5) Marks each.

Question.1

A. Define the corporate of veil. When does the court lift up the corporate veil?

B. Define the private company.

Or

- C. Explain the meaning of pre-incorporation contract. What is the legal status of pre-incorporation contract?
- D. Write a note on illegal Association.

Question.2

- A. Power to alter article association is wide yet subject to number of condition. Do you agree? If so, elaborate the condition.
 - B. Difference between the transmission and transfer of share.
- Or
- C. What do you mean by the Doctrine of indoor Management? Are there any Exceptions to this Doctrine.
 - D. State the process of forfeiture.

Question.3

- A. Explain the requisites of a valid meeting.
 - B. Write a note on a shelf prospectus.
- Or
- C. Explain the various provision under listing agreement regarding to Corporate Governance.
 - D. A husband and wife who were the only two member of a private company died in an accident. Does the company also come to the end.

Question.4

- A. What is the buyback of securities/ state the provision regarding the buy back of the securities.
 - B. Write a note on Board Meeting.
- Or
- C. What are the various ways by which Director are appointed? Is it mandatory to have small share holder, representative on the board.
 - D. Write a note on Investor Education and Protection Fund.

Question.5

- A. What is D-mat of share? How does Depository Act facilitate D-mat of share?
- B. Distinguish between the Right and Bonus issue.

Or

- C. What is the difference between Winding up and Dissolution of the company? Explain the provision regarding voluntary winding-up.
- D. A purchased form B 1000 shares of company on the basis of the prospectus containing wrong statement. Is he entitled to the remedies available for miss statement of prospectus? Comment?

2018

Attempt all the question

Each question carry (15) marks 9, 6

Question.1

- A. Write a note on a small company.
- B. Write a note on a licensed company.

Or

- C. Promoter is neither an agent nor a trustee, rather He stand in a fiduciary relationship with the company he promotes.
- D. State the provision of the Indian companies act with regard to Government Company.

Question.2

- A. MOA is a document of importance for outsiders while AOA are for internal regulation. Explain the difference between these two in the light of above statement.
- B. Define pre-incorporation contract. Are these contract binding on the company?

Or

- C. Explain the meaning of misstatement in the prospectus. Can a shareholder who is not an original allottee avail of remedies available for misstatement in the prospectus? When the aggrieved shareholder lose the right of rescission of shares?
- D. Explain the meaning of issue of share through Book Building process.

Question.3

- A. Write a note on a, voting by Electronic means.
- B. Write a note on proxy.

Or

- C. Who may call Extra Ordinary General Meeting?
- D. Distinguish between the Ordinary and Special Resolution.

Question.4

- A. Interim dividend is treated on the same footing as final dividend. Explain the validity above statement through provision regarding payment of dividend under Act.
- B. Define independent directors under clause 49 of listing agreement.

Or

- C. Who can be a directors? Can a Director of a company be appointed by the Board of a Directors? Explain.
- D. Write a note on a Producer Company.

Question.5

- A. Write a note on a dematerialization of Share.
- B. State the circumstances under which company may compulsorily be wound up.

Or

- C. Depository participant act as a link between depository and beneficial owner. Explain the functioning of Depository System.
- D. State the legal position of Directors in a company.

2019.

Attempt all the question.

Each question carry (15) marks 9, 6

Question.1

- A. What is corporate of veil? Discus the case laws when corporate veil may be lifted.
- B. A company may be registered with limited liability without the word limited. Comment.

Or

- C. A company is a legal entity distinct its member. Comment citing the relevant cases.
- D. Write a note on a Government Company.

Question.2

- A. Outline the rule in a Royal British bank vs. Turquand. What are the Exception to this rule?
- B. A public company may never issue share to a public all its life. Comment.

Or

- C. A company cannot undertake any business not stated in the object clause. Comment.
- D. Discuss the legal effect of pre-incorporation contract.

Question.3

- A. Discus the provision of the company act 2013, relating to buy-back of share by a company.
- B. What are remedies open to an allottee of a share against the company in case of Misleading the Prospectus?

Or

- C. Write a note on a shelf prospectus.
- D. What are the provision of the Companies Act, 2103 which must be complied with the public company before a making a valid allotment of share.

Question.4

- A. State the legal provision regarding the calling and holding of Annual General Meeting.
- B. Directors owe a duty of loyalty and care in performing their duty. Do you agree? Explain.

Or

- C. Who can be a directors? Can be a directors appointed by the Board of Directors? Is yes. Explain.
- D. One person cannot form a quorum for a General Meeting of a company. Comment.

Question.5

- A. Explain the silent feature of Depository Act, 1996.
- B. No dividend can be paid by a company except out of profit. Explain.

Or

- C. Define the producer explain the provision of the companies Act 2013 relating to Formation and Registration of a Producer company.
- D. State the circumstances under which the company may be compulsorily wound up.