

[This question paper contains 8 printed pages.]

Your Roll No.....

Sr. No. of Question Paper : 323A C

Unique Paper Code : 52414303

Name of the Paper : Company Law

Name of the Course : B.Com. (P) – CBCS

Semester : III

Duration : 3 Hours

Maximum Marks : 75

Instructions for Candidates

1. Write your Roll No. on the top immediately on receipt of this question paper.
2. Attempt All Questions.
3. All questions carry equal marks.
4. Answers may be written either in English or Hindi; but the same medium should be used throughout the paper.

छात्रों के लिए निर्देश

1. इस प्रश्न-पत्र के मिलते ही ऊपर दिए गए निर्धारित स्थान पर अपना अनुक्रमांक लिखिए ।
2. सभी प्रश्न कीजिए ।

3. सभी प्रश्नों के समान अंक हैं ।

4. इस प्रश्न-पत्र का उत्तर अंग्रेजी या हिंदी किसी एक भाषा में दीजिए, लेकिन सभी उत्तरों का माध्यम एक ही होना चाहिए ।

1. (a) What do you mean by lifting of the corporate veil? Explain the statutory provisions under which the corporate veil of a company may be lifted.

(b) Define a One-Person Company. How can it be converted into a private company?

(c) What are the provisions of law and the procedure for shift of registered office from one state to another.

OR

(a) Define Company. State its characteristics.

(b) Explain the law relating to alteration of Objects Clause of Memorandum of Association.

(c) Define Producer Company and explain the objects for which it is formed.

2. (a) Discuss the statutory provisions regarding 'Reduction of Share Capital'.

(b) "A company cannot justify a breach of contract by altering its Articles of Association". Comment.

(c) What do you mean by a misleading prospectus? What are the effects of misstatement in a prospectus?

OR

(a) Explain Turquand's rule. Are there any exceptions to it?

(b) Differentiate between Right Shares and Bonus Shares.

(c) Distinguish between Shelf prospectus and Red Herring prospectus.

3. (a) What are the essentials of a valid call? Can a company accept advance payment of call?

(b) Write a note on 'Sweat equity shares'.

(c) Can directors be appointed by the Board? If so, under what situations?

OR

- (a) How can directors of a company be removed?
- (b) What are the provisions of the Companies Act, 2013 relating to audit committee?
- (c) Explain provisions under the Companies Act, 2013 relating to Annual General Meetings.
4. (a) What are the powers and duties of a managing director? How is a managing director different from a whole-time director?
- (b) Distinguish between ordinary resolution and special resolution. Give suitable examples of each.
- (c) Explain the meaning of dividend. What are the rules regarding payment of dividends?

OR

- (a) Directors owe a duty of loyalty and care in performing their duties. Do you agree? Explain.
- (b) Explain the requisites of a valid general meeting.
- (c) What are the provisions of the Companies Act, 2013 regarding the appointment of auditor?

5. (a) Discuss the grounds under which a company can be wound up by the NCLT.
- (b) What is a depository system? How does it function?
- (c) What do you mean by Quorum of a meeting? State the consequences if quorum is not present in a company meeting.

OR

- (a) Explain the composition and powers of National Company Law Tribunal.
- (b) Write a note on :
- (i) Woman director
- (ii) Alternate director
- (c) Explain the provisions of the Companies Act, 2013 regarding 'buy-back of securities.'
1. (अ) कॉर्पोरेट आवरण हटाने से आपका क्या तात्पर्य है? उन वैधानिक प्रावधानों की व्याख्या कीजिए जिनके तहत किसी कंपनी का कॉर्पोरेट आवरण हटाया जा सकता है।
- (ब) एक व्यक्ति वाली कंपनी को परिभाषित कीजिए। इसे एक निजी कंपनी में कैसे परिवर्तित किया जा सकता है?