



0263

**II Semester 2 Year LL.M. (Business and Trade Law)
Examination, Jan./Feb. 2025
CORPORATE GOVERNANCE**

Duration : 3 Hours

Max. Marks : 80

Instructions : 1. Answer any five of the following.

2. Answer should be written in English only.

- Q. No. 1. Memorandum of Association is a document of great importance in relation to the company. Comment. Marks : 1×16=16
- Q. No. 2. Define and distinguish between share capital and debenture capital. Marks : 1×16=16
- Q. No. 3. Explain the procedures relating to winding up of companies. Marks : 1×16=16
- Q. No. 4. Discuss the application and allotment of shares with the decided case laws. Marks : 1×16=16
- Q. No. 5. Distinguish between the Managing Director as a Whole-time Director of a company. Marks : 1×16=16
- Q. No. 6. What is prospectus of a company ? Critically evaluate the utility of the contents of prospectus. Marks : 1×16=16
- Q. No. 7. Write a note on **any two** of the following : Marks : 2×8=16
- (a) Role of SEBI in corporate world
 - (b) Impact of tax laws on company
 - (c) Effect of lien of shares
 - (d) Restrictions on powers of Board of Directors.
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Second Semester 2 Year LL.M. (Business and Trade Law)
Examination, August/September 2024
CORPORATE GOVERNANCE

Duration : 3 Hours

Max. Marks : 80

Instructions : 1. Answer any five of the following.

2. Answer should be written in English only.

- Q. No. 1. "The Board of Directors are the brain of the Company".
Critically evaluate this statement. Marks : 1×16=16
- Q. No. 2. The memorandum must state the objects for which the
proposed company is to be established. The same reasons
require that the company should devote itself only to the
objects set out in the memorandum and to no others.
Comment. Marks : 1×16=16
- Q. No. 3. Critically explain the law relating to prevention of oppression
and mismanagement. Marks : 1×16=16
- Q. No. 4. Explain the procedures for allotment of shares and debentures.
Explain the statutory restrictions on allotment of shares. Marks : 1×16=16
- Q. No. 5. Who is a Managing Director ? Explain the position and powers
of Managing Director. Marks : 1×16=16
- Q. No. 6. What is share capital ? Explain various kinds of share
capital. Marks : 1×16=16
- Q. No. 7. Write note on **any two** of the following : Marks : 2×8=16
- (a) Doctrine of Ultravires.
 - (b) The Company Law Board.
 - (c) SEBI.
 - (d) Corporate Taxation.
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Second Semester Two Year LL.M. (Business and Trade Law)
Examination, March/April 2024 (Odd Sem.)
CORPORATE GOVERNANCE

Duration : 3 Hours

Max. Marks : 80

Instructions : 1. Answer any five of the following questions.
2. Answer should be written in English only.

- Q. No. 1. Critically evaluate the doctrine of Ultra-vires in the light of objects of the company. Marks : 16
- Q. No. 2. Explain the rule laid down in Foss V. Horbottle in relation to minority rights in the company. Marks : 16
- Q. No. 3. Discuss the powers of investigation of affairs of the company under the Indian Companies Act. Marks : 16
- Q. No. 4. "The term allotment is neither more or less than the acceptance by the company of the offer to take share" – substantiate this statement in relation to allotment of shares. Marks : 16
- Q. No. 5. Describe the procedure under which the forfeiture of shares can be made under the company law. Marks : 16
- Q. No. 6. "Jussel said that directors have sometimes been called trustees, as agent and as organs of the company". – Explain this with the position of the director. Marks : 16
- Q. No. 7. Write note on **any two** of the following : Marks : 8×2=16
- (a) Government company.
 - (b) Annual general meeting.
 - (c) Dividend.
 - (d) Call on shares.
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**II Semester LL.M. 2 Year (Business and Trade Law)
Examination, September/October 2023 (June 2023)
CORPORATE GOVERNANCE**

Duration : 3 Hours

Max. Marks : 80

- Instructions :**
- 1. Answer any five questions of the following.**
 - 2. Answer should be written in English only.**
 - 3. All questions carry equal marks.**

- Q. No. 1. Critically analyse the nature of Corporate entity and explain its advantages. Marks : 16
- Q. No. 2. Evaluate the powers and duties of auditors in inspection of books of accounts of the company. Marks : 16
- Q. No. 3. What do you mean by foreign company and explain the various provisions which regulates the affairs of the foreign company ? Marks : 16
- Q. No. 4. Explain the binding force of memorandum of association and articles of association on members, company and outsider. Marks : 16
- Q. No. 5. State the grounds of winding up of the company by the tribunal and the responsibilities of the liquidator under winding up of the company. Marks : 16
- Q. No. 6. Analyse the circumstances of the investigation of affairs of the company on the order of the tribunal. Marks : 16
- Q. No. 7. Write note on **any two** of the following : Marks : 16
- (a) Prospectus
 - (b) Name Clause
 - (c) Certificate of Incorporation
 - (d) Holding Company.
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II Semester LL.M. 2 Year (Business and Trade Law)
Examination, October/November 2022 (June 2022)
CORPORATE GOVERNANCE

Duration : 3 Hours

Max. Marks : 80

- Instructions :** 1. Answer any five of the following.
2. Answers should be written in English only.

- Q. No. 1. Explain the concept of limited liability and state how it has helped in growth of corporations. Marks : 16
- Q. No. 2. Explain the nature and significance of Articles of Association and its relation with Memorandum of Association. Marks : 16
- Q. No. 3. Explain shares with differential voting rights and their role in company. Marks : 16
- Q. No. 4. Discuss the conditions of relief for oppression and mismanagement in a company. Marks : 16
- Q. No. 5. Explain the doctrine of ultra-vires and examine the effects of ultra-vires agreements on the company. Marks : 16
- Q. No. 6. Who can be an independent director ? Explain his role and functions in a company. Marks : 16
- Q. No. 7. Write notes on **any two** of the following : Marks : 2×8=16
- (a) Remedies per debenture holders
 - (b) Allotment of shares
 - (c) Stock exchanges
 - (d) Transfer and transmission of shares.
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**II Semester 2 Year LL.M. (Business and Trade Law)
Examination, April/May 2022 (Dec. 2021)
CORPORATE GOVERNANCE**

Duration : 3 Hours

Max. Marks : 80

- Instructions :** 1. Answer any five of the following.
2. Answer should be written in English only.

- Q. No. 1. Critically examine the law relating to alteration of memorandum of Association and articles of Association. Marks : 16
- Q. No. 2. Explain the provisions relating to companies registered outside India. Marks : 16
- Q. No. 3. Explain the concept of doctrine of ultra vires. Support your answer with suitable case laws. Marks : 16
- Q. No. 4. Explain the different types of share holders along with their privileges if any. Marks : 16
- Q. No. 5. Explain the concept of winding up of companies. Examine the grounds for compulsory winding up of a company. Marks : 16
- Q. No. 6. "No dividend can be paid by a company except out of profits". Explain. Marks : 16
- Q. No. 7. Write note on **any two** of the following. Marks : 2×8=16
- (a) Issue of shares.
 - (b) Powers and functions of inspectors.
 - (c) Forfeiture of shares.
 - (d) Corporate taxation.
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Second Semester Two Year LL.M. (Business and Trade Law)
Examination, November/December 2020
CORPORATE GOVERNANCE

Duration : 3 Hours

Max. Marks : 80

- Instructions :** 1. Answer any five of the following.
2. Answer should be written in English only.

- Q. No. 1. Explain the importance of Articles of Association in relation to a company. Explain the process of alteration of articles of association. Marks : 16
- Q. No. 2. Discuss the scope of doctrine of Indoor management. Explain to what extent has the doctrine been incorporated in the Companies Act, 1956. Marks : 16
- Q. No. 3. "No Dividend can be paid by a Company except out of profits". Explain Marks : 16
- Q. No. 4. Is ethics important in Corporate Sector ? How to balance between the profit, business and ethics of the Company ? Elucidate. Marks : 16
- Q. No. 5. What is meant by prevention of oppression and mismanagement ? State the powers of Central Government and Company Law Board in this regard. Marks : 16
- Q. No. 6. "Winding up of company is the process whereby its life is ended and its property is administered for the benefit of its creditors and members by an administrator". Explain the consequences of winding up. Marks : 16
- Q. No. 7. Write note on **any two** of the following. (Marks : 2×8=16)
- (a) Issue of Shares
 - (b) Instrument of Prospectus
 - (c) Debentures
 - (d) Lien on Shares.
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Second Semester LL.M. Examination, June 2011
Specialization Paper – II : CORPORATE GOVERNANCE
Business and Trade Law Branch (Course – IV)

Duration : 3 Hours

Max. Marks : 80

- Instructions :** 1. Answer **all** questions.
2. Part (a) of each question carries **10** marks and Part (b) carries **6** marks.

Q. No. 1. (a) What are different kinds of companies ? Critically point out the relative advantages and disadvantages of each kind of the Companies.

OR

Critically examine the law relating to alteration of memorandum of association and articles of association.

(b) Write a note on :
i) Incorporation of a company.

OR

ii) Companies registered outside India.

Q. No. 2. (a) Critically examine the reforms made under the English law with respect to the application of the 'Doctrine of Ultravires' in comparison with Indian law.

OR

Critically examine the 'Doctrine of Indoor Management' with special reference to recent developments.

(b) Write a note on :
i) Position of Directors.

OR

ii) Powers and position of the Managing Director.

P.T.O.



Q. No. 3. (a) Examine the mode of transfer of shares. Point out the procedure and benefits of electronic mode of transfer of shares.

OR

"Everything should be stated in the prospectus with strict and scrupulous accuracy" – Examine the statement with reference to the remedies available in case of misrepresentation in the prospectus.

(b) Write a note on :

i) Lien on shares.

OR

ii) Statement in lieu of prospectus.

Q. No. 4. (a) Critically evaluate the rights and privileges of shareholders.

OR

Explain how a balance between majority powers and minority rights is maintained through different judicial decisions.

(b) Write a note on :

i) Dividends.

OR

ii) Corporate taxation.

Q. No. 5. (a) Critically evaluate how voluntary winding up of a company seeks to protect the interest of shareholders.

OR

Explain how the Securities and Exchange Board of India (SEBI) acts as a regulatory authority over the public companies.

(b) Write a note on :

i) Company Law Board.

OR

ii) The Stock exchange.



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Second Semester of LL.M. Examination, June 2010

CORPORATE GOVERNANCE

(Specialization Paper II)

(Course – IV)

Duration : 3 Hours

Max. Marks : 80

- Instructions :** 1. Answer all questions.
2. Figures to the right indicate marks.

Q. No. 1. (a) "A Joint Stock Company is described as an artificial person created by law, endowed with perpetual succession and common seal But it does not differ from an ordinary individual in having a back bone and limbs" – Comment with relevant case laws.

Marks : 10

OR

"Memorandum of association is a charter of the company" – Comment this statement with relation to its clauses.

(b) Write short note on :

Marks : 6

i) Kinds of companies.

OR

ii) Alteration of Articles of Association.

Q. No. 2. (a) Write an explanatory note on the appointment, role and responsibility of a whole-time-director.

Marks : 10

OR

Explain the significance of 'Doctrine of ultra vires' in the present corporate scenerio.

(b) Write short note on :

Marks : 6

i) Corporate ethics.

OR

ii) Duties and liabilities of a secretary.

P.T.O.

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- Q. No. 3. (a) 'Prospectus is the window through which company is displayed without distortion' – Comment this statement with respect to a 'Prospectus' in relation to a 'Statement' in lieu of prospectus.

Marks : 10

OR

Explain the provisions to issue shares and debentures of a company.

- (b) Write short note on :

Marks : 6

i) Lien on shares.

OR

ii) Perpetual debentures.

- Q. No. 4. (a) What is Debt Capital ? Discuss the kinds of Debt Capital a company can issue.

Marks : 10

OR

Explain the provisions under the Companies Act for the protection of minority share holders.

- (b) Write short note on :

Marks : 6

i) Corporate Taxation.

OR

ii) Labour participation in the management of a company.

- Q. No. 5. (a) What are the legislative and judicial provisions to prevent oppression and mismanagement in a company.

Marks : 10

OR

Explain different modes of winding up of a company.

- (b) Write short note on :

Marks : 6

i) The Security Exchange Board of India.

OR

ii) Department of Company Affairs.