

- Note:
1. All questions are compulsory.
  2. Figures on the right indicate full marks.

**Q.1 Objective Questions**

(15)

**A. State whether the following statements are true or false: (Any 8)**

(08)

1. A company is in law regarded as an entity separate from its members.
2. Company can issue shares at discount easily.
3. Private Company can't raise money through private placement.
4. No company shall issue any debentures carrying any voting rights.
5. A company may issue a red herring prospectus prior to the issue of prospectus.
6. Name of another person should be mentioned in the memorandum of one Person Company.
7. Doctrine of indoor management protects companies officers from outsiders.
8. Transmission of shares takes place in case of death of shareholder.
9. Shares include stock.
10. Alteration of articles of association requires special resolution.

**B. Match the Following: (Any 7)**

(07)

	A		B
1	Share Certificate	a)	Private Company
2	Private Placement	b)	Promotes Uniformity
3	Auditing Standards	c)	Debenture Holder
4	Voting	d)	Voluntary
5	Maximum Number of Persons 200	e)	Evidence of Title
6	Separate Bank Account	f)	Equity shareholders
7	Debenture Trustee	g)	Way of raising funds
8	Flexible rate of dividend	h)	For Keeping Allotment Money
9	Sweat Equity	i)	Postal Ballot
10	Transfer of Shares	j)	Allotted to Employees

**Q.2 Who is a Promoter? Discuss his position in relation to the company which he promotes.**

(15)

OR

**Q.2 Define Private Company and explain advantages and disadvantages available to Private Company.**

(15)

- Q.3 a. Explain the Contents of Memorandum Of Association.**  
**b. Explain doctrine of Constructive Notice.**

(08)

(07)

OR

Q.3 By stating the case "Ashbury Railway Carriage & Iron Company Vs. Riche" Explain in detail the Doctrine of Ultra Vires. (15)

Q.4 a. Define Prospectus of a company and what is a 'Deemed Prospectus' of a Company. (08)

b. Explain Shelf Prospectus & Information Memorandum of a Company. (07)

OR

Q.4 a. Explain Criminal Liability for Mis- Statement in prospectus. (08)

b. Explain allotment of Securities by Company. (07)

Q.5 a. Explain the procedure to be followed by the company for Private Placement Offer. (08)

b. Explain issue of Bonus Shares by a Company. (07)

OR

Q.5 Write short notes on any three of the following: (15)

a. Small Company

b. Article of Association

c. Types of Preference Share

d. Indian Depository Receipt

e. Exceptions to Turquand Rule

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