

**Q. P. Code: 21995**

**(Time: 3 hours)**

**(Marks: 100)**

- N .B.
- 1). Attempt any four questions.
  - 2). Figures to the right indicate full marks.
  - 3). Cite relevant case laws where necessary.

Q.1.(a) ) Discuss the manner in which the directors of Company are appointed.

- (b) Briefly discuss the contents of Memorandum of association and Articles of association, further enhancing explanations on the two Doctrines of ultra vires and Doctrine of intra vires

Q.2. Discuss the following –

- a. Debentures- nature, issue and class
- b. Doctrine of Constructive Notice.
- c. Prospectus and Procedure for registration of prospectus

Q.3. Discuss the various modes under the Indian Companies Act for dissolution and winding up of Companies. State the implications of winding up of companies.

Q.4. State the procedure for registration of a company. What is the difference between a certificate of commencement and a certificate of incorporation? Write the characteristics of a Company on its incorporation

Q.5. Write notes on any three of the following –

- a. Protection and rights of Investors and Creditors.
- b. Legal regulations of Multinationals.
- c. Functions of Auditors and audit of accounts.
- d. Appointment and Disqualification of Directors.
- e. distinguish between shares and debentures

Q.6. Discuss the following—

- I. Powers of Central Government for regulating oppression and mismanagement.
- II. Functions of Auditors and audit of accounts.

**(Time: 3 hours)**

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Q.1. N.B. :1). Attempt any four questions.

2). Figures to the right indicate full marks.

3). Cite relevant case laws where necessary.

Q.1. (a). Discuss the manner in which the directors of Company are appointed and terminated.

(b). Briefly discuss the contents of Memorandum of association and Articles of association, further enhancing explanations on the two Doctrines of ultra vires and Doctrine of intra vires

Q.2. Discuss the following –

a. Transfer, Transmission and Dematerialisation of Securities.

b). Rights Duties and Liabilities of Shareholders and Members.

.Q.3. a. Doctrine of Constructive Notice and Certificate of Incorporation.

b. Enhance the administrative control on corporate finance by Security Exchange Board of India, Central Government, Registrar of Companies and Company law board.

Q.4. Discuss the provisions under the Companies Act for dematerialization of securities.

State the manner in which securities can be and transferred transmitted.

Q.5. Write notes on any three of the following –

a. Protection and rights of Investors and Creditors.

b. Legal regulations of Multinationals.

c. Functions of Auditors and audit of accounts.

d. Majority powers and minority rights.

e. Kinds of Prospectus.

Q.6. Discuss the following—

I. Legal capacity and Rights Duties and Liabilities of Directors.

II. Winding up of Defunct Companies, Sick Undertakings, Unregistered Companies and Foreign Companies.

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