

# The Assam Royal Global University, Guwahati

Royal School of Commerce

B.Com 3<sup>rd</sup> Semester

Semester End Examination, December 2018

Course Title : Corporate Law

Course Code : COM042C302

Time: 3 Hours

Maximum Marks: 70

**Note: Attempt all questions as per instructions given.**

*The figures in the right-hand margin indicate marks.*

## Section – A

- Q.1.** Attempt **all questions**. (Maximum word limit 50 words) **2 x 8=16**
- a. State two characteristics of company. 2
  - b. Give the meaning of Doctrine of Ultra Vires. 2
  - c. Give the meaning of redeemable preference shares and participating preference shares. 2
  - d. State two conditions for issue of sweat equity shares. 2
  - e. In order to be a director of a company what shall the qualification? 2
  - f. Who is a small shareholder and small shareholder director? 2
  - g. What is the minimum and maximum number of members in public, private and one person company? 2
  - h. State two liabilities of a member. 2

## Section – B

- Q.2.** Attempt **any two** of the following: (Maximum word limit 300 words) **7 x 2=14**
- a. “A company is a separate legal entity distinct from its members”. Discuss the statement with reference to the case of Solomon Vs Solomon & Company.
  - b. Discuss the doctrine of Constructive Notice and Doctrine of Indoor Management.
  - c. Give the meaning of Memorandum of Association. Discuss how Memorandum of Association is different from Articles of Association stating five points of distinction.
- Q.3.** Attempt **any four** of the following: (Maximum word limit 150 words) **3.5 x 4 = 14**
- a. State the ingredients which constitute a prospectus.
  - b. Write a note on Red herring prospectus in brief.
  - c. Discuss in brief the remedies against the company for mis-statement in prospectus
  - d. State the advantages of right issue.

- e. Give the meaning of ESOP and who are the employees not eligible to participate in ESOP.

Q.4. Attempt **any two** of the following: (Maximum word limit 300 words) **7 x 2=14**

- Discuss about the various types of directors on the basis of the provisions of the Companies Act 2013.
- On what grounds the office of the director shall become vacant as per section 167(1)?
- State the provision of Companies Act 2013 regarding appointment and rights of proxy

Q.5. Attempt **any three of the following**: (Maximum word limit 200 words) **4 x 3= 12**

- How a member may be distinguished from a shareholder.
- Discuss in brief the modes of acquiring membership.
- State the situations which may lead to termination of a member.
- Discuss in brief the role of liquidator in winding up of companies.

\*\*\*\*\*