

18U442

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Name: .....

Reg. No.....

**FOURTH SEMESTER B.Com. DEGREE EXAMINATION, APRIL 2020**

(CUCBCSS-UG)

(Regular/Supplementary/Improvement)

**CC15U BC4 B06/ CC16U BC4 B06/ CC17U BC4 B06 - CORPORATE REGULATIONS**

(2015 Admission onwards)

Time: Three Hours

Maximum: 80 Marks

**Part A**

Answer *all* questions. Each question carries 1 mark.

Choose the correct answer:

1. The first step in the formation of a Company is to prepare a document called \_\_\_\_\_
  - a) Memorandum of Association
  - b) Articles of Association
  - c) Prospectus
  - d) None of the above.
2. Quorum for meeting of a Private Company is \_\_\_\_\_
  - a) Two
  - b) Three
  - c) Four
  - d) Five
3. An individual can be the director in not more than \_\_\_\_\_ Companies.
  - a) Ten
  - b) Fifteen
  - c) Twenty
  - d) Twenty-Five.
4. Minimum number of board meetings to be held in every year is \_\_\_\_\_
  - a) Two
  - b) Three
  - c) Four
  - d) None of the above.
5. After obtaining the Certificate of Commencement of business a Company may be wound up if it does not commence its business within \_\_\_\_\_
  - a) One Year
  - b) Two years
  - c) Three years
  - d) Four years.

Fill in the blanks:

6. A Company can alter its Articles of Association by passing a \_\_\_\_\_ resolution.
7. The first directors of a Company are generally nominated by \_\_\_\_\_
8. The first Annual General Meeting of a Company has to be held within \_\_\_\_\_ months of its incorporation.
9. Every meeting of the Board must have to be presided over by the \_\_\_\_\_
10. \_\_\_\_\_ equity shares are issued by the Company to its directors or employees at a discount or for a consideration other than cash.

**(10 x 1 = 10 Marks)**

**Part B**

Answer any *eight* questions. Each question carries 2 marks.

11. What do you mean by Proxy?

12. Explain the terms De-materialisation and Re-materialisation.
13. What is a Provisional Contract?
14. State the difference between Transfer and Transmission of shares.
15. Discuss the exceptions to Doctrine of Indoor Management.
16. Who is a promoter? How is he remunerated?
17. Write a short note on Dormant Company.
18. Discuss the Doctrine of Ultra Vires.
19. What is SAT?
20. What do you mean by ESOP?

**(8 x 2 = 16 Marks)**

### **Part C**

Answer any *six* questions. Each question carries 4 marks.

21. Explain the duties of a Company Secretary in connection with Annual General Meeting.
22. What are the main points of distinction between the Memorandum of Association and Articles of Association?
23. Explain the major duties and liabilities of a Director.
24. Give an account of the major contents of Prospectus.
25. What are the powers and duties of a Company Liquidator?
26. Briefly describe the documents to be filed with the Registrar of Companies prior to Incorporation.
27. Explain the guidelines issued by SEBI with regard to Public Issue of shares.
28. Briefly explain the importance of Corporate Governance.

**(6 x 4 = 24 Marks)**

### **Part D**

Answer any *two* questions. Each question carries 15 marks.

29. What are the compulsory clauses in the Memorandum of Association? In what cases and mode a Company can alter these clauses?
30. "A properly constituted meeting should possess some essential requisites". State the essential requisites of a valid meeting.
31. What is Voluntary winding up? What are the conditions and provisions applicable to Voluntary winding up?

**(2 x 15 = 30 Marks)**

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