Roll No. .... **Exam Code : M-21**

Subject Code—52383

B. A. LL. B. (Hons.) (5 Years Integrated Course) EXAMINATION

(Batch 2018) (Main)

(Fifth Semester)

COMPANY LAW AND CORPORATE GOVERNANCE

Paper–XXX

BA.LLB-506

Time : 3 *Hours* *Maximum Marks* : 80

Note : Attempt *Five* questions in all. Q. No. **1** is compulsory, which is of 20 marks. Remaining all questions carry equal marks.

1. Explain/Define the following : **10×2=20**

(a) Key Features of Company

(b) Lifting of Corporate Veil

(c) Doctrine of Constructive Notice

(d) Consequences of Ultra Vires Acts

(e) Private Company

(f) Articles of Association

(g) Procedure of Transfer of Shares

(h) National Company Law Tribunal

(i) Kinds of Charge

(j) SEBI.

Unit I

2. "The memorandom of association is an unalterable charter of a company." Explain. **15**

3. Explain clearly the meaning of "lifting the corporate veil." In what circumstances can veil of the corporate personality be lifted ? **15**

Unit II

4. What is a prospectus ? Who are liable for mis-statement in a prospectus ? Explain remedies available to shareholder, who had applied for shares on the faith of false prospectus ? **15**

5. Define the term "Debentures". Explain the statutory provisions relating to debentures. **15**

Unit III

6. "A company is a democratic institution in which the majority have a right to control the company." Comment. **15**

7. Discuss fully the provisions of the Companies Act, 2013 for the prevention of oppression and mismanagement. **15**

Unit IV

8. What is meant by compulsory winding up ? Who can order such winding up and in what circumstances ? What is the nature and extent of contributory liability ? **15**

9. Who is a liquidator ? What are his duties and powers in connection with the winding up ? **15**