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19 (V) CPLW 5-2

2017

COMPANY LAW

Paper : 5-2

Full Marks : 80

Time : Three hours

The figures in the margin indicate full marks for the questions.

1. Answer the following questions :

1×10=10

- (i) The Companies Act, 2013 consists of _____ sections. (470/480)
- (ii) A company can change its name as its own discretion by passing _____.
(ordinary resolution / special resolution)
- (iii) “Men may come and men may go but the company exist”— this explains which characteristics of the company as per Act ?
(Separate legal entity/Perpetual succession)

Contd.

(iv) The Prospectus must be issued to the public within _____ days of its date. (60/90)

(v) Share Premium amount is treated as the _____ capital of a company. (Reserve/Subscribe)

(vi) Transmission of shares take place by _____ (act of the parties/operation of law)

(vii) _____ section deals with the Corporate Social Responsibility (CSR). (132/135)

(viii) "Auditor is a watchdog of a company not a bloodhound". (True/False)

(ix) Whether a floating charge is converted into a fixed charge. (Yes/No)

(x) A person cannot hold directorship in more than _____ public companies. (15/20)

2. Answer the following questions : 2×5=10

(a) Write two differences between Company and Partnership.

(b) Lifting of corporate veil.

(c) Write difference between Share certificate and Share warrant.

(d) Corporate Social Responsibility.

(e) Role of the Company Law Appellant Tribunal.

3. Discuss the salient features of the Companies Act, 2013. 12

Or

Define "Company". Discuss the essential features of a company. Explain how a Private Company can convert to a Public Company. 4+4+4=12

4. What do you mean by Incorporation of a Company ? Discuss the advantages and disadvantages of incorporation of a company. 12

Or

Write an exhaustive note on Memorandum of Association and Articles of Association. 12

5. Define Prospectus. Write its main contents. Discuss the liabilities of inclusion of mis-statement or untrue statement of prospectus. 12

Or

"Majority must prevail is the principle of Company Management"— Discuss. 12

6. What are the procedures for appointment and removal of Directors of a Company ? Discuss the legal position of a Director of a Company. 12

Or

Explain in details the constitution, power and functions of the National Financial Reporting Authority. 12

7. How to constitute Serious Fraud Investigation Office (SFIO) ? Discuss, its power and functions. 12

Or

What are various modes of winding up of a company ? Discuss the consequences of winding up of a company. 12