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21 (8) CPLW 8-1

2019

COMPANY LAW

Paper : 8-1

Full Marks : 80

Time : Three hours

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

Answer all questions.

1. Choose appropriate answer : $1 \times 10 = 10$
 - (a) The Companies Act, 2013 is divided into 29 chapters containing _____ sections. [395/470]
 - (b) Articles of Association is mandatory for all types of companies. [True/False]
 - (c) The doctrine of indoor management had its origin in a famous case of _____. [Royal British Bank vs. Tarquand/Lee vs. Lee's Farming Ltd.]
 - (d) Debenture is an acknowledgment of _____ by the company. [debt/credit]

Contd.

(e) The majority rule was laid down in the case of [Lee vs. Lee's. Farming Ltd./ Foss vs. Harbottle]

(f) Issue of prospectus by a company is to be treated as an _____.
[offer/invitation to offer]

(g) Prospectus must be issued within ____ [60/90] days of its registration.

(h) A stock has no nominal value.
[True/False]

(i) There can be a maximum interval of ____ months between two AGMs.
[12/15]

(j) National Company Law Tribunal [NCLT] is constituted under section [405/408] of the Companies Act, 2013.

2. Answer the following : 2×5=10

(i) Who is a promoter ?

(ii) What do you understand by certificate of incorporation ?

(iii) What is 'call on shares' ?

(iv) What is DIN ?

(v) Who is a liquidator ?

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

Or

Differentiate between : 6+6=12

(a) A Private Company and a Public Company

(b) Company and Partnership.

4. Discuss the role of a promoter in the formation and incorporation of a company highlighting his legal position. 12

Or

Write critical notes on : 6+6=12

(a) Doctrine of indoor management.

(b) Doctrine of constructive notice.

5. Who is a member of a company ? Discuss the various model of acquisition of membership of a company. Is there any difference between a member and a shareholder of a company ? Can a member be expelled from a company ? 2+4+4+2=12

Or

"The Majority Rule" prevails on the company management — Do you agree? Is there any exception to the 'Majority Rule'? Also discuss in the context the provisions as contained in the Companies Act 2013 for prevention of oppression and mismanagement in a company. 6+6=12

6. Define "Director". What are the different trends of directors in a company? Discuss their rights and liabilities. 6+6=12

Or

Write short notes on: 6+6=12

- (a) Director Identification Number
(b) CSR.

7. Examine the role of the Company Law Tribunal (CLT) and Company Law Appellate Tribunal (CLAT) as provided under the Companies Act, 2013. 12

Or

Explain the following citing relevant legal provisions: 6+6=12

- (a) SEBI
(b) Winding up.