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21 (8) CPLW 8·1

2021

**COMPANY LAW**

Paper : 8·1

Full Marks : 80

Time : Three hours

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

1. Choose the correct option :  $1 \times 10 = 10$
- (a) The Companies Act, 2013 came into force on \_\_\_\_\_.  
(29<sup>th</sup> August, 2013/29<sup>th</sup> September, 2013)
- (b) The dividend payable to \_\_\_\_\_ shareholders is payable on fixed figure or percent. (equity/preference)
- (c) The prospectus must be issued to the public within \_\_\_\_\_ days of its date.  
(60/90)
- (d) Par value of shares means the \_\_\_\_\_ value of the shares. (face/market)

Contd.

(e) Section \_\_\_\_\_ deals with the corporate social responsibility.

(134/135)

(f) Transmission of shares takes place by \_\_\_\_\_.

(act of parties/operation of law)

(g) Share premium amount is treated as the \_\_\_\_\_ capital of a company.

(reserve/subscribe)

(h) A person cannot hold directorship in more than \_\_\_\_\_ public companies.

(10/20)

(i) To prevent fraud, manipulation and burglary, the Central Government is empowered to establish the National Financial Reporting Authority as per under section \_\_\_\_\_ of the Companies Act, 2013.

(131/132)

(j) A fixed charge becomes floating charge, when a company goes into liquidation.

(True/False)

2. Write on/Answer the following : 2×5=10

(a) Corporate Social Responsibility.

(b) Write *two* objects of SEBI.

- (c) Write *two* differences between floating charge and fixed charge.
- (d) Write *two* differences between transfer and transmission of shares.
- (e) Legal position of the promoter.
3. Discuss the changes brought about by the Companies Act, 2013. 12

**Or**

What is meant by Private Company ? Write twelve differences between private company and public company and explain how a private company can convert to a public company.

12

4. State the Doctrine of *Ultra vires* with leading case laws. 12

**Or**

Explain the Doctrine of Constructive Notice and Indoor Management. 12

5. "Majority shareholders can do but Minority shareholders can say" — Discuss with the help of leading case. 12

**Or**

Define Share. What are the different kinds of shares that may be issued by a public company ? Discuss in details. 12

6. Who are Directors ? What is the procedure for appointment of Directors ? State the powers and functions of a Director. 12

**Or**

Explain in details, the constitution, powers and functions of the National Financial Reporting Authority (NFRA) as per the Companies Act, 2013. 12

7. When and how the Serious Fraud Investigation Office (SFIO) constituted ? Write the powers and functions of it as per the Companies Act, 2013. 12

**Or**

Write on the following : 6+6=12

- (a) Voluntary winding up of a company.  
(b) Security Exchange Board of India (SEBI).