



## BRAINWARE UNIVERSITY

Term End Examination 2024-2025

Programme – BBA LL.B.-2021/BBA LL.B.-2022

Course Name – Company Law

Course Code - BBALLB503

( Semester V )

Full Marks : 60

Time : 2:30 Hours

[The figure in the margin indicates full marks. Candidates are required to give their answers in their own words as far as practicable.]

### Group-A

(Multiple Choice Type Question)

1 x 15=15

1. Choose the correct alternative from the following :

- (i) Tell the process of obtaining a unique name for a company.
  - a) Incorporation
  - b) Memorandum filing
  - c) Name reservation
  - d) Registration
- (ii) Identify the minimum paid-up capital requirement for a private limited company.
  - a) Rs. 1 lakh
  - b) No limit prescribed
  - c) Rs. 10 lakhs
  - d) Rs. 1 crore
- (iii) Select the person who issues the Certificate of Incorporation for a company in India.
  - a) Ministry of Corporate Affairs (MCA)
  - b) Registrar of Companies (ROC)
  - c) Securities and Exchange Board of India (SEBI)
  - d) Reserve Bank of India (RBI)
- (iv) Identify the type of company that can commence its business immediately after incorporation without obtaining a certificate of commencement of business.
  - a) Private Limited Company
  - b) Public Limited Company
  - c) Producer Company
  - d) Nidhi Company
- (v) Recall the liability of the members of a company limited by shares.
  - a) It is limited to the nominal value of the shares held by them
  - b) It is limited to the market value of the shares held by them
  - c) It extends to the total assets of the company
  - d) It amounts to double the nominal value of the shares held by them
- (vi) Choose from the following - the type of company that is prohibited from inviting the public to subscribe to its shares or debentures.
  - a) Private Limited Company
  - b) Public Limited Company
  - c) One Person Company (OPC)
  - d) Producer Company

- (vii) Choose the statement that shows the financial position of a company at a specific date -
- Profit and Loss Statement
  - Cash Flow Statement
  - Balance Sheet
  - Income Statement
- (viii) Identify the document that is used when a company does not want to issue a prospectus but wants to offer its shares or debentures to the public-
- Red Herring Prospectus
  - Shelf Prospectus
  - Statement in Lieu of Prospectus
  - Memorandum of Association
- (ix) Identify the type of prospectus that is considered as a preliminary offer document and does not contain details of the price and quantum of securities being offered.
- Red Herring Prospectus
  - Shelf Prospectus
  - Statement in Lieu of Prospectus
  - Green Shoe Prospectus
- (x) Identify the authority that approves the prospectus before it can be issued to the public.
- Securities and Exchange Board of India (SEBI)
  - Reserve Bank of India (RBI)
  - Board of Directors of the company
  - Registrar of Companies (ROC)
- (xi) Identify the person that can initiate winding up of a company:
- The company's auditors
  - The company's employees
  - The shareholders through a special resolution
  - The Central Government or the Tribunal
- (xii) Choose: A company can be wound up voluntarily when:
- The company is insolvent and unable to pay its debts
  - The company's business is no longer profitable
  - The company is facing a financial crisis
  - All of these
- (xiii) Choose the role of the Official Liquidator in the winding-up process.
- To conduct the company's day-to-day operations
  - To preserve and take custody of the company's assets during the winding-up process
  - To represent the company in court proceedings
  - To distribute the company's profits to its shareholders
- (xiv) Identify the court which has the jurisdiction to hear winding-up petitions filed under the Companies Act, 2013-
- High Court
  - Supreme Court
  - Sessions Court
  - Magistrate Court
- (xv) Identify the regulatory authority in India that oversees and approves mergers and acquisitions-
- Ministry of Corporate Affairs (MCA)
  - Reserve Bank of India (RBI)
  - Securities and Exchange Board of India (SEBI)
  - Competition Commission of India (CCI)

### Group-B

(Short Answer Type Questions)

3 x 5=15

- Define the term "Articles of Association" as per the Companies Act, 2013. (3)
- Define a Defunct Company. (3)
- State the definition of a prospectus as per the Companies Act, 2013. (3)
- Explain the procedure for calling a board meeting under the Companies Act, 2013. (3)
- Analyze the grounds for compulsory winding up by the Tribunal. (3)

OR

- Evaluate the consequences of winding up for creditors. (3)



**Group-C**  
(Long Answer Type Questions)

5 x 6=30

7. Define Company as a legal entity. (5)
8. Identify the parties involved in a pre-incorporation contract and their roles in the company formation process. (5)
9. Define merger and acquisition and analyze the appropriate reasons for a company to opt for these strategies. (5)
10. Evaluate the legal implications of issuing shares without a valid prospectus under the Companies Act, 2013. What penalties may apply? (5)
11. Compare and contrast different types of shares that can be issued by companies under the Companies Act, 2013. What are their distinct rights and obligations? (5)
12. Explain the concept of winding up of a company and the reasons that may lead to its initiation. (5)

**OR**

Describe the role of the Official Liquidator in the winding-up process and the powers vested in them.

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