



## BRAINWARE UNIVERSITY

**Term End Examination 2023**  
**Programme – BBA LL.B.-2019**  
**Course Name – Corporate Governance**  
**Course Code - BBALLB804A**  
**( Semester VIII )**

**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) Select the name of the sector dealt with the principles of public governance
  - a) Corporate Offices
  - b) Business Organizations
  - c) Government Sector
  - d) Private Companies
- (ii) Select the group of persons named as Stewards in a company
  - a) Board of Directors
  - b) Managers
  - c) Auditors
  - d) Shareholders
- (iii) Choose the year when the Securities and Exchange Board of India comes into existence
  - a) 1988
  - b) 1992
  - c) 1994
  - d) 1996
- (iv) Select the technique of weighing and balancing competing demands on a firm
  - a) stakeholder analysis
  - b) board of directors analysis
  - c) corporation analysis
  - d) management analysis
- (v) Choose the place where the headquarters of SEBI located
  - a) Mumbai
  - b) Delhi
  - c) Pune
  - d) Chennai
- (vi) Name the responsibility that does not come under purview of Directors
  - a) A duty to keep proper accounting records
  - b) A fiduciary duty
  - c) A duty to propose high dividends for sharehol
  - d) A duty of care
- (vii) Predict the nature of Fraudulent trading
  - a) a criminal offence committed only by directors of a limited company
  - b) a civil and a criminal offence committed by an employee
  - c) a civil and a criminal offence committed only by directors of a limited company
  - d) a civil offence committed by an employee
- (viii) Choose the year of establishment of OECD
  - a) 1963
  - b) 1961

- c) 1962  
d) 1960
- (ix) Identify the kind of orders the commission can pass in case of a combination
- a) It shall approve the combination if no appreciable adverse effect on competition is found  
b) It shall disapprove of combination in case of appreciable adverse effect on competition  
c) It may propose suitable modifications  
d) All of these
- (x) Choose the types of orders can be passed by Commission after inquiry into agreements or abuse of dominant position?
- a) Discontinue and not to re-enter such agreement or discontinue such abuse of dominant position.  
b) Impose such penalty, as it may deem fit  
c) Direct that the agreements shall stand modified to the extent and in the manner as may be specified in the order by the Commission  
d) All of these
- (xi) Identify in which section the definition of Director
- a) Section 2(32)  
b) Section 2(33)  
c) Section 2(34)  
d) Section 2(35)
- (xii) Identify the section of the Companies Act 2013 deals with the provisions related to the appointment of Directors
- a) Section 152  
b) Section 153  
c) Section 154  
d) Section 155
- (xiii) Identify the section of the Companies Act 2013 that deals with the provisions related to the disqualification for the appointment of Directors
- a) Section 157  
b) Section 159  
c) Section 160  
d) Section 164
- (xiv) Identify the section of Companies Act 2013 that talks about the assignment of the office of director
- a) 166(1)  
b) 166(2)  
c) 166(6)  
d) None of these
- (xv) Identify the committee which framed the principle of good corporate governance and accountability
- a) Nestle committee  
b) Rowntree committee  
c) Cadbury committee  
d) Thornton committee

### Group-B

(Short Answer Type Questions)

3 x 5=15

2. Explain the theories of corporate Governance (3)
3. Define OECD principle (3)
4. Define the term Public Governance (3)
5. Explain the Objectives of SEBI (3)
6. Evaluate the position of directors in a Company (3)

OR

Explain provisions against corporate fraud under Companies Act, 2013. (3)

### Group-C

(Long Answer Type Questions)

5 x 6=30

7. Explain the concept of Share Capital (5)
8. Express how a director ensures the company is complying with its regulatory obligations. (5)
9. Define the term stakeholder in corporate governance and provide some examples. (5)

10. Analyze how the size and composition of a board of directors can affect corporate governance. (5)
11. Apply the principle of fairness in corporate governance to a real life scenario such as a companys decision to lay off employees during a financial crisis (5)
12. Analyze the benefits and potential drawbacks of implementing CSR initiatives in a business (5)

**OR**

Explain the regulatory powers of SEBI under the SEBI Act. (5)

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