



17150



## BRAINWARE UNIVERSITY

Term End Examination 2024-2025  
Programme – LL.B.-2022/LL.B.-2023  
Course Name – Corporate Governance  
Course Code - LLB405A  
( Semester IV )

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BRAINWARE UNIVERSITY  
SCHOOL OF LAW  
Barasat, Kolkata- 700125

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 committee which framed the principle of good corporate governance and accountability:
- |                      |                       |
|----------------------|-----------------------|
| a) Nestle committee  | b) Rowntree committee |
| c) Cadbury committee | d) Thornton committee |
- (ii) Identify the correct number of principles enumerated under OECD principles:
- |      |      |
|------|------|
| a) 4 | b) 5 |
| c) 6 | d) 7 |
- (iii) Select the year when the Securities and Exchange Board of India comes into existence:
- |         |         |
|---------|---------|
| a) 1988 | b) 1992 |
| c) 1994 | d) 1996 |
- (iv) Select 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                |
- (v) Identify the person who cannot appear before Commission:
- |                            |                          |
|----------------------------|--------------------------|
| a) Regular Banking Officer | b) Company secretaries   |
| c) Director General        | d) Chartered accountants |
- (vi) Identify the authority that has power to exempt an enterprise, practice or agreement under Competition Act, 2002.
- |                           |                       |
|---------------------------|-----------------------|
| a) Competition Commission | b) Appellate Tribunal |
| c) Central Government     | d) State Government   |
- (vii) Identify the date of replacement of The Monopolies and Restrictive Trade Practices Act, 1969:
- |                      |                       |
|----------------------|-----------------------|
| a) September 1, 2008 | b) September 1, 2003. |
| c) September 1, 2009 | d) September 1, 2002  |

- (viii) Select the minimum number of members to be appointed by central government in CCI, as per the Competition Act, 2002:
- a) 2  
b) 3  
c) 4  
d) 1
- (ix) Choose the correct assumption about the validity of Anti competitive agreements under Competition Act, 2002:
- a) voidable  
b) Void  
c) valid  
d) none of these
- (x) Choose the maximum tenure of independent director:
- a) 2 terms of 5 years each  
b) 3 terms of 5 years each  
c) 2 terms of 10 years eac  
d) 3 terms of 4 years each
- (xi) Identify the type of organization that is owned by shareholders but managed by agents on their behalf is conventionally known as the modern:
- a) Conglomerate  
b) Corporation  
c) Company  
d) Firm
- (xii) Outline the real owners of a company:
- a) Government  
b) Board of Directors  
c) Equity shareholders  
d) Debentureholders
- (xiii) Select that the Authorised Capital of a Company is mentioned in :
- a) Memorandum of Association  
b) Articles of Association  
c) Prospectus  
d) Statement in lieu of Prospectus
- (xiv) Predict the meaning of Corporate governance:
- a) The same as business ethics  
b) A theory about ethics  
c) The integration of social and environmental concern in the daily business of the firm  
d) The title of a Govt. Committee
- (xv) Predict the place where the Secretariat of the Organisation for Economic Co-operation and Development (OECD) is situated.
- a) Tokyo, Japan  
b) London, UK  
c) Paris, France  
d) New York, US

### Group-B

(Short Answer Type Questions)

3 x 5=15

2. Explain the concept of Women Director. (3)
3. Explain the concept of Director Identification Numbers. (3)
4. Develop a short note on the certificate of share. (3)
5. What is issue of bonus share ? (3)
6. Construct a note on the Concept of Vertical agreements under competition law. (3)

OR

- Analyse duties and role of an Independent Director. (3)

### Group-C

(Long Answer Type Questions)

5 x 6=30

7. Define the term stakeholder in corporate governance and provide some examples. (5)
8. How corporate culture and values can influence corporate governance practices ? (5)
9. Analyze the History & Evolution of Competition Act, 2002. (5)
10. What are the functions of Competition Commission of India ? (5)
11. Explain the regulatory powers of SEBI under the SEBI Act 1992. (5)
12. Analyse the theory of corporate governance and its evolution over time. (5)

OR

- Analyse the role of culture and ethics in corporate governance theory. (5)