



# BRAINWARE UNIVERSITY

Term End Examination 2022

Programme – LL.M-2020/LLM-2021

Course Name – Law of Corporate Management & Governance

Course Code - LLM301A

( Semester III )

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) Identify the situation when a director of a limited company may not be liable for wrongful trading
- |  |  |
|--|--|
| a) increased the valuation of its inventories to cover any potential shortfall | b) brought in some expected sales from next year in to the current year  |
| c) took every step to minimise the potential loss to creditors                 | d) introduce into the balance sheet an asset based on a valuation of its brands sufficient to meet any shortfall |
- (ii) Comprise the line Applying social criteria to an investment decision refers to-----
- |                          |                          |
|--------------------------|--------------------------|
| a) socioeconomic view    | b) social responsiveness |
| c) social responsibility | d) social screening      |
- (iii) Express the meaning of Teleological ethics'
- |  |   |
|--|---|
| a) Is used to judge is an action is right, fair and honest | b) An action can only be judged by its consequences |
| c) Developing the individual personal characteristics      | d) The key purpose of ethics is to increase freedom |
- (iv) Identify from the following, expressing that corporations must meet is “do no harm”.
- |                      |                  |
|----------------------|------------------|
| a) moral obligation  | b) moral minimum |
| c) moral requirement | d) moral duty    |
- (v) Identify from the following which is/are the legal overseers of management in large corporations,.
- |                  |                  |
|------------------|------------------|
| a) CEO           | b) shareholders  |
| c) board members | d) none of these |
- (vi) Explain what Triple Bottom Line reporting refers to:
- |  |   |
|--|---|
| a) using a low, medium and high estimates for profitability forecasts. | b) measuring the impact of the firm on stockholders, customers and employees. |
|--|---|

- c) measuring the social, environmental, and financial performance of the firm.      d) measuring the impact of local, state, and federal governments on the firm.
- (vii) Calculate the number of conditions that, if satisfied, change the moral status of whistle blowing.
- a) three      b) four  
c) five      d) Six
- (viii) Choose from the following an example of a whistle blower whose actions were a form of internal government whistle blowing
- a) Sherron Watkins      b) Coleen Rowley  
c) Cynthia Cooper      d) Lee Iacocca
- (ix) Choose from the following who Inside traders ordinarily defend their actions by claiming that they don't injur
- a) their boss      b) their family  
c) . the government      d) any one
- (x) Select from the following with which the term Corporate Social Responsibility is related
- a) Ethical conduct      b) Environmental practice  
c) Community investment      d) All of these
- (xi) Select the situation when the Stakeholders are considered more important to an organization
- a) they can make use of their power on the organization      b) they do not emphasize the urgency of their issues  
c) their issues are not legitimate      d) they can express themselves articulately
- (xii) Choose the exception of the character of Managerial ethics from the following
- a) immoral management      b) amoral management  
c) demoral management      d) moral management
- (xiii) Predict the duty which is unlikely include to a Director.
- a) a fiduciary duty      b) a duty to keep proper accounting records  
c) a duty to propose high dividends for shareholders      d) a duty of care
- (xiv) Identify the committe set up for good corporate governance and accountability.
- a) Nestle committee      b) Rowntree committee  
c) Cadbury committee      d) Thornton committee
- (xv) Locate the following is not one of the underlying principles of the corporate governance combined code of practice.
- a) Accountability      b) Openness  
c) Acceptability      d) Integrity

### Group-B

(Short Answer Type Questions)

3 x 5=15

2. Analyse how shareholder activism can influence the corporate functioning (3)
3. Discuss the role of Director. (3)
4. Write the COSO Framework of Internal Control (3)
5. Write about the disclosures that are required to be made in terms of Clause 49 of the Listing Agreement (3)
6. Write the theory of share holders in corporate governance (3)

OR

- Write the Agency theory, in corporate governance (3)

### Group-C

(Long Answer Type Questions)

5 x 6=30

7. Define the perspective & importance issues in Corporate governance (5)
8. Explain the SEBI code of corporate Governance (5)
9. Establish the relationship between whistle blowing and corporate governance with case studies. (5)
10. Explain risk management under the Listing Agreement. (5)
11. Explain the role of whistle-blower (5)
12. Justify the purpose of the Clause 49 of Listing Agreement (5)

**OR**

Justify the basic Responsibility of CSR (5)

\*\*\*\*\*