



BRAINWARE UNIVERSITY

Term End Examination 2023

Programme – LLM-2022

Course Name – Advanced Corporate Law & Governance

Course Code - LLM201A

(Semester II)

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 correct option to complete the sentence Order to call a EGM even though 1 member present in person or by proxy
- | | |
|---------|--------|
| a) ROC | b) CG |
| c) NCLT | d) DCA |
- (ii) Identify the time period for conduction of AGM is extended by ROC for how many months
- | | |
|------|------|
| a) 1 | b) 2 |
| c) 3 | d) 4 |
- (iii) State that the rules and regulations for the internal management of a company are contained in its
- | | |
|------------------------------|----------------------------|
| a) prospectus | b) annual report |
| c) memorandum of association | d) articles of association |
- (iv) Select the meaning of doctrine of indoor management
- | | |
|--|--|
| a) strangers dealing with the company may assume that everything is done regularly | b) strangers must enquire into the regularity of proceedings |
| c) strangers can afford to be negligent as regularity is the companys responsibility | d) constructive notice |
- (v) Identify from the following is not a member of a company
- | | |
|---------------------|--------------------|
| a) Partnership Firm | b) Government |
| c) HUF | d) Foreign Company |
- (vi) Identify from the following which is a right of the members of a company
- | | |
|---------------------------|--------------------------|
| a) Right to have share | b) Right Appoint Auditor |
| c) Right Appoint Director | d) All of these |
- (vii) Select from the following activities of CSR policy are described in

- a) Schedule VII
c) Schedule IV
- b) Schedule III
d) Schedule VI
- (viii) Choose from the following formation of CSR committee is described in
- a) Section 135
c) Section 137
- b) Section 136
d) Section 138
- (ix) Select from the following factors which encourage good ethics in the workplace
- a) Transparency
c) Both a and b
- b) fair treatment to the employees of all levels
d) Bribe
- (x) Identify how Transmission is effected
- a) Sale
c) Insolvency
- b) Death
d) Both b and ©
- (xi) Predict that own funds are called
- a) Debenture capital
c) Loan capital
- b) Share capital
d) None of these
- (xii) Choose the responsibility that does not come under purview of Directors
- a) A duty to keep proper accounting records
c) A duty to propose high dividends for sharehol
- b) A fiduciary duty
d) A duty of care
- (xiii) Choose the nature of Fraudulent trading
- a) a criminal offence committed only by directors of a limited company
c) a civil and a criminal offence committed only by directors of a limited company
- b) a civil and a criminal offence committed by an employee
d) a civil offence committed by an employee
- (xiv) Choose the exact definition of whistleblower
- a) doesnt have to be a past or present member of the organization
c) is any employer who spreads gossip
- b) doesnt have to report activity that is illegal immoral or harmful
d) far from being disloyal may be acting in the best interest of the organization
- (xv) Identify The most important document of a company is
- a) prospectus
c) memorandum of association
- b) annual report
d) articles of association

Group-B

(Short Answer Type Questions)

3 x 5=15

2. Describe the impact of the liability of the doctrine of ultra vires on directors and the officers of a company. (3)
3. Analyze different types of capital stock. (3)
4. Examine the theory of corporate personality and its impact on shareholder liability. (3)
5. Discuss the consequences of a breach of the provisions of the articles of association. (3)
6. Explain the reason behind the reduction of share capital. (3)

OR

Explain the meaning of Debenture. (3)

Group-C

(Long Answer Type Questions)

5 x 6=30

7. Express when SEBI takes action for non-resolution of investor complaints. (5)

- 8. Evaluate the benefits of promoting shareholder democracy both for companies and their shareholders. (5)
- 9. Express how shareholders can participate in a meeting of a company. (5)
- 10. Identify when a company is held liable for the actions of its employee. (5)
- 11. Describe the advantages of incorporating a company. (5)
- 12. Explain the term Repo rate. (5)

OR

Analyze Market Stabilization Scheme. (5)
