

(Pages : 2)

Name.....

Reg. No.....

(16)

(15)

FIFTH SEMESTER LL.B. UNITARY (THREE YEAR) DEGREE  
EXAMINATION, JUNE 2018

CP 20—COMPANY LAW

(2015 Admissions)

Time : Three Hours

Maximum : 75 Marks

**Part A**

*Answer any five questions.  
Each question carries 6 marks.*

1. Define Private Company.
2. Write a note on Prevention of Oppression.
3. Briefly examine the remedies for misrepresentation in prospectus.
4. Examine the principles governing the Certificate of Incorporation.
5. Distinguish between transfer and transmission of shares.
6. What are the important features of Bonus shares ?
7. Examine the role of Liquidator of a company.
8. Examine the features of Red herring prospectus.

**Part B**

*Answer any two questions.  
Each question carries 10 marks.*

(5 × 6 = 30 marks)

1. The Articles of Association of a company required that all deeds etc. should be signed by the Managing Director, Secretary and a working director on behalf of the company. Mr .A accepted a deed of mortgage executed by the Secretary and a working director only. Examine the validity of the deed.
2. Certain landed properties were transferred by 'X' to 'Y' subjected to a condition that 'Y' should not, in future, transfer the properties to transgenders. 'Y' transferred the properties to a company composed exclusively of transgenders. An action is commenced by 'X' to cancel the transfer of property on the ground of violation of the condition. Decide.

Turn over

3. The prospectus of a company stated that the company had been authorised to use solar power in its factory. The permission to use solar power is, in fact, subject to the approval of the concerned authority. The directors honestly believed that the permission will be granted in due course. But the permission was denied. The members of the company who subscribed the shares in the company on the basis of the prospectus sued the directors for misrepresentation in the prospectus. Decide.

(2 × 10 = 20 marks)

### Part C

*Answer any two questions.*

*Each question carries 12½ marks.*

1. Memorandum of Association is the charter of a company, Explain. Examine the contents of Memorandum of Association.
2. What are the important duties of the Directors of a company ?
3. Examine the Rule in Foss v Harbottle, with the help of decided cases.

(2 × 12½ = 25 marks)

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Name.....

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**FIFTH SEMESTER LL.B. (THREE YEAR UNITARY) DEGREE  
EXAMINATION, APRIL 2019**

**CP 20—COMPANY LAW**

(2015 Syllabus Year)

Time : Three Hours

Maximum : 75 Marks

**Part A**

*Answer any five questions.  
Each question carries 6 marks.*

1. Write a note on *Saloman v Saloman and Co.*
2. Define Public company.
3. Examine the 'Powers of Directors' of a Company.
4. Briefly explain the Doctrine of Constructive Notice.
5. Distinguish between Special resolution and Ordinary resolution.
6. What is meant by Floating charge ?
7. What is meant by perpetual succession ?
8. What is 'Government Company' ?

(5 × 6 = 30 marks)

**Part B**

*Answer any two questions.  
Each question carries 10 marks.*

1. Mr. A registered a company and the certificate of incorporation was issued. But subsequently it was found that the company was registered in violation of Law. Mr. A filed a case for invalidation of the Certification of Incorporation. Decide.
2. Mr. X wants to incorporate a company with only one member i.e. himself. Advice him.
3. The Articles of Association of a company provided that the directors might borrow on bonds such sums as may from time to time be authorised by a resolution passed at a general meeting of the company. The directors of the company borrowed a sum of money from 'A' without any authorisation at the general meeting. The company refused to pay back the money. 'A' approached the court to claim the money. Decide.

(2 × 10 = 20 marks)

**Turn over**

**Part C**

*Answer any two questions.*

*Each question carries 12½ marks.*

1. Examine the Doctrine of Lifting the Corporate veil with the help of decided cases.
2. What are the grounds under which a company can be wound up by the National Company Law Tribunal ?
3. What is Prospectus ? What are the different types of prospectus issued by a company ?

(2 × 12½ = 25 marks)