

Corporate Regulations and Administration

Sem I

Module 1

I. Short Answers (2 marks each)

1. What is a company?
2. Define a Company.
3. 'Company is an artificial person'. Elaborate.
4. What is meant by 'perpetual succession' of a company?
5. What is a chartered company?
6. What is a statutory company?
7. What is a registered company?
8. What is a company limited by shares?
9. What is a company limited by guarantee?
10. What is an unlimited company?
11. Give any four features of a public company.
12. What is a private company?
13. What is a domestic company?
14. What is a foreign company?
15. What is a government company?
16. What is one person company?
17. Give any four features of small company.
18. What are the exemptions available to small companies?
19. What is an associate company?
20. What is a producer company?
21. What is 'an association not for profit'?
22. What is section 8 company?
23. What is an illegal association?

II. Descriptive Answers (5 marks each)

1. What is a company? What are the characteristics of a company?
2. Explain the merits and demerits of a joint stock company.
3. Explain holding company and subsidiary company.

4. Explain private company and public company.
5. What are the differences between a private company and a public company?
6. What are the features of One Person Company?
7. Explain the concept of Small Company.
8. What is a dormant company?
9. What is a producer company? What are its features?
10. Give any 8 features of 'Indian Companies Act 2013'.

III. Long Essays (15 marks each)

1. Explain the different types of companies.
2. What is a one person company? Explain the important provisions relating to OPC.
3. Explain the history of Company Law in India.
4. Write a note on 'Indian Companies Act 2013'. What are the features of the 2013 Act?

Module 2

I. Short Answers (2 marks each)

1. Define the term 'promotion'.
2. What is a body corporate?
3. Define 'Promoter'.
4. Who is a professional promoter?
5. Who is an occasional promoter?
6. What is Memorandum of Association?
7. What is 'name clause of memorandum'?
8. What is Articles of Association?
9. What is Section 8 Company?
10. What is corporate veil?

II. Descriptive Answers (5 marks each)

1. What do you mean by 'promotion of a company'?
2. What is digital signature?
3. Who is a promoter? What are the characteristics of a promoter?
4. What are the functions of a promoter?
5. Write a note on 'legal position of a promoter'.
6. What are the duties of a promoter?
7. Write a note on 'remuneration of promoters'.
8. Explain the 'object clause of memorandum;.
9. Write a note on 'subscription clause of memorandum'.
10. How can we change the object clause of memorandum?
11. What is Articles of Association? What are its contents?
12. Explain the provisions for the alteration of Articles of Association.
13. What is 'entrenchment provision in Companies Act'?
14. Distinguish between Memorandum and Articles.
15. What is the procedure for online registration of a company?
16. What is CIN?
17. Write a note on 'formation of companies with charitable objects.
18. What are the important provisions relating to section 8 companies?
19. What is 'Doctrine of Constructive Notice'?
20. What is 'Doctrine of Indoor Management'?
21. What are the exceptions to the Doctrine of Indoor Management?
22. What do you mean by 'ultravires'?
23. Explain the provisions relating to the compulsory conversion of OPC.
24. How a private company can be converted into OPC?

III. Long Essays (15 marks each)

1. Explain the process of formation of a company.
2. What is incorporation? Explain the steps in incorporation.
3. Who is a promoter? Explain the different types of promoters. What are the functions of a promoter?

4. What is Memorandum of Association? Explain the contents of Memorandum.
5. Explain the provisions relating to the 'alteration of memorandum'.
6. What do you mean by lifting corporate veil? What are the circumstances under which corporate veil is lifted?
7. Explain the provisions relating to the conversion of a Public company into Private and a Private company into a Public company.

Module 3

I. Short Answers (2 marks each)

1. What is share capital?
2. What is equity share capital?
3. What is preference share capital?
4. What is reserve capital?
5. What is prospectus?
6. What are the objects of issuing prospectus?
7. What is deemed prospectus?
8. What is abridged prospectus?
9. What is statement in lieu of prospectus?
10. What is IPO?
11. What is FPO?
12. What is offer for sale?
13. What is sale to inside Coterie?
14. What is right issue?
15. What is bonus issue?
16. What is ESOP?
17. What is transfer of shares?
18. What is transmission of shares?

II. Descriptive Answers (5 marks each)

1. What do you mean by 'public offer'?
2. What is private placement?
3. What are the conditions for private placement?
4. Explain the procedure for private placement.
5. What do you mean by registration of prospectus?
6. What is shelf prospectus?
7. What is Information Memorandum?
8. What is Red Herring Prospectus?
9. What do you mean by misstatement in prospectus?
10. Explain criminal liability for misstatement in prospectus.
11. Explain civil liability for misstatement in prospectus.
12. What is Differential Voting Rights?
13. What is the provision relating to the 'application of premium received on issue of shares'?
14. What is sweat equity?
15. What are the provisions for the redemption of preference shares?
16. Distinguish between transfer and transmission of shares.
17. What is the punishment for personation of shareholder?
18. Explain the provisions for the further issue of shares.
19. What are the provisions of the companies act for the issue of bonus shares?
20. Explain the provisions the companies act relating to the issue of debentures.

III. Long Essays (15 marks each)

1. What is private placement? What are the conditions for private placement? Also explain the procedure for private placement.
2. What is prospectus? Explain the contents of prospectus.
3. Explain the different types of prospectus.
4. What is misstatement in prospectus? What is the liability for misstatement in prospectus?
5. Explain the different types of issue of shares.

Module 4

I. Short Answers (2 marks each)

1. Define a Member.
2. What is AGM?
3. What is EGM?
4. What do you mean by proxy?
5. What is 'poll'?
6. What is postal ballot?
7. What is a 'motion'?
8. What is a 'resolution'?
9. What is quorum?
10. What is a minute?
11. Who is a chairman?
12. Who is a director?
13. Who is a residential director?
14. Who is an independent director?
15. Who is additional director?
16. Who is alternate director?
17. Who is shadow director?
18. Who is nominee director?
19. Explain executive and non executive directors.
20. What is DIN?
21. What is audit committee?
22. What is CSR?

II. Descriptive Answers (5 marks each)

1. Which are the modes of acquiring membership in a company?
2. What are the rights of a shareholder?
3. What are the circumstances under which a member ceases to be a member of the company?
4. What is register of members?

5. What are the provisions relating to quorum of shareholders meeting?
6. Explain the provisions relating to 'proxy' in companies act.
7. What is 'voting by show of hands'?
8. What is 'voting through electronic means'?
9. What is ordinary resolution?
10. What is special resolution?
11. What is unanimous resolution?
12. What is resolution requiring special notice?
13. Which are the provisions of the companies act regarding minutes?
14. Explain the legal position of directors.
15. What are the duties of directors?
16. Which are the disqualifications for the appointment of directors?
17. Explain the provisions of the Act regarding the vacation of office of directors.
18. What are the provisions regarding resignation of directors?
19. How a director can be removed from office?
20. Which are the provisions relating to meetings of the Board?
21. Write a note on 'quorum for Board meetings'.
22. What is meant by 'passing a resolution by circulation'?
23. Explain the powers of the Board.
24. Who are the 'key managerial personnel' of a company?
25. Explain the provisions relating to key managerial personnel.
26. How the casual vacancy of auditors filled in a company?
27. Explain the provisions regarding removal and resignation of auditors.
28. What are the disqualifications of an auditor?
29. What is related party transaction?

III. Long Essays (15 marks each)

1. Explain the rights and liabilities of a shareholder.
2. Explain the important provisions of companies act relating to meetings of shareholders.

3. What do you mean by voting? What are the different methods of voting?
4. What is resolution? Which are the different types of resolution?
5. Explain the provisions relating to books of accounts and annual returns of companies.
6. Who is a director? Which are the different types of directors?
7. Explain the provisions of companies act regarding appointment of directors.
8. Explain the provisions relating to audit in companies.
9. What is CSR? Explain the provisions relating to CSR.

Module 5

I. Short Answers (2 marks each)

1. What do you mean by winding up of a company?
2. Who is a liquidator?
3. Who is a contributory?
4. What is the effect of winding up order?
5. What is voluntary winding up?
6. What is meant by declaration of solvency?
7. What is the effect of voluntary winding up?
8. Who is an official liquidator?

II. Descriptive Answers (5 marks each)

1. Write a note on winding up by Tribunal.
2. Explain the powers of the Tribunal on winding up of a company.
3. Which are the provisions relating to the appointment of company liquidators?
4. How liquidators can be removed?

5. Write a short note on contributories.
6. What are the powers and duties of a liquidator?
7. What are the circumstances for voluntary winding up?
8. Explain the provisions regarding the appointment of company liquidators.
9. What are the provisions regarding the removal of company liquidators?
10. What are the powers and functions of official liquidators?
11. How an unregistered company can be wound up?

III. Long Essays (15 marks each)

1. What is winding up? Explain the modes of winding up.
2. What is voluntary winding up? What are the circumstances under which voluntary winding up are made? Also explain the steps in voluntary winding up.

MAHATMA GANDHI UNIVERSITY

Model Question Paper

**FIRST SEMESTER B.COM DEGREE PROGRAMME EXAMINATION
(Common for Model-I, Model-II (Vocational) and UGC Sponsored
Programme)**

Time: Three Hours

Maximum Marks: 80

Answers may be written either in English or in Malayalam.

CORPORATE REGULATIONS AND ADMINISTRATION

Section A

Answer any 10 questions.

Each question carries 2 marks

1. What is section 8 company?
2. What is a company limited by shares?
3. 'Company is an artificial person'. Elaborate.
4. What is corporate veil?

5. Who is a professional promoter?
6. What is offer for sale?
7. What is deemed prospectus?
8. What is DIN?
9. Who is a residential director?
10. What do you mean by proxy?
11. Who is an official liquidator?
12. Who is a contributory?

(10x2=20)

Section B

Answer any 6 questions.

Each question carries 5 marks

13. Explain the concept of Small Company.
14. What are the features of One Person Company?
15. Explain the provisions for the alteration of Articles of Association.
16. Write a note on 'legal position of a promoter'.
17. Distinguish between transfer and transmission of shares.
18. What is Red Herring Prospectus?
19. What are the provisions relating to quorum of shareholders meeting?
20. Which are the provisions relating to meetings of the Board?
21. Explain the provisions regarding the appointment of company liquidators.

(6x5=30)

Section C

Answer any 2 questions.

Each question carries 15 marks.

22. Write a note on 'Indian Companies Act 2013'. What are the features of the 2013 Act?
23. What is Memorandum of Association? Explain the contents of Memorandum.
24. What is misstatement in prospectus? What is the liability for misstatement in prospectus?

25. Explain the provisions of companies act regarding appointment of directors.

(2x15=30)