Reg. No. \_\_\_\_\_\_\_\_\_\_\_\_



**End Semester Examination – Nov / Dec – 2019**

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| **Code :** | **17BC2014** | **Duration :** | **3hrs** |
| **Sub. Name :** | **COMPANY LAW AND SECRETARIAL PRACTICE** | **Max. Marks :** | **100** |

**ANSWER ALL QUESTIONS (5 x 20 = 100 Marks)**

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| **Q. No.** | **Sub Div.** | **Questions** | **Course**  **Outcome** | **Marks** |
| 1. | a. | Brief about the ‘Company’. Perpetual succession is a unique character of a company – Explain. | CO1 | 10 |
| b. | Define the term ‘Companies Limited by Shares’ with an example. | CO1 | 10 |
| **(OR)** | | | | |
| 2. | a. | Discuss about the documents to be submitted during the incorporation of a company. | CO1 | 10 |
| b. | Explain the filing of declaration by the director. | CO1 | 10 |
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| 3. | a. | Discuss about the golden rules to be adopted while preparing a prospectus. | CO2 | 10 |
| b. | Is it possible to incorporate changes in the Articles of Association? If so, what is the procedure? | CO2 | 10 |
| **(OR)** | | | | |
| 4. | a. | Define the term ‘Statement in lieu of Prospectus’. Discuss about the situation when such a document is to be produced. | CO3 | 10 |
| b. | Provide the list of items that can be changed in the Memorandum of Article. | CO3 | 10 |
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| 5. | a. | Give an account on the Differential Voting Rights share. | CO4 | 10 |
| b. | Differentiate between Shares and Stock. | CO4 | 10 |
| **(OR)** | | | | |
| 6. | a. | Define the term ‘Paid up Share Capital’ and ‘Subscribed Share capital’. | CO4 | 10 |
| b. | Discuss about the Debentures and its characteristics. | CO4 | 10 |
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| 7. | a. | Explain the situation that demands the appointment of an Alternate director. | CO5 | 10 |
| b. | Discuss the procedure for the appointment of Independent director. | CO5 | 10 |
| **(OR)** | | | | |
| 8. | a. | Describe the key managerial personnel and their appointment. | CO5 | 10 |
| b. | Discuss the conditions to appoint the Company Secretary. What is his/her major role in the company management? | CO5 | 10 |
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|  | | **Compulsory**: |  |  |
| 9. | a. | Discuss the various situations, when a member may be expelled from the company. | CO6 | 10 |
| b. | CASELET:  M/s ABC company made a call in respect of certain partly paid shares standing in the name of Mr.Ravanth, who failed to pay the amount of the call within the stipulated period of time. Shortly thereafter the company went into liquidation and the liquidator renewed the call. Mr. Ravanth thereupon moved the court for rectification of the share register to remove his name as contributory in the plea that he was only a nominal holder of the shares.  **Question:** Will Mr.Ravanth succeed on his plea? | CO6 | 10 |