

2019

( 5th Semester )

COMMERCE

Paper No. : BC-504

( **Company Law** )

*Full Marks : 70*

*Pass Marks : 45%*

*Time : 3 hours*

( PART : B—DESCRIPTIVE )

( *Marks : 45* )

*The figures in the margin indicate full marks  
for the questions*

1. (a) Explain the different types of companies. 9

*Or*

- (b) Explain the various steps in promotion of a company. 9

2. (a) Define Memorandum of Association. Explain the various clauses of Memorandum of Association. 2+7=9

Or

- (b) Define share capital. What are the different kinds of shares which a company can issue under the Companies Act, 2013? 2+7=9

3. (a) What is a charge? Explain the effects of non-registration of charge. 2+7=9

Or

- (b) What is ultra vires borrowing? Explain the consequences of ultra vires borrowings. 2+7=9

4. (a) Who is director? Distinguish between director and managing director. 9

Or

- (b) What is meeting? Explain the various kinds of company meeting. 9

5. (a) What is winding-up of a company?  
Explain the various modes of winding-up. 9

Or

- (b) Write a note on oppression and  
mismanagement. 9

\*\*\*

**2019**

( 5th Semester )

**COMMERCE**

Paper No. : BC-504

**( Company Law )**

( PART : A—OBJECTIVE )

( Marks : 25 )

*The figures in the margin indicate full marks for the questions*

1. State whether the following statements are *True (T)* or *False (F)* by putting a Tick (✓) mark : 1×5=

(a) Both private company and public company have to obtain certificate of commencement of business.

( T / F )

(b) The notice of change of registered office address should be given to ROC within 15 days of such change.

( T / F )

(c) Equity shareholders have certain preferential rights over the preference shareholders.

( T / F )

(d) Transfer of shares is complete when transfer is registered in the company's register.

( T / F )

(e) Directors appointed by the Central Government can hold office for a period exceeding three years on any occasion.

( T / F )

2. Tick (✓) the correct answer in the brackets provided.

(a) Minimum paid-up capital of a private company must be

(i) 5 lacs ( )

(ii) 1 lac ( )

(iii) 10 lacs ( )

(iv) No limit ( )

(b) Which of the following is/are the mode(s) of winding-up?

- (i) By tribunal ( )
- (ii) Voluntary winding-up ( )
- (iii) Both (i) and (ii) ( )
- (iv) Both (i), (ii) and winding-up under supervision of court ( )

(c) Doctrine of ultra vires means

- (i) acts done outside the prospectus of the company ( )
- (ii) acts done outside the contract of the company ( )
- (iii) acts done outside the resolutions of the company ( )
- (iv) acts done outside the memorandum of the company ( )

(d) Buyback of shares means

- (i) to buy shares of other companies ( )
- (ii) to sell shares of other companies ( )
- (iii) when a company buys its own shares ( )
- (iv) None of the above ( )

(e) Who can be a director?

(i) Anybody corporate ( )

(ii) Any association ( )

(iii) Any firm ( )

(iv) Only individual ( )

(f) A company limited by shares is known as

(i) limited company ( )

(ii) unlimited company ( )

(iii) one-man company ( )

(iv) None of the above ( )

(g) The validity period of self-prospectus is

(i) one year ( )

(ii) two years ( )

(iii) five years ( )

(iv) valid for life ( )

(h) By ultra vires, the company means

- (i) outside the object set out in MoA ( )
- (ii) within the object set out in MoA ( )
- (iii) outside the content of AoA ( )
- (iv) within the content of AoA ( )

(i) An alternate director is appointed to act in place of a director

- (i) whose office falls vacant due to death ( )
- (ii) who is absent for a period of more than three months from India ( )
- (iii) who was appointed to fill up a casual vacancy ( )
- (iv) who fails to obtain his qualification shares ( )

(j) In case of voluntary winding-up, the liquidator for conducting the winding-up proceedings is appointed by

- (i) Central Government ( )
- (ii) Company in its General Meeting ( )
- (iii) Company Law Board ( )
- (iv) Registrar ( )



3. Write short notes on the following :

(a) Corporate personality:

(b) Transmission of shares

(c) Capital management:

(d) Ordinary resolutions

(e) Oppression

\*\*\*