

GUJARAT NATIONAL LAW UNIVERSITY
GANDHINAGAR
 Course: Company Law and Practice
 Semester-II (Batch: 2016-18)

M.B.A. End Semester Examination: April-2017

Date: 26th April, 2017

Duration: 3 hours

Max. Marks: 60

Instructions:

- Read the questions properly and write the answers in the given answer book.
- The respective marks for each question are indicated in-line.
- Do not write any thing on the question paper.
- Indicate correct question numbers in front of the answers.
- No questions or clarifications can be sought during the exam period, answer as it is, giving reason, if any.

	Part-A	Marks
Q.1	How can you incorporate a company in India as per the current provisions of Company Law?	(06)
	OR	
	Draft a Memorandum of Association for 7 friends (your batch), who want to incorporate a public company limited by shares with the object of starting a business relating to restaurant and hotels in India and abroad., with following details:	
	<ul style="list-style-type: none"> • Proposed name of company is ABC • Place of registered office of company is at Ranchi • Authorised Share Capital: Rs. 5,000 Crore 	
Q.2	Explain the following kinds of company (any four):	(06)
	(a) Public Company	
	(b) One Person Company	
	(c) Government Company	
	(d) Multi National Company	
	(e) Banking Company	
Q.3	How do you distinguish a company from partnership and sole proprietorship? Write the characteristic features of a company by explaining the concept of 'Corporate Citizenship' and Company as a 'State'.	(08)

Part-B

Answer any four of the following:

Q.4	India adopted New Economic Policy in 1991. The emerging business environment incentivises more and more mergers towards strengthening Indian economy. The Companies Act 2013 regulates the procedure for above mentioned purpose. Discuss the salient features of this procedure.	(10)
Q.5	Answer the following briefly:	(5x2=
	(a) Managing Director	10)

- (b) Nominee Director
(c) Restrictions on number of Directorship that a person can take at a particular point of time
(d) Minimum and Maximum number of Directors in the company
(e) Women Director
- Q.6 Satyam scam showed glaring loopholes in the accountability of auditors in India under the Companies Act 1956. Discuss in what manner and to what extent the Companies Act 2013 has strengthened auditors accountability. (10)
- Q.7 Explain briefly the following terms: (5x2=10)
(a) Red Herring Prospectus
(b) Contributory
(c) Preferential Issue
(d) Promoter
(e) Proxy
- Q.8 Company should be run by managers in such a manner that the minority shareholders are not oppressed. Discuss how the Companies Act 2013 enables minority shareholders to protect their rights. (10)
- Q.9 The Companies Act 2013 has introduced an ambitious regulatory framework for CSR in India. Discuss what are the conditions that must be fulfilled by a young manager while undertaking CSR on behalf of a company. (10)
