

**GUJARAT NATIONAL LAW UNIVERSITY
GANDHINAGAR**

Course: Corporate Law
Semester-I (Batch: 2017-18)

LL.M. End Semester Examination: November-2017

Date: 8th November, 2017

Duration: 3 hours

Max. Marks: 70

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.

- | | Marks |
|---|--------------|
| Q.1 The doctrine of legal personality as applied to a Company has produced astonishing effects and has been applied with few exceptions. Elucidate this proposition. | (10) |
| Q.2 Illuminate the position, appointment, qualification, disqualification, powers and duties of Directors. | (10) |
| Q.3 From Satyam to Tata-Mistry clash, independent directors are not really independent. Comment. | (10) |
| Q.4 Discuss the provisions of the Companies Act 2013 relating to winding up of company by tribunal. | (10) |
| Q.5 Constructive notice is more or less an unreal doctrine. Critically comment. | (05) |
| OR | |
| Even a resolution of a numerical majority at a general meeting cannot impose its will upon the directors when the articles have confided to them the control of the company's affairs. Explain. | |
| Q.6 Memorandum of Association is a document of great importance in relation to a company. Comment. | (05) |
| OR | |
| What is meant by prevention of Oppression and Mismanagement? Discuss the powers of the Company Law Board as provided under the Companies Act, 2013. | |
| Q.7 Write short notes on any two of the following: | (2x5=10) |
| (a) Scheme of mergers
(b) Raising of capital
(c) Position, function and powers of Auditors
(d) Promoters | |
| Q.8 Distinguish between: | (10) |
| (a) Private placement and Public issue
(b) Primary Market and Secondary market | |
