

THIRD SEMESTER UG DEGREE EXAMINATION, NOVEMBER 2022**(Regular/Improvement/Supplementary)****B.Com Professional****GBCP3B13T: CORPORATE REGULATIONS****Time: 3 Hours****Maximum Marks: 80****PART A: Answer all the questions. Each carries 1 mark.****Choose the Correct Answer**

1. The articles of association of a private company include:
 - a) Restrictions on transferability of shares
 - b) Limitation on maximum number of members to 200
 - c) Prohibition on issue of prospectus
 - d) All of the above
2. Provisional contracts mean.....
 - a) Contracts before incorporation
 - b) Contracts after incorporation
 - c) Contract after incorporation but before commencement of the business
 - d) None of these
3. Which of the following shares are issued to employees or directors at a discount?
 - a) Equity shares
 - b) Sweat equity shares
 - c) Preference shares
 - d) None of the above
4. The quorum of board meeting is of the original strength
 - a) One-third
 - b) One-fourth
 - c) One-half
 - d) One-sixth
5. Official liquidator is appointed by.....
 - a) Contributories
 - b) Creditors
 - c) Tribunal
 - d) None of these

Fill in the Blanks

6. The minimum number of members that is required while you are registering a private company is.....
7. is the first stage in the formation of a company.
8. are personally liable for pre incorporation contracts entered on behalf of the company.
9. shares carry dividend at fixed rate.
10. The concept of is all about corporates giving back to the society.

(10 × 1 = 10 Marks)**(PTO)**

PART B: Answer any *eight* questions. Each carries 2 marks.

11. What do you mean by perpetual succession of a company?
12. Write an account on statement in lieu of prospectus.
13. What is certificate of incorporation? Name the authority which issues certificate of incorporation.
14. What do you mean by minimum subscription?
15. Give an account on book building.
16. What is underwriting of shares?
17. What are the conditions for further issue after buy back?
18. Who is a whole-time director?
19. What is to be done in order to raise the number of directors above 15?
20. Distinguish between ordinary and special resolution.

(8 × 2 = 16 Marks)

PART C: Answer any *six* questions. Each carries 4 marks.

21. Distinguish between company limited by shares and company limited by guarantee.
22. Write a note on corporate personality of a company with the help of case laws.
23. What are the requirements for raising capital from the public by a company?
24. Write a note on surrender of shares.
25. Distinguish between director and managing director.
26. Discuss core principles of corporate governance.
27. Is every company required to constitute CSR committee? Explain the role and function of CSR Committee constituted by the company.
28. Write a note on annual general meeting.

(6 × 4 = 24 Marks)

PART D: Answer any *two* questions. Each carries 15 marks.

29. Define memorandum. What are its contents? When and how can it be altered?
30. Discuss the SEBI guidelines regarding public issue.
31. What is winding up? Discuss the provisions related to voluntary winding up.

(2 × 15 = 30 Marks)