

**THIRD SEMESTER UG DEGREE EXAMINATION, NOVEMBER 2023****(Regular/Improvement/Supplementary)****B.Com. PROFESSIONAL****GBCP3B13T: CORPORATE REGULATIONS****Time: 3 Hours****Maximum Marks: 80****PART A: Answer *all* the questions. Each carries *one* mark.****Choose the Correct Answer:**

1. A government company is one in which 51% or more of the paid-up capital is held by .....
  - a. Central government alone.
  - b. State government alone.
  - c. Central and state government jointly.
  - d. Any of the above.
2. A company making a public issue through book building process issues .....
  - a. A shelf prospectus.
  - b. Statement in lieu of prospectus.
  - c. Deemed prospectus.
  - d. Red herring prospectus.
3. When the issue price is more than the nominal value of the shares, it is .....
  - a. Issue at par.
  - b. Issue at discount.
  - c. Issue at premium.
  - d. Issue for consideration other than cash.
4. Which of the following is not a feature of equity shares?
  - a. Permanent in nature.
  - b. Fixed dividend.
  - c. Wide voting rights.
  - d. Provides risk capital.
5. Casual vacancy of directors may be filled by .....
  - a. Central government.
  - b. Shareholders.
  - c. Board of directors.
  - d. None of these.

**Fill in the Blanks:**

6. The minimum number of members that is required while you are registering a public company is.....
7. .... company raise capital by making an invitation to public for subscription of its shares and debentures.
8. A company making public issue must follow guidelines issued by.....
9. A director who has stayed in India for 182 days or more is called a ..... Director.
10. Not more than ..... shall elapse between two annual general meetings.

**(10 x 1 = 10 Marks)****(PTO)**

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

11. What is "significant influence" for treating as Associate Company?
12. What is doctrine of constructive notice?
13. Define association or subscription clause.
14. State the exceptions to doctrine of indoor management.
15. Distinguish between shares and stock.
16. What do you mean by forfeiture of shares?
17. Describe a share certificate.
18. How are first directors of the company appointed?
19. What is declaration of solvency?
20. Write a note on NCLT.

**(8 x 2 = 16 Marks)**

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

21. Discuss the circumstances under which corporate veil is lifted.
22. What is section 8 companies? Discuss the characteristics of section 8 companies.
23. What are the provisions of alteration of articles of association?
24. Explain shares with differential voting rights.
25. Write a note on secretarial audit.
26. What is winding up? Discuss the reasons for winding up.
27. Define motion. What are the requisites of a valid motion?
28. Explain the qualifications of a company secretary.

**(6 x 4 = 24 Marks)**

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

29. Explain the procedure for registration of a company. State the important documents required for registration.
30. What do you mean by buyback of shares? Explain the procedure for buy back of shares.
31. Discuss the legal framework with respect to corporate governance in India.

**(2 x 15 = 30 Marks)**