

**B.Com. DEGREE (C.B.C.S.S.) EXAMINATION, MAY 2018****Second Semester****Core Course 6 – CORPORATE REGULATIONS AND GOVERNANCE**

(Common for Model I, Model II and U.G.C. Sponsored B.Com. Degree Programmes)

(2013 – 2015 Admissions)

Time : Three Hours

Maximum Marks : 80

**Section A**

*Answer all questions.*

*Each question carries 1 mark.*

1. What is pre-incorporation contract ?
2. What is DIN ?
3. What is compliance Certificate ?
4. What is MCA 21 ?
5. Give out any two qualification for a director.
6. What is the maximum managerial remuneration payable ?
7. Explain "preferential creditors".
8. What is an illegal Association ?
9. What is perpetual succession ?
10. What is statutory meeting ?

(10 × 1 = 10)

**Section B**

*Answer any eight questions.*

*Each question carries 2 marks.*

11. What is red herring prospectus ?
12. What are the contents in statutory report ?
13. Name out the committees of the board.
14. Give out the provisions regarding the appointment of additional director.
15. Point out the cases where the issue of prospectus is not compulsory.
16. List out the four main stages in the formation of the company.
17. When is Annual General Meeting held ?

**Turn over**

18. Who is a proxy ?
19. What is corporate veil ?
20. What are the SEBI's guidelines regarding the issue of prospectus ?
21. Explain the status of Director as officers of company.
22. Write short note on contributories.

(8 × 2 = 16)

### Section C

Answer any **six** questions.

Each question carries 4 marks.

23. Differentiate Articles of Association and memorandum of association.
24. What is mis-statement in prospectus ? What are the remedies available to the investor for any mis-statement in a prospectus ?
25. Explain the liability of Directors for wrongful acts of the company.
26. Explain Resolutions. State the need of different type of resolution.
27. What are the exceptions for Doctrine of Indoor Management.
28. Write short notes on shareholders meetings.
29. Differentiate preincorporation contract and provisional contract.
30. Explain the "clause" in Memorandum of Association.
31. What are the disqualifications for the appointment of a director ?

(6 × 4 = 24)

### Section D

Answer any **two** questions.

Each question carries 15 marks.

32. Differentiate The Doctrine of Indoor Management and The Doctrine of Constructive Notice.
33. Explain the role of Board of Directors with regard to Corporate Governance.
34. "Company form of organization over other forms of corporate bodies". Comment.
35. Explain how and what extent the memorandum of association is altered.

(2 × 15 = 30)