

Name:	
Enrolment No:	

UNIVERSITY OF PETROLEUM AND ENERGY STUDIES
End Semester Examination, May, 2019

Course: Company Law II	Semester: VI
Programme: B.Com. LL.B. (Taxation Laws)	CC:LLBL422
Time: 03 hrs.	Max. Marks: 100

Instructions: Read questions and instructions given with each section carefully. Rely on relevant statutory, regulatory and judicial provisions to support your answers.

SECTION A
(Objective type / Short Answer type memory based general questions)
(Attempt All)

S. No.	Question	Marks	CO
Q.1.	List the remedies for ultra vires borrowings.	2	CO1
Q.2.	Which companies can accept deposits from public?	2	CO1
Q.3.	Distinguish between shareholder and debenture holder.	2	CO1
Q.4.	Who can file a class action suit?	2	CO2
Q.5.	What are various modes of winding up?	2	CO3

SECTION B
(Short answer type Conceptual questions)
(Attempt any two)

Q.6.	Explain the provisions on intercorporate loans and investments.	10	CO1
Q.7.	Describe the role of debenture trustee.	10	CO1
Q.8.	Write a note on preferential payment.	10	CO3

SECTION-C
(Analytical / Comparative questions)
(Attempt any two)

Q.9.	Corporate Civil & Criminal Liability	10	CO5
Q.10.	Regulation of MNCs in India	10	CO4
Q.11.	Majority Rule & Minority Protection	10	CO2

SECTION-D
(Application based Case studies)

(Attempt All)

Q.12.	In a private company, only three shareholders and directors with equal voting rights were members. They were no more on speaking terms with one another. Can this be a reason for winding up of company? If yes, then which ground and which forum will have jurisdiction to allow winding up on this basis?	15	CO3
Q.13.	A company ABC was liquidated w.e.f. 1.3.2019 and Mr. X who had ceased to be a member of the company w.e.f. 1.6. 2018, received a notice from the liquidator that he should deposit a sum of Rs. 10, 000 as contribution on the shares previously held by him. Whether Mr. X is a contributory? What are the conditions subject to which a contributory owes a duty to contribute?	15	CO3
Q.14.	Promoters and majority shareholders of ABC ltd. feel that the company has fulfilled the purpose of its creation. Advise the company on its mode of dissolution and explain systematically the entire procedure.	20	CO3

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SECTION A

(Objective type / Short Answer type memory based general questions)

(Attempt All)

S. No.		Marks	CO
Q.1.	What are the different kinds of debentures?	2	CO1
Q.2.	Which kind of companies have implied power of borrowing?	2	CO1
Q.3.	Who can register charges?	2	CO1
Q.4.	Which reserve is created in case of acceptance of deposits from public?	2	CO1
Q.5.	Who can file a complaint against oppression & mismanagement?	2	CO2

SECTION B

(Short answer type Conceptual questions)

(Attempt any two)

Q.6.	Describe the remedies for ultra vires borrowings.	10	CO1
Q.7.	Write a note on remedies for corporate civil liability.	10	CO5
Q.8.	Write a note on Class action suits.	10	CO2

SECTION-C

(Analytical / Comparative questions)

(Attempt any two)

Q.9.	Foreign technology transfer to India	10	CO4
Q.10.	Prevention of mismanagement	10	CO2
Q.11.	Voluntary Winding up	10	CO3

SECTION-D
(Application based Case studies)
(Attempt All)

Q.12.	Company XYZ was created to develop online games. However the State has now banned online games. Can the company be wound up? If yes on which ground and by order of which forum?	15	CO3
Q.13.	Three brothers had a contract for pre-emption right for transfer of shares, however not part of AoA. Can violation of such contract be held oppressive in a family owned business?	15	CO2
Q.14.	<p>A company ABC is to be wound up by Tribunal. At liquidation, Rs. 25 lakh are realized. Details of creditors is as stated below:</p> <ul style="list-style-type: none"> i) Unsecured creditors – 10 lakhs ii) Taxes to government – 5 lakhs iii) Dues to secured creditors – 30 lakhs iv) Dues to workers – 20 lakhs <p>a) Explain the procedure to be followed for payment of dues under the Companies Act and b) distribute the available amount amongst the creditors.</p>	20	CO3