


Name:			
Enrolment No:			
UPES End Semester Examination, December 2023			
Course: Company Law I Program: B TECH CSE LL.B HONS. Course Code: CLCC 4027		Semester : VII Time : 03 hrs. Max. Marks: 100	
Instructions: All questions are compulsory. Kindly attempt all parts of a question together.			
SECTION A (5Qx2M=10Marks)			
S. No.		Marks	CO
Q 1.	Define “independent director” as per the Companies Act, 2013.	2	CO1
Q 2.	Define “preference shares”.	2	CO1
Q 3.	Section _____ of the Companies Act,2013 defines a “director”.	2	CO1
Q 4.	_____ is a landmark case on separate juristic entity of a company.	2	CO1
Q 5.	Briefly define “subsidiary company”.	2	CO1
SECTION B (4Qx5M= 20 Marks)			
Q 6.	Discuss the Turquand’s rule in a nutshell.	5	CO2
Q 7.	Summarize ‘private placement’ of shares.	5	CO2
Q 8.	Discuss the difference between shelf prospectus and red herring prospectus.	5	CO2
Q 9.	Summarize pre incorporation contracts.	5	CO2
SECTION-C (2Qx10M=20 Marks)			
Q 10.	“Meetings are critical to establish roles and responsibilities, outline company goals and objectives, identify and build a strategy for a path forward to success, streamline processes, and ensure the right stakeholders are involved in decision-making.” Discuss the prerequisites of a valid meeting as per the Companies Act,2013 in India.	10	CO3
Q 11.	Analyze the provisions of Companies Act,2013 regarding deemed public offer of securities. Give reasons.	10	CO3
SECTION-D (2Qx25M=50 Marks)			
Q 12.	X Ltd., a private limited company, is involved in a contractual dispute with a third party, Y Suppliers. Y Suppliers claims that the directors of X Ltd.	25	CO4

	<p>are personally liable for the company's debts due to fraudulent activities and misuse of the corporate structure. X Ltd. denies any wrongdoing and asserts that the corporate veil should not be lifted.</p> <p>a. Discuss relevant case laws where the courts have either lifted or refused to lift the corporate veil in similar situations. (15 marks)</p> <p>b. Analyze the factors that influenced those court decisions and their applicability to the current dispute. (10 marks)</p>		
Q 13.	<p>Troy Corporation, a public company, entered into a contract with Bombay Suppliers. However, during the execution of the contract, it was discovered that the transaction violated the company's Articles of Association. Bombay Suppliers, unaware of this internal constraint, is now seeking legal remedies. Troy Corporation argues that the doctrine of indoor management protects the validity of the contract.</p> <p>a. Analyze the legal implications of Troy Corporation entering into a contract that violates its Articles of Association. (15 marks)</p> <p>b. Discuss whether Bombay Suppliers could have reasonably been aware of the internal constraints of Troy Corporation. (10 marks)</p> <p style="text-align: center;">OR</p> <p>Kaymonds Ltd., a public company incorporated under the Companies Act, 2013, is facing internal disputes among its directors. A group of shareholders is seeking the removal of Mr. Verma, a director, alleging misconduct and a breach of fiduciary duties. Mr. Verma contests the allegations and claims that proper procedures have not been followed.</p> <p>a. Analyze whether the allegations against Mr. Verma fall within the permissible grounds for removal according to the Companies Act, 2013? (15 marks)</p> <p>b. Discuss the role of the board of directors in the removal process, in the above case. (10 marks)</p>	25	CO4
		25	CO4