

HONS.05/19/012

**B.A., LL.B. (HONS.) FIFTH SEMESTER (SUPPLEMENTARY) EXAMINATION,  
FEBRUARY 2019  
COMPANY LAW**

Time: 3 Hours

Maximum Marks: 50

**PART A  
(Answer ANY FIVE Questions)**

**(5 X 4 = 20)**

I. Write notes on:

- a) Pre-incorporation Contracts
- b) Promoter
- c) Red Herring Prospectus
- d) Rights Issue
- e) Bonus Share
- f) Section 8 Company
- g) Object clause in MoA
- h) Debenture

**PART B  
(Answer ANY TWO Questions)**

**(2 X 6 = 12)**

II. The Managing Director of a public listed company proposes to the board of directors in a meeting held for the award of a contract for supply of goods to the company to award the same to a company promoted by his brother. Decide on the legality of the decision of the board if it awards the contract in accordance with the proposal.

III. Sreeman, the auditor of a public company, resigns from his position just before the annual general meeting of the company. Decide on his liability, if any, if he fails to report his resignation to the government or to provide any reasons for the same.

IV. Ashok wants to sell the shares he has in a private company. The board of directors does not recognise the sale citing provisions in the articles of association. Decide whether the provisions in the articles of association giving the power to the board to disallow sale of shares is legal or not.

**PART C  
(Answer ANY TWO Questions)**

**(2 X 9 = 18)**

V. Explain the powers and duties of an auditor. Examine whether these are adequate to help the auditor discharge his role as envisaged under the Companies Act?

VI. Examine the role and explain the powers and duties of a liquidator in the winding up of a company.

VII. Who is a member in a company? Explain the rights, duties and liabilities of members of a public listed company with limited liability.

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