



CL/BC-504

**2022**

**( 5th Semester )**

**COMMERCE**

**Paper No. : BC-504**

**( Company Law )**

*Full Marks : 70*

*Pass Marks : 45%*

*Time : 3 hours*

**( PART : B—DESCRIPTIVE )**

**( Marks : 45 )**

*The figures in the margin indicate full marks  
for the questions*

1. (a) Define the term 'company'. Explain the characteristics of a company. 2+7=9

*Or*

- (b) Explain the various steps involved in incorporation of a company. 9

2. (a) What is Memorandum of Association? Explain the various clauses of Memorandum of Association. 2+7=9

Or

- (b) What is a share? Explain the different types of shares which a company can issue under the Companies Act, 2013. 2+7=9

3. (a) What do you mean by capital management? Write a note on borrowing power of companies. 2+7=9

Or

- (b) Define debenture. Explain the different steps in issue of debenture. Write in brief the rights of a debenture holder. 2+5+2=9

4. (a) Explain the power, duties and responsibilities of a managing director. 3+3+3=9

Or

- (b) Define meeting. Discuss the essential requirements for conducting a meeting. 2+7=9

5. (a) What do you understand by winding-up of a company? Write a note on compulsory winding-up by the Tribunal.

3+6=9

Or

- (b) What do you understand by oppression? Discuss the provisions of the Companies Act for the prevention of oppression and mismanagement.

3+6=9

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**( 5th Semester )**

**COMMERCE**

**Paper No. : BC-504**

**( Company Law )**

**( PART : A—OBJECTIVE )**

**( Marks : 25 )**

*The figures in the margin indicate full marks for the questions*

**1. State whether the following statements are *True (T)* or *False (F)* by putting a Tick (✓) mark : 1×5=5**

**(a) A private company may allot shares without issuing a prospectus.**

**( T / F )**

**(b) The notice of change of registered office address should be given to ROC within 15 days of such change.**

**( T / F )**

**(c) Debenture holder is the owner of the company.**

**( T / F )**

( 2 )

(d) The proxies have registered rights and counted for quorum.

( T / F )

(e) Promoter has right to receive preliminary expenses.

( T / F )

2. Put a Tick (✓) mark against the correct answer in the brackets provided : 1×10=10

(a) A company incorporated by a special Act of the Parliament is

(i) registered company ( )

(ii) chartered company ( )

(iii) statutory company ( )

(iv) All of the above ( )

(b) Minimum paid-up capital of company must be

(i) 5 lakhs ( )

(ii) 1 lakh ( )

(iii) 10 lakhs ( )

(iv) No limit ( )

(c) Articles of Association are

- (i) compulsory for every company ( )
- (ii) optional for a public company, compulsory for others ( )
- (iii) optional for a private company, compulsory for others ( )
- (iv) optional for every company ( )

(d) Doctrine of ultra vires means

- (i) acts done outside the prospectus of the company ( )
- (ii) acts done outside the contract of the company ( )
- (iii) acts done outside the resolutions of the company ( )
- (iv) acts done outside the memorandum of the company ( )

(e) Every public company must have at least

(i) one director ( )

(ii) two directors ( )

(iii) three directors ( )

(iv) five directors ( )

(f) A company limited by shares is known as

(i) limited company ( )

(ii) unlimited company ( )

(iii) one-man company ( )

(iv) None of the above ( )

(g) Who among the following cannot file a petition for winding-up?

(i) The company ( )

(ii) Contributory ( )

(iii) Registrar ( )

(iv) Promoter ( )



(h) In case of voluntary winding-up, a liquidator for conducting the winding-up proceedings is appointed by the

- (i) Central Government ( )
- (ii) Company in its General Meeting ( )
- (iii) Company Law Board ( )
- (iv) Registrar ( )

(i) The validity period of shelf prospectus is

- (i) one year ( )
- (ii) two years ( )
- (iii) five years ( )
- (iv) valid for life ( )

(j) The authorized capital is also called as

- (i) nominal capital ( )
- (ii) registered capital ( )
- (iii) issued capital ( )
- (iv) Both (i) and (ii) ( )



3. Write short notes on the following :

2×5=10

(a) Corporate Personality

(b) Prospectus

(c) Mortgage

(d) Government Companies

(e) Minutes

(d) Government Companies

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