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**( 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) Who is a promoter? Explain the various stages involved in promotion of a company.**

**2+7=9**

Or

- (b) What is dormant company? Distinguish between the Companies Act, 1956 and the Companies Act, 2013. 9

2. (a) Define prospectus. Explain its objects and contents. 2+4+3=9

Or

- (b) What is transfer of shares? Distinguish between MOA and AOA. 9

3. (a) What is debenture? Explain the features and types of debentures. 1+4+4=9

Or

- (b) What do you mean by mortgage? Explain the types of mortgage. 2+7=9

4. (a) What is a meeting? Explain the various kinds of company meeting. 2+7=9

Or

- (b) Who is a director? Explain the roles and appointment of a company director. 2+3+4=9

5. (a) Explain the various modes of winding-up of a company.

9

Or

- (b) What is mismanagement? Explain the Acts held as mismanagement.

2+7=9

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**2 0 2 1****( 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 :  $1 \times 5 = 5$**

**(a) A company comes into existence only when it is registered under the Act.**

**( T / F )**

**(b) The 1st annual general meeting must be held in 9 months from the closing of the financial year.**

**( T / F )**

- (c) Equity shareholders have certain preferential rights over the preference shareholders.

( T / F )

- (d) Quorum of a general meeting is maximum 5 members personally present for a public company.

( T / F )

- (e) Statement in lieu of prospectus is meant for filing with the registrar.

( T / F )

2. Tick (✓) the correct answer in the brackets provided:

1×10=10

- (a) If a company to be formed is to be a one-person company, it means it is a

(i) public company ( )

(ii) private company ( )

(iii) Both (i) and (ii) ( )

(iv) None of the above ( )

(b) The memorandum of a company is dealt under

(i) Section 12 ( )

(ii) Section 14 ( )

(iii) Section 4 ( )

(iv) Section 6 ( )

(c) When did the Companies Act, 2013 come into force?

(i) 1st April, 2013 ( )

(ii) 1st March, 2013 ( )

(iii) 1st May, 2013 ( )

(iv) 30th August, 2013 ( )

(d) The minimum number of members in case of private company is

(i) 1 ( )

(ii) 2 ( )

(iii) 3 ( )

(iv) 4 ( )



(e) Converting a public company into a private company requires a special resolution

(i) passed by the members and with sanction of the Central Government ( )

(ii) passed by the members and approved by the registrar of companies ( )

(iii) passed by the members and approved by the company law tribunal ( )

(iv) passed by the members and approved by the auditors ( )

(f) Who appoint(s) the first directors of a company?

(i) The shareholders in general meeting ( )

(ii) The registrar of companies ( )

(iii) The articles of association ( )

(iv) The promoters ( )

(g) Perpetual debentures are also known as

(i) secured debentures ( )

(ii) irredeemable debentures ( )

(iii) bearer debentures ( )

(iv) registered debentures ( )

(h) Buy-back of shares means

- (i) to buy shares of other companies ( )
- (ii) to sell shares of other companies ( )
- (iii) a company buys its own shares ( )
- (iv) All of the above ( )

(i) The proceedings in case of winding-up of a company are conducted by

- (i) director ( )
- (ii) registrar ( )
- (iii) promoter ( )
- (iv) liquidator ( )

(j) Protection of minority shareholders from oppression has been provided under

- (i) Section 397 ( )
- (ii) Section 398 ( )
- (iii) Section 389 ( )
- (iv) Section 390 ( )



3. Write short notes on the following :

2×5=10

(a) Perpetual succession

(b) Borrowing powers of a company

(c) Annual general meeting

(c) Government Company

(d) Creditors' voluntary winding-up

(e) Annual general meeting

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