

Code No. : 22145 E Sub. Code : CACR 21

B.Com. (CBCS) DEGREE EXAMINATION, APRIL 2022.

Second Semester

Corporate Secretaryship – Allied

COMPANY LAW – II

(For those who joined in July 2021 onwards)

Time : Three hours

Maximum : 75 marks

PART A — (10 × 1 = 10 marks)

Answer ALL questions.

Choose the correct answer :

Who can _____ may become a director of a company.

- a) partnership firm
- b) person of unsound mind
- c) individual
- d) body corporate

Who is responsible for the appointment of statutory auditor of a limited company?

- a) Directors of the company
- b) Members of the company
- c) The Central Government
- d) All of the above

The purpose of audit and investigation is _____

- a) Same
- b) Difference
- c) Sometimes same and Sometimes difference
- d) None of these

Winding up of a company _____.

- a) precedes its dissolution
- b) dissolution are interchangeably used
- c) is different from dissolution
- d) it means liquidation of company

Compulsory winding up is otherwise known as _____

- a) winding up by the national company law tribunal.
- b) coercive winding up.
- c) mandatory winding up.
- d) members voluntary winding up.

2. Who/what appoints the first directors of a company?

- (a) The shareholders in general meeting
- (b) The Registrar of companies
- (c) The articles of association
- (d) The promoters

3. The notice of general meeting of a company must be given at least _____.

- (a) 7days (b) 15 days
- (c) 21 days (d) 30 days

4. The quorum for a board meeting is _____.

- (a) 1/3 of the total strength of board or 2 directors which ever is higher
- (b) 1/5 of the total strength
- (c) three directors
- (d) five directors

5. The first auditor of a company are appointed by _____

- (a) Board of Directors
- (b) Members
- (c) Central govt.
- (d) State government

10. Official Liquidator is appointed by the _____.

- (a) Central Government
- (b) Tribunal
- (c) Creditors
- (d) Company

PART B — (5 × 5 = 25 marks)

Answer ALL questions, choosing either (a) or (b).

Each answer should not exceed 250 words.

11. (a) Explain the positions of directors in a company.

Or

(b) State the powers of a company director.

12. (a) Write a detailed note on 'Proxies'.

Or

(b) Describe the various kinds of resolution.

13. (a) What are statutory books of company? Explain.

Or

(b) Enumerate the provisions relating to the appointment of Auditors.

14. (a) Define Investigation. Explain its types.

Or

(b) What are the principles of minority rule?

15. (a) Discuss the various grounds for compulsory winding up.

Or

(b) Mention the powers of official liquidator.

PART C — (5 × 8 = 40 marks)

Answer ALL questions, choosing either (a) or (b).

Each answer should not exceed 600 words.

16. (a) Briefly explain the provisions of Companies Act with regard to appointment of company director.

Or

(b) Describe the various liabilities of company director.

17. (a) What is Minute? State the contents of minutes of Annual General Meeting.

Or

(b) Discuss the provisions relating to Board of Directors.

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18. (a) What are the qualifications and disqualifications of company auditor?

Or

(b) List the powers of a company auditor.

19. (a) Bring out the significance of Investigation in company management.

Or

(b) Write a detailed note on Prevention of oppression and mismanagement.

20. (a) State and explain the consequences of winding up.

Or

(b) Enumerate the provisions relating to members voluntary winding up.

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