



Second Semester LL.M. Examination, December 2013
CORPORATE GOVERNANCE – Specialisation Paper – 2

Duration : 3 Hours

Max. Marks : 80

- Instructions:**
1. Answer **all** questions.
 2. Answer **one** essay type and **one** short note question from **each** Unit.
 3. Figures to the **right** indicate marks.

Q. No. 1. (a) Describe briefly the procedure for effecting the conversion of a private company into a public company. How does a private company differ from a public company ? Marks : 10

OR

Differentiate between memorandum of association and articles of association.

(b) Write short notes on : Marks : 6
Alteration of articles of association.

OR

Kinds of companies.

Q. No. 2. (a) Discuss the position of Directors of a Company. Marks : 10

OR

Explain the powers of Directors.

(b) Write short notes on : Marks : 6
Legal effect of memorandum and articles.

OR

Doctrine of Indoor Management.

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Q. No. 3. (a) Discuss the application and allotment of shares with case laws. Marks :

OR

Differentiate between transfer and transmission of shares.

(b) Write short notes on :

Marks : 6

Dividends.

OR

Classes of debentures.

Q. No. 4. (a) What is share capital ? Discuss the procedure for reduction of share capital.

Marks : 10

OR

Explain different types of shares.

(b) Write short notes on :

Marks : 6

Exceptions to Foss V. Harbottle.

OR

Debenture capital.

Q. No. 5. (a) Critically analyse the role of SEBI and how far SEBI has been able to prevent insider trading ?

Marks : 10

OR

Examine the role of company-secretary.

(b) Write short notes on :

Marks : 6

Winding up by court order.

OR

Prevention of oppression and mis-management.