



Second Semester LL.M. Examination, December 2012
CORPORATE GOVERNANCE
Specialization Paper – II

Duration : 3 Hours

Max. Marks : 80

- Instructions:** 1. Answer **all** questions.
2. Part **(a)** of **each** question carries **10** marks and Part **(b)** carries **6** marks.

Q. No. 1. (a) Evaluate the procedure relating to incorporation of different types of companies. Marks : 10

OR

The procedure for alteration of objects clause of the memorandum is now simplified. Examine the consequences of its simplification.

(b) Write a note on : Marks : 6
i) Alteration of Articles

OR

ii) Private companies.

Q. No. 2. (a) Critically evaluate the doctrine of ultravires. What reforms do you suggest to the Indian law regarding application of the doctrine of ultravires ? Marks : 10

OR

Critically evaluate the 'powers of directors' of a public company.

(b) Write a note on : Marks : 6
i) Company Secretary

OR

ii) Corporate ethics.

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Q. No. 3. (a) Critically examine the provisions dealing with allotment of shares and debentures.

Marks : 10

OR

Examine the different types of shareholders and their privileges.

(b) Write a note on :

Marks : 6

i) Debentures

OR

ii) Statement in Lieu of Prospectus.

Q. No. 4. (a) How minority shareholders can protect themselves from the misuse of power by majority shareholders ?

Marks : 10

OR

Explain different kinds of share capital.

(b) Write a note on :

Marks : 6

i) Registration of charges.

OR

ii) Management of company by shareholders.

Q. No. 5. (a) Critically evaluate the provisions dealing with oppression and mismanagement.

Marks : 10

OR

Examine the discretionary power vested with the court in passing an order for compulsory winding up of a company.

(b) Write a note on :

Marks : 6

i) Securities and Exchange Board of India (SEBI).

OR

ii) The Company Law Board.