

B.Com. DEGREE (C.B.C.S.S.) EXAMINATION, MAY 2014**Second Semester****Core Course—CORPORATE REGULATIONS AND GOVERNANCE****(Prior to 2013 Admissions)****[Common for Model I, Model II and UGC sponsored B.Com. Degree Programmes]****Time : Three Hours****Maximum Weight : 25*****Answers may be written either in English or in Malayalam.*****Section A*****Answer all questions.******Each bunch of four questions carries a weight of 1.*****I. Choose the correct answer from the choices given :****1 Minimum number of members to constitute a quorum for a public limited company is :**

- (a) 5. (b) 10.
(c) 8. (d) 15.

2 SEBI issued code of Corporate Governance in year :

- (a) 2000. (b) 2002.
(c) 2005. (d) 2009.

3 Obtaining certificate to commence business is a must for :

- (a) Private Company. (b) Public Company.
(c) Government Company. (d) Foreign Company.

4 Defunct company means :

- (a) A company which has never commenced business.
(b) A company which has ceased to carry business.
(c) A company which has never commenced business or which has ceased to carry business.
(d) None of the above.

II. Fill in the blanks :**5 Corporate veil ensures ——— to the company.****6 Promoters are known as ——— directors.**

7 Generally directors in the First Annual General Body Meeting are appointed according to _____.

8 Doctrine of Ultravires has reference to _____ clause.

III. State whether the following statements are True or False :

9 A company has to be wound up only when it is insolvent.

10 Association of persons is known as Body Corporate.

11 Organisation should develop the policy of whistle blowing in written form.

12 Articles can substitute the Memorandum on matters where Memorandum is silent.

IV. Match the following :—

A	B
13 Agenda	(a) Public Sector Unit.
14 Special Act	(b) Prospectus.
15 Government Undertaking	(c) Meeting.
16 Part I, II and III of Schedule II of Companies Act.	(d) Statutory Companies.
	(e) Articles.
	(f) Dividend.

(4 × 1 = 4)

Section B

Answer any five questions.

Each question carries a weight of 1.

17 Define the term "Company".

18 Describe the legal position of a Promoter.

19 State the various clauses of Memorandum.

20 What is Underwriting ?

21 Enumerate need for corporate governance.

22 What are the different types of whistle-blowing ?

23 Define Contributory.

24 What are the points of distinction between a Private Company and a Public Company ?

(5 × 1 = 5)

Section C

Answer any four questions.

Each question carries a weight of 2.

25 What are the documents to be filed with the registrar while incorporating a company ?

26 How will you alter the registered office clause of Memorandum ?

- 27 Discuss the legal position of directors.
- 28 Distinguish between Ordinary resolution and Special resolution.
- 29 What do you mean by voluntary winding up ? Explain its kinds briefly.
- 30 What is a public company ? Distinguish it from a private company.

(4 × 2 = 8)

Section D

*Answer any **two** questions.*

Each question carries a weight of 4.

- 31 Who is an official liquidator ? What are the powers and duties of an official liquidator ?
- 32 Describe the contents of a Prospectus.
- 33 Explain the various kinds of company meetings.

(2 × 4 = 8)