

B.Com. DEGREE (C.B.C.S.S.) EXAMINATION, MAY 2015**Second Semester****Core Course 6—CORPORATE REGULATIONS AND GOVERNANCE**

(Common for Model I, Model II and U.G.C. Sponsored B.Com. Degree Programmes)

[2013 Admission onwards]

Time : Three Hours

Maximum : 80 Marks

Part A

*Answer all questions.
Each question carries 1 marks.*

1. What is pre-incorporation contract ?
2. What is DIN ?
3. What is compliance Certificate ?
4. What is MCA 21 ?
5. Give out any *two* qualification for a director.
6. What is the maximum managerial remuneration payable ?
7. Explain "preferential creditors".
8. What is an illegal Association ?
9. What is perpetual succession ?
10. What is statutory meeting ?

(10 × 1 = 10)

Part B

*Answer any **eight** questions.
Each question carries 2 marks.*

11. What is red herring prospectus ?
12. What are the contents in statutory report ?
13. Name out the committees of the board.
14. Give out the provisions regarding the appointment of additional director.
15. Point out the cases where the issue of prospectus is not compulsory.
16. List out the four main stages in the formation of the company.
17. When is Annual General Meeting held ?
18. Who is a proxy ?

Turn over

19. What is corporate veil ?
20. What are the SEBI's guidelines regarding the issue of prospectus.
21. Define Winding up.
22. Who can demand a poll ?

(8 × 2 = 16)

Part C

*Answer any six questions.
Each question carries 4 marks.*

23. What is the importance of Corporate Governance ?
24. What are the exceptions for Doctrine of Indoor Management ?
25. Write short notes on shareholders meetings.
26. Differentiate pre-incorporation contract and provisional contract.
27. What is information Memorandum ? What is its purpose ?
28. State briefly the contents of Annual Meetings.
29. Explain the "clause" in Memorandum of Association.
30. What are the disqualifications for the appointment of a director ?
31. What is mis-statement in prospectus ? What are the remedies available to the investor for any mis-statement in a prospectus ?

(6 × 4 = 24)

Part D

*Answer any two questions.
Each question carries 15 marks.*

32. What is Joint Stock Company ? Explain briefly the features of a joint stock company.
33. Explain the role of Board of Directors with regard to Corporate Governance.
34. Define "Winding up" ? What are the different modes of winding up ?
35. Briefly discuss the liability of Directors.

(2 × 15 = 30)