

B.A. LL.B. (5 Year Degree Course) Sem-VII (CBCS - 2015 COURSE)

: SUMMER - 2019

SUBJECT : COMPANY LAW

Day : Monday
Date : 08/04/2019

Time : 10.00 AM TO 01.00 PM
Max. Marks : 60

S-2019-1656

N.B.:

- 1) All questions are **COMPULSORY**.
- 2) All questions carry **EQUAL** marks.

Q.1 a) X Ltd., a cotton textile company, enters into a contract with A Ltd., an adjacent cotton textile mill, to supply electricity from their power generation plant. After supplies have been made for 3 months it is discovered that this activity is beyond the scope of the objects clause of the Memorandum of Association of X Ltd and hence ultra vires. Shareholders of X Ltd. ratify the contract in their general body meeting. Can A Ltd. which refuses to make payment on the ground that the contract is wholly null and void be legally compelled to make payment?

OR

b) During the war all the members of a private company, while in general meeting, were killed by a bomb. Does the company cease to exist because all the members died? State reasons.

Q.2 a) "Those who put before the public a prospectus to induce them to invest their money in a commercial enterprise ought to be vigilant". Explain the provisions of Companies Act, 2013 which ensure such vigilance.

OR

b) "The general meeting alone is the Company's primary organ and the directors are merely the company's agents who are subservient to the general meeting". Comment.

Q.3 a) Define Memorandum. What are the contents of memorandum? Explain the procedure for alteration of Name Clause.

OR

b) Define Share. Explain kinds of shares and conditions for allotment of shares.

Q.4 a) Write short notes on:
i) Debenture Trustee
ii) NCLAT

OR

b) Write short notes on:
i) CSR
ii) Duties of Directors

Q.5 a) Discuss the provisions related to prevention of oppression and mismanagement under Companies Act, 2013.

OR

b) Define Winding-up. Discuss the procedure for winding-up by tribunal.

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