

**LL. B. (3 Year Degree Course) SEM-III (2015 Course) (Choice based  
Credit System) : WINTER - 2018**

**SUBJECT: COMPANY LAW**

Day : Monday  
Date : 10/12/2018

**W-2018-1518**

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

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**N.B.:**

- 1) All questions are **COMPULSORY**.
  - 2) All questions carry **EQUAL** marks.
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**Q.1 A)** The majority of the members of Company 'A' were also members of Company 'B', and at meeting of Company 'A' they passed a resolution to compromise an action against Company 'B', in a manner alleged to be favourable to Company 'B', but unfavourable to Company 'A'. Can the minority shareholders of Company 'A' bring an action to have the compromise set aside?

**OR**

**B)** The promoters of a company, before its incorporation, enter into an agreement with P to buy a plot of land on behalf of the company. After incorporation, the company refuses to buy the said plot of land. Has P any remedy either against the promoters or against the company?

**Q.2 A)** "A company is a legal entity distinct from its members." In what cases does the Court ignore this principle?

**OR**

**B)** "The doctrine of Indoor management is silver lining to strangers dealing with company." Comment.

**Q.3 A)** Define Prospectus. What are its contents? Explain the nature and extent of liability for misstatement in prospectus.

**OR**

**B)** Briefly state the provisions of the Companies Act, 2013, regarding the mode of appointment of the directors of a company.

**Q.4 A)** Write short notes on:  
i. Floating Charge  
ii. NCLT

**OR**

**B)** Write short notes on:  
i. One Person Company  
ii. CSR

**Q.5 A)** Define Winding up. What is the procedure to be followed for voluntary winding up?

**OR**

**B)** Define member. Discuss the various modes for acquiring membership in a company.

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