

**B.A. LL.B. (FIVE YEAR DEGREE COURSE) (CBCS - 2015 COURSE)**  
**B.A. LL. B. Sem - VII : WINTER : 2021**  
**SUBJECT: COMPANY LAW**

**Day : Saturday**  
**Date : 15-01-2022**

**W-12495-2021**

**Time : 02:00 PM-04:30 PM**  
**Max. Marks: 60**

**N.B.:**

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

- Q.1 a)** X company lends to Y company a certain amount of loan, on a mortgage of its assets. The procedure laid down in the Articles for such transactions is not complied with. The directors of the two companies are the same. Is the mortgage binding upon Y Company?

**OR**

- b)** The majority of the members of a Company A were also the members of Company B, and at a meeting of Company A they passed a resolution to compromise an action against Company B, in a manner alleged to be favorable to Company B, but unfavorable to Company A. Can the minority shareholders of Company A bring an action to have the compromise set aside?

- 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 to see that it contains such representations only as are in accordance with fact". Elucidate.

**OR**

- b)** "A company is an artificial person created by law with a perpetual succession and a common seal". Elucidate.

- Q.3 a)** Who are the members of a company? Distinguish between a member and a shareholder. How is membership terminated?

**OR**

- b)** Define Debentures. Discuss the various provisions under Companies Act, 2013 for the protection of debenture holder.

- Q.4 a)** Write short notes on:  
i) Pre-incorporation Contracts  
ii) Independent Director

**OR**

- b)** Write short notes on:  
i) E-Voting  
ii) CSR Activities

- Q.5 a)** Define Winding Up. Explain the procedure for winding up by Tribunal as prescribed under the Companies Act, 2013.

**OR**

- b)** Discuss the composition of NCLT and NCLAT. Explain the provisions relating to removal and resignation of its members.