

B.B.A. LL.B. (FIVE YEAR DEGREE COURSE) (CBCS - 2015 COURSE)

B.B.A. LL. B. Sem - VII : WINTER : 2021

SUBJECT: COMPANY LAW

Day : Saturday
Date : 15-01-2022

W-12556-2021

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) Mr. Sinha prepared the Memorandum of Association and Articles of Association on the instructions of the promoters of a company. He also paid the registration fees and got the company registered. From whom can he recover this amount? Give reasons.

OR

b) 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 covered that this activity is beyond the scope of the object clause of Memorandum of Association of X Ltd. 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?

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

OR

b) "Whip of majority has often produced sullen effects, prejudicial to the best interests of the shareholders". Comment.

Q. 3 a) Define Member. In what ways may a person (i) become and (ii) cease to be, a member of a company?

OR

b) Define Director. Discuss the composition of the board of directors and explain the disqualifications and duties of director under Companies Act, 2013.

Q. 4 Write short notes:

- a) i) Debenture Trustee
- ii) E-Voting

OR

Write short notes:

- b) i) Share Certificate
- ii) Floating Charge

Q. 5 a) Define Winding Up. Explain the grounds on which winding up can be carried out by Tribunal. Who can file a petition to the Tribunal on such grounds? What are the powers of the Tribunal in this regard?

OR

b) What is prospectus? What are the consequences that follow in the case of issue of a prospectus containing false statements on the strength of which shares are subscribed for?

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