

**BALLB**  
**EIGHTH SEMESTER**  
**COMPANY LAW-II**  
**BLB - 806**  
(USE OMR FOR OBJECTIVE PART)

**SET**  
**A**

Duration : 3 hrs.

Full Marks : 80

Time : 30 min.

( Objective )

Marks : 30

*Choose the correct answer from the following:*

*1×10=10*

1. According to Section 203(1) of the Company Act 2013, shall have whole time key managerial personnel-
  - a. Managing Director or Chief Executive Officer or Manager or in the absence, a whole time director
  - b. Company Secretary
  - c. Chief Finance Officer
  - d. All of the above.
2. Under Section 141 a person shall be eligible for appointment as an auditor of a company only if he is a-
  - a. Finance Secretary
  - b. Company Secretary
  - c. All of the above
  - d. Chartered Account
3. Every trading company has \_\_\_ power to borrow money for the purposes of its business.
  - a. Implied
  - b. Expressed
  - c. Applied
  - d. None of the above
4. Central Government may investigate into the affairs of a company by-
  - a. Several Fraud Investigation Office
  - b. Several Fraud Investigator Officer
  - c. Serious Fraud Investigation Office
  - d. Serious Fraud Investigator Officer
5. Which Chapter \_\_\_ consisting of Sections 379 to 393 of the Companies Act, 2013 deals with the Companies incorporated outside India i.e., Foreign Companies.
  - a. Chapter XX
  - b. Chapter XX1
  - c. Chapter XX11
  - d. Chapter XX111
6. According to whom the term "reconstruction of company" means the transference of a company's assets to a new company under an arrangement whereby share-holders of the old company receive shares or similar interests, in the new company.
  - a. L.B. Curzon
  - b. L.L. Curzon
  - c. Lord Curzon
  - d. LLB Curzon
7. On reference, the Tribunal shall determine whether the company in question is a sick company or not within-
  - a. 60 days
  - b. 30 days
  - c. 180 days
  - d. 90 days

8. A scheme prepared for revival and rehabilitation of sick company measures are-
  - a. The financial reconstruction of the sick company
  - b. Take over the sick company by a solvent company
  - c. The proper management of the sick company
  - d. All of the above
9. In liquidation proceedings the company court should-
  - a. Protect assets of company
  - b. Safeguard such company's records
  - c. Investigate company affairs to , protect and recover assets
  - d. All of the above
10. Winding up committee shall consist of the following persons, namely-
  - a. Official Liquidator attached to the Tribunal
  - b. Nominee of the secured creditor
  - c. A professional nominated by the Tribunal
  - d. All of the above

**Answer the following: (Use descriptive answer sheet)**

**2×10=20**

1. What are the prescribed disqualifications for appointment of any person as whole time key managerial personnel?
2. State the grounds on which payment of compensation for loss of office are not payable.
3. What does "Intra Vires Borrowing" means?
4. What does 'Fixed charge' and 'Floating charge' means?
5. What amounts to 'Oppression'?
6. What amounts to Mis-Management of a company?
7. State in brief the measures for Revival and Rehabilitation of sick company.
8. State in brief who can apply for winding up ?
9. State the functions of Winding-up Committee?
10. How does an Official Liquidator appointed?

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**( Descriptive )**

Time : 2 hrs. 30 min.

Marks : 50

*[ Answer the following questions ]*

1. a. Who are the whole time key managerial personnel? Explain in detail their appointment, qualifications and tenure as laid down in the Companies Act of 2013? 2+8=10  
*Or*  
b. What does the term 'meeting' means? Explain in detail the four categories of meetings? 2+8=10
2. a. What do you mean by "Audit" and "Auditors"? Explain in detail the appointment, qualification and disqualification of an Auditor as laid down in the Companies Act of 2013? 2+8=10  
*Or*  
b. Explain in detail the powers, duties and liability of negligence of an Auditor towards the company? 10
3. a. What is borrowing? Explain in brief the effect of borrowing beyond power? 2+8=10  
*Or* 10  
b. Explain in detail the power to mortgage the company's asset according to Companies Act of 2013?
4. a. Define the term 'Amalgamation'? Explain in detail the ways of amalgamation of the companies as per the Companies Act, 2013. 2+8=10  
*Or*  
b. Distinguish between Private Company and Public Company? 10
5. a. Explain the procedure for appointment of Provisional Liquidator/Company Liquidator and its purpose? 10  
*Or*  
b. What does "Winding up" of companies means? State the modes of winding up of a company and explain in detail the circumstances in which company may be wound up by the Tribunal? 2+1+7  
=10

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