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Reg. No. :

Name :

Final Year LL.B. Degree Examination, June 2009
(Common for 3 Year and 5 Year Course)
Part II – Paper I – COMPANY LAW

Time : 3 Hours

Max. Marks : 80

PART – A

Answer **any ten** questions :

1. Corporate veil
2. The role of promoter
3. Doctrine of ultra vires
4. Share warrants
5. Transmission of shares
6. Doctrine of indoor management
7. Disqualifications of directors
8. Proxies
9. The rule in Foss v Harbottle
10. Shareholder
11. Statement in lieu of prospectus
12. Contributory.

(10×2=20 Marks)

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PART – B

Solve **any four** problems :

1. A company put up telephone wires in a certain area. There was no power in the memorandum to put up wires there. The defendants cut them down. Can the company sue for the damage done to the wires ?
2. X Company lends to Y company 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 ?
3. Prem Paul applied for 100 shares in a company in a fictitious name. The shares were allotted in the fictitious name. Did he incur any liability under the Companies Act, 1956 ?
4. A takes proceedings against the directors of a company of which he is a member to compel them to make good the loss sustained by the company owing to their fraud. Will he succeed ?
5. A company's trade has been suspended temporarily owing to the trade depression with bonafide intention to continue its operations when conditions improve. A petition was made to the Tribunal for winding up the company. Decide.

(4×6=24 Marks)

PART – C

Answer **any three** questions :

1. “The Memorandum of Association is the fundamental law or charter defining the objects and limiting the powers of a company”. Explain.
2. Who are liable for misstatements in a prospectus ? Explain the extent of civil and criminal liability for such misstatements.
3. What is statutory meeting ? Is certification of the statutory report compulsory ? Explain the contents of the report.
4. What do you understand by the winding up of a company ? What are the different modes of winding up ?

(3×12=36 Marks)
