

Roll No.....

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 8

Total number of printed pages : 5

PART—A

(Answer Question No.1 which is compulsory and any two of the rest from this part.)

1. Attempt **any four** of the following :

(a) State, giving reasons in brief, whether the following cases would or would not fall within the purview of the definition of 'consumer' under the Consumer Protection Act, 1986 :

- (i) A body of persons bound together by common purpose forming an association and acting jointly in pursuance of the common purpose.
- (ii) A widow of the deceased policyholder.
- (iii) A person who buys a machine exclusively for the purpose of earning his livelihood by means of self-employment.
- (iv) A franchisee who is running and maintaining STD/PCO booth as per licence of the telecom department.
- (v) A tenant entering into lease agreement with the landlord.

(1 mark each)

(b) Surabhi Ltd., a company dealing in exports, could not fulfil its export obligations for apparently *bona fide* reasons. As a Company Secretary of Surabhi Ltd., prepare a note analysing the implications and indicating the manner in which the *bona fide* default in fulfilment of export obligations may be regularised by the licensing authority.

(5 marks)

(c) Alvar Metal Works Ltd. wants to repatriate surplus funds received for purchase of shares to a person resident in London. Advise the company.

(5 marks)

(d) What are the activities registrable as small scale industries (SSIs) ? State the procedure for the registration of SSI units.

(5 marks)

- (e) Can the Consumer Disputes Redressal Forum, the State Commission or the National Commission constituted under the Consumer Protection Act, 1986 pass the following orders ? Support your answer with reference to relevant provisions of law and decided case law, if any :
- (i) Interim orders by way of injunction pending original proceedings instituted before it.
 - (ii) Payment of compensation in the event of contributory negligence by the complainant resulting in loss or damage.
 - (iii) Delay in payment of an unconditionally guaranteed amount by a bank in India to a non-resident in the USA.
 - (iv) To pay a sum of money if it is of the opinion that loss or injury has been suffered by a large number of consumers who are not identifiable conveniently.
 - (v) To issue corrective advertisement to neutralise the effect of misleading advertisement at the cost of opposite party responsible for issuing such misleading advertisement.

(1 mark each)

2. (a) Mention the guidelines for approval of foreign/technical collaborations under the automatic route with previous ventures/tie-ups in India.
- (5 marks)
- (b) Examine the steps that have been taken under the Industries (Development and Regulation) Act, 1951 and the rules thereunder to ensure safety of an industrial plant dealing in hazardous substances before going into trial production.
- (5 marks)
- (c) Re-write the following sentences after filling-in the blank spaces with appropriate word(s)/figure(s) :
- (i) No purchase or sale of shares and convertible debentures by NRIs on repatriable basis is allowed, if the company concerned is _____ .
 - (ii) The major port shall maintain controlling stake in the joint venture company which means control of _____ % of the equity.
 - (iii) Transport subsidy scheme envisages grant of subsidy to industrial units in selected areas to the extent of _____% which has been enhanced to _____% for units located in North-Eastern Region, Andamans, Sikkim, Jammu and Kashmir, etc.
 - (iv) Payment of dividend and interest to a non-resident would be classified as a _____ transaction.
 - (v) A small scale unit is not permitted more than _____ % equity participation in its paid-up capital from any foreign or Indian industrial undertaking.

(1 mark each)

3. (a) Explain the procedure involved in the export of goods/services outside India.
(5 marks)
- (b) India has been grappling with an acute power shortage in the past few years. Discuss salient points of Power Vision 2010 drawn-up by the Union Power Ministry.
(5 marks)
- (c) You are a Company Secretary of Dynamic Infrastructure Ltd. Write a note for consideration of the Board enumerating the functions of the National Highways Authority of India (NHAI).
(5 marks)
4. (a) Private participation can take the form of a legislative behaviour or a contractual arrangement between the government and the private parties. Comment with reference to the relevant provisions of the Constitution of India and the general measures taken by the Government of India.
(5 marks)
- (b) How can an *ex parte* injunction order passed by the Competition Commission of India (CCI) be challenged in the Supreme Court ?
(5 marks)
- (c) Explain the procedure to be followed by the Appellate Tribunal while disposing off an appeal under the Foreign Exchange Management Act, 1999.
(5 marks)

PART—B

(Answer Question No.5 which is compulsory and any two of the rest from this part.)

5. (a) What are the principles which a Company Secretary should keep in mind while drafting company's documents ?
(5 marks)
- (b) An agreement between Suresh Construction Co. and Omega Carriers contained an arbitration clause to refer disputes arising therefrom for arbitration by an arbitral tribunal. A dispute arose as to whether Omega Carriers transported 500 tonnes of cement from Surajpur to the place of Suresh Construction Co. and delivered it and whether Omega Carriers is entitled to payment of transport charges, interest and costs. After due reference by both the parties and with their consent on the disputed issues, the arbitral tribunal wants to give the award.
Draft specimen of the award to be made by the arbitral tribunal based on the above information and assuming other particulars.
(5 marks)
- (c) Aspire Ltd. has decided to recruit Mohan as a Secretarial Assistant. Draft a suitable letter of appointment to be issued to Mohan.
(5 marks)

- (d) Sukh-Shanti Bank, Chennai issued a public notice for sale of certain immovable property under section 13(4) of the Securities and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 for the recovery of Rs.25 lakh due from Rajaraman Builders, a firm which owned the above property, mortgaged to the bank. However, there was a charge created in the above property registered under the Companies Act, 1956 by another lender of money namely Santosh Bank.

Prepare an affidavit for a suit against the bankers to be filed in the appropriate court.

(5 marks)

6. (a) Write short notes on **any two** of the following :

- (i) Agreements coupled with interest
- (ii) Fidelity guarantee
- (iii) *Force majeure*.

(3 marks each)

- (b) Distinguish between **any two** of the following :

- (i) 'Conveyance' and 'contract'.
- (ii) 'Dismissal' and 'discharge'.
- (iii) 'Affidavit' and 'petition'.

(3 marks each)

- (c) You have been appointed as the inquiry officer to conduct a departmental inquiry into the charges levelled against an employee of your company who has been suspended on grounds of misconduct.

Prepare the draft notice of inquiry to be served to the suspended employee. Assume relevant facts.

(3 marks)

7. (a) Draft the following clauses of a foreign collaboration agreement :

- (i) Lump-sum payment for technical know-how;
- (ii) Exploitation of Indian patents; and
- (iii) Sub-licensing.

(2 marks each)

- (b) Draft the following clauses of an agreement of sale of house property :

- (i) Possession of property;
- (ii) Title deed of property; and
- (iii) Liquidated damages for breach of the agreement.

(2 marks each)

- (c) What are the rules which should be observed while drafting grounds of an appeal ?
(3 marks)
8. (a) Draft the operative clauses in a contract with a contractor for outsourcing security arrangements with reference to the Contract Labour (Regulation and Abolition) Act, 1970.
(5 marks)
- (b) Draft a specimen of irrevocable power of attorney to be executed by a borrower company in favour of a lender company.
(5 marks)
- (c) Aadarsh Ltd. entered into an agreement with a vendor. However, a document purported to be sealed and signed on behalf of the company was proved to be forged. Will it bind the company ? Can the company be stopped from disclaiming the document as a forgery if it has been put forward as genuine by an official acting within his actual, usual or apparent authority ? Give reasons in support of your answer.
(5 marks)

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