

2006

(JULY)

COMPANY LAW

Paper-304

Full Marks – 80

Pass Marks – 32

Time : Three hours

The figures in the margin indicate full marks of the questions.

Answer Question No. 1 and any four from the rest.

1. Write short notes on *any four* of the following:

4×5=20

- (a) Certificate of Incorporation.
- (b) Change of Registered Office of a company from one state to the another state.
- (c) The Doctrine of Constructive Notice
- (d) Promoter

- (e) Share Certificate
- (f) Forfeiture of shares
- (g) Appointment of Director by the system of proportional representation.

2. What are the special features that an incorporated company must have? 15
3. Describe in detail about the different kinds of companies. 15
4. Describe in detail about the different clauses of a Memorandum of Association. 15
5. What matters must be specified in the contents of a Prospectus? What is the Criminal Liability of a Director for the untrue statement in the prospectus? 10+5=15
6. What is a Bonus Share? What is the procedure for issuing of bonus shares? 5+10=15
7. Write in detail the winding up of a company by the Tribunal as per the Companies Amendment Act 2003. 15

8. Who can complain for the oppression and mismanagement in the affairs of a company? What are the powers of the Tribunal to regulate the affairs of the company? 8+7=15

9. State the facts and principles of law laid down in

Institute of Chartered Accountants

Vs

R.K. Mukherjee (A.I.R. 1968 SC 1104)