

Total No. of printed pages = 3

### 3 SEM LLB 4 COMPL

2010

(July)

## COMPANY LAW

Paper : 304

Full Marks - 80

Time - Three hours

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

Answer question No. 1 and any *four* from the rest.

Answer any *five* of the following :  $4 \times 5 = 20$

- (a) One-man company
- (b) Transmission of shares
- (c) Forfeiture of shares
- (d) Doctrine of constructive notice
- (e) Benami shareholders
- (f) Government company
- (g) Buy back of shares.

2. Define a company and explain its chief characteristics.  $7+8=15$

Or

State the different stages of registration and incorporation of a company. What are the advantages of registration of a company?

$10+5=15$

3. Bring out the difference between a public company and a private company. 15

Or

State the main clauses of Memorandum of Association and also the procedure to change the registered office from one state to another state and change in respect to the objects of the company may be made.

$5+5+5=15$

4. What is a Prospectus? What are the contents of a Prospectus? When issue of Prospectus is not necessary?  $5+5+5=15$

Or

(a) State the distinction between Debenture and Debenture stock.  $7\frac{1}{2}$

(b) State the distinction between shareholder and debentureholder.  $7\frac{1}{2}$

5. How are directors appointed? Who can remove the directors and under what grounds?

$7\frac{1}{2} + 7\frac{1}{2} = 15$

Or

State the grounds on which the Tribunal can wind up the company. Who can file petition for winding up a company?

$10 + 5 = 15$

6. State the facts and principles of law laid down in :

15

Official Liquidator, Supreme Bank Ltd.

Vs.

P. A. Tendulkar (AIR 1973 SC 1104).