

Reg. No. : .....

Name : .....

**Eighth Semester B.A. LLB/ B.B.A. LLB/ B.Com. LLB (Five Year Integrated)  
Degree Examination, September 2021.**

**Paper III – COMPANY LAW**

Time : 3 Hours

Max. Marks : 80

I. Answer **any five** questions. [2 marks each] not exceeding **50** words.

- (a) Chartered Company
- (b) Promoter
- (c) Shares warrant
- (d) Annual General Meeting
- (e) Quorum
- (f) Perpetual Succession
- (g) Government company

**(5 × 2 = 10 Marks)**

II. Answer **any four** questions 4 marks each not exceeding **100** words

- (a) One person company
- (b) Turquands Rule



- (c) Acceptance of deposits by companies
- (d) Article of Association
- (e) Discuss the position of directors as 'agents of company'.

(4 × 4 = 16 Marks)

III. Answer **any four** questions [6 marks each]

- (a) The prospectus of a company stated that the company had secured government contract to build and run metro trains in the city of Trivandrum. Mr AB purchased shares of the company from Mr XY. The contract was subject to the approval of State Regional Developmental Authority which was refused. Mr AB sues the directors for fraud and misrepresentation. Discuss.
- (b) The AOA of a company provided that shareholder shall inform directors of their intention to transfer their shares and directors shall take the shares at fair value. X, a shareholder notified his intention to sell shares, but directors refused. Discuss remedies available to X.
- (c) Atlas Company Ltd issued a prospectus and applied to the National Stock Exchange for listing its shares. Company allotted shares to its subscribers. However the stock exchange refused to grant listing. Examine whether the allotment is valid.
- (d) The shareholders of company were divided into two groups. Both groups bought shares in the open market. The purchases effected by the controlling group was registered. The company refused to register the purchases made by the opposite block. Decide.
- (e) The shares of a company was allotted to a minor on an application signed on his behalf by his guardian. After attaining majority, he received dividends from company. Examine his liability as a contributory in the winding up of the company.

(4 × 6 = 24 Marks)



IV. Answer **any three** questions [**10** marks each] not exceeding 300 words.

- (a) Discuss the statutory rights, powers and duties of auditors of company.
- (b) Explain the circumstances in which a company may increase, reduce and reorganize its share capital.
- (c) Discuss the role and functions of National Company Law Tribunal under Companies Act, 2013.
- (d) Explain the rule in Foss v Harbottle and state its exceptions.

**(3 × 10 = 30 Marks)**