

Reg. No. :

Name :

**Eighth Semester B.A. LL.B/B.Com. LL.B/B.B.A. LL.B
(Five Year Integrated) Degree Examination, July 2025**

COMPANY LAW

(2021 Admission)

Time : 3 Hours

Max. Marks : 80

PART – A

Answer any **six** questions. Each question carries 2 marks.

1. Perpetual succession.
2. Independent Directors.
3. One Person Company.
4. Doctrine of Ultra vires.
5. 'Green shoe option'.
6. Shelf Prospectus.
7. Director Identification Number.
8. Sweat Equity Shares.

(6 × 2 = 12 Marks)

P.T.O.

PART – B

Answer any four questions. Each question carries 5 marks.

1. Write short note on Defunct Company.
2. Discuss the case of Salmon v. Salmon and Co. Ltd.
3. Explain procedure for transfer of shares.
4. What are the rules for issue of Prospectus.
5. Difference between ordinary and special resolution.
6. Discuss the different class of shares.

(4 × 5 = 20 Marks)

PART – C

Answer any four of the following. Each question carries 6 marks.

1. The promoters of a company before its incorporation, entered into an agreement with Ram to buy a plot on behalf of the company. After incorporation the company refuses to buy the plot. Ram sued the company. Decide.
2. The registered office of A and B Electrical Company is at Kozhikode in Kerala. The company wants to shift its registered office to Chennai in Tamil Nadu. Can the company shift its registered office? If so, state the procedure.
3. Mr. Ram Lal and his friend desire to incorporate a Public Company and approach you for help. Advise.
4. M was the holder of nearly all the shares except one of a timber company. He was also a substantial creditor of the company. He insured the company's timber in his own name. The timber was destroyed by fire & M claimed the loss from Insurance Company. Decide.
5. The Memorandum of Association of a company was signed by two adults and by guardian of other five members, who were minors. The Registrar however registered the company and issued under his hand a certificate of incorporation. Examine the validity of the certificate of incorporation.

(4 × 6 = 24 Marks)

PART – D

Answer any **two** of the following. **Each** question carries **12** marks.

1. Discuss the circumstances in which a company may be wound up the court.
2. What are the remedies available for misrepresentation contained in a prospectus.
3. Explain different clauses of Memorandum of Association and to what extent it can be altered.

(2 × 12 = 24 Marks)
