

Reg. No. :

Name :

Eighth Semester B.A. LL.B./ B.Com LL.B/ B.B.A. LL.B. (Five Year Integrated) Degree Examination, July 2023

PAPER III – COMPANY LAW

(2011 Admission Onwards)

Time : 3 Hours

Max. Marks : 80

PART – A

I. Answer **any five** questions in not exceeding 50 words each. Each question carries **2** marks.

1. One person company
2. Liquidator
3. Private company
4. Doctrine of ultravires
5. Types of winding up
6. Share certificate
7. Extraordinary general meeting

(5 × 2 = 10 Marks)

P.T.O.

PART – B

II. Answer any **four** questions in not exceeding **120** words each. Each question carries **4** marks.

8. Examine the effects of winding up of a company.
9. Describe the tortious liability of a company.
10. Explain the rule in Turquand's case.
11. Identify the remedies against oppression and mismanagement.
12. Explain the rule in Trevor Vs Whitworth.

(4 × 4 = 16 Marks)

PART – C

III. Answer any **four** questions. Each question carries **6** marks.

13. Identify whether the guarantors of a company's loan can claim to be relieved of liability by reason of the fact that the company's management had totally changed including the managing director.
14. A company wishes to sue for some defamatory remarks against it which are likely to damage its business and property. Identify whether the company can sue under law.
15. The Articles of Association of a company contained clauses to the effect that on the bankruptcy of a member, his shares would be sold to a person and at a price fixed by the Directors. X, a shareholder, was adjudicated bankrupt. His trustee in bankruptcy claims that he is at liberty to sell the shares at their true value. Decide whether the trustee's claim is valid.
16. A prospectus was circulated among the existing shareholders inviting them to subscribe to the company's rights issue. One of them, thinking that the offer was good, not only accepted the rights shares offered to him, but also bought more shares of the category in the market. Decide whether he can be allowed to hold directors liable for misleading statements in the prospectus in respect of his market purchases.

17. A prospectus represented that the company's fully paid shares will be issued at half their nominal price. Decide whether it can be represented in a prospectus.

(4 × 6 = 24 Marks)

PART – D

IV. Answer any **three** questions. Each question carries **10** marks.

18. Explain the provisions related to powers and duties of auditors.
19. Examine the significance of Articles of Association and effect of alteration of articles.
20. Trace the provisions in Companies Act related to forfeiture and surrender of shares.
21. Elaborate on the provisions regarding transfer of shares.

(3 × 10 = 30 Marks)