

PSG COLLEGE OF ARTS & SCIENCE
(AUTONOMOUS)
BCom(CS) DEGREE EXAMINATION DECEMBER 2017
(Third Semester)

Branch - **CORPORATE SECRETARYSHIP**

COMPANY LAW AND SECRETARIAL PRACTICE -1

Time : Three Hours

Maximum : 75 Marks

SECTION-A (20 Marks)

Answer **ALL** questions

ALL questions carry **EQUAL** marks (10 x 2 = 20)

- 1 Define company.
- 2 What do you mean by corporate personality?
- 3 What are the two main purpose of memorandum of association?
- 4 Define articles of association of a company.
- 5 . Define prospectus.
- 6 When must company issue a statement in lieu of prospectus?
- 7 What is meant by rights issue?
- 8 What are the two kinds of share capital?
- 9 Who can become a member?
- 10 State the types of charges.

SECTION - B (25 Marks)

Answer **ALL** Questions

ALL Questions Carry **EQUAL** Marks (5 x 5 = 25)

- 11 a Explain the advantages of incorporation of a company.
OR
b List out the function of a company secretary.
- 12 a Explain the doctrine of ultra vires with reference to the affairs of a company.
OR
b Point out the relationship between the articles and the memorandum of association.
- 13 a When prospectus is not requires to be issued?
OR
b Explain the golden rule for framing prospectus.
- 14 a What circumstances can a company reduce its share capital?
OR
b How may securities premium account be applied by a company?
- 15 a When does the liability of a member of a limited company become unlimited?
OR
b List out the content of share certificate.

SECTION - C (30 Marks)

Answer any **THREE** Questions

ALL Questions Carry **EQUAL** Marks (3 x 10 = 30)

- 16 Define a company secretary. What are his rights, duties and responsibilities?
- 17 Describe the differences between memorandum of association and articles of association.
- 18 Explain the extent of civil and criminal liabilities for mis-statements in prospectus.
- 19 Outline the duties of company secretary in connection with allotment of shares.