

PSG COLLEGE OF ARTS & SCIENCE
(AUTONOMOUS)

BCom(CS) DEGREE EXAMINATION DECEMBER 2019
(Third Semester)

Branch - CORPORATE SECRETARYSHIP

COMPANY LAW AND SECRETARIAL PRACTICE -1

Time: Three Hours

Maximum: 75 Marks

SECTION-A (10 Marks)

Answer ALL questions

ALL questions carry EQUAL marks (10 x 1 = 10)

- 1 _____ is the one which is not a feature of Joint Stock Company.
(i) Common seal (ii) Separate legal entity
(iii) Perpetual succession (iv) Unlimited liability
- 2 A person who does the necessary work incidental to formation of a company is known as _____.
(i) Register (ii) Directors
(iii) Company secretary (iv) Promoters
- 3 Change of situation of registered office within the same town/city requires a Resolution
(i) Board (ii) Ordinary
(iii) Special (iv) Special notice
- 4 Which one of the clause in MOA cannot be altered _____
(i) Name clause (ii) Subscription clause
(iii) Object clause (iv) Capital clause
- 5 Issue of shares to be kept open for a minimum of _____ days.
(i) One (ii) Two
(iii) Three (iv) Seven
- 6 One of the following is a negotiable instrument.
(i) Shares (ii) Stock
(iii) Prospectus (iv) Share warrant
- 7 A prospectus refers to any document that _____
(i) Invites deposit from public
(ii) Invites offer for the purchase of shares from the public
(iii) Invites offer for the subscription of shares
(iv) All the above
- 8 Complete particulars on the price and quantum of securities offered is known as _____
(i) Shelf prospectus (ii) Abridged prospectus
(iii) Red-herring prospectus (iv) None
- 9 _____ is not related to voluntary cessation of membership.
(i) A shareholder transfer his shares to another person.
(ii) A shareholder rescinds the contract to the shares.
(iii) A shareholder surrenders his shares
(iv) A shareholder is declared as insolvent
- 10 A company may close the register of members for a period not exceeding _____ days.

SECTION - B (35 Marks)

Answer **ALL** Questions

ALL Questions Carry **EQUAL** Marks (5 x 7 = 35)

- 11 a Distinguish among private company and public limited company liability.
OR
b Point out the privileges of a small company.
- 12 a Give a notice on “Doctrine of ultra vires”.
OR
b Explain briefly about the alteration procedures in articles of association.
- 13 a Write down the procedures for issue of right shares.
OR
b List out the benefits of depository system.
- 14 a Explain the remedies for Mis - statement in prospectus.
OR
b Identify the defenses available to avoid civil and criminal liability in prospectus.
- 15 a Give a note on rectification of register of members,
OR
b Every share holder of a company is known as member, every member may not be known as shareholder - Comment.

SECTION - C (30 Marks)

Answer any **THREE** Questions

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

- 16 Discuss the procedures for conversion of public company into a private company.
- 17 Analysis the legal effect of MOA and AOA.
- 18 Narrate the alternation of share capital.
- 19 Write an essay on private placement.
- 20 Enumerate the various modes of acquiring membership.

Z-Z-Z

END