


Name:			
Enrolment No:			
UPES End Semester Examination, May 2024			
Course: Company Law I Program: LL.B (Hons) Course Code: CLCC 1031		Semester : II Time : 03 hrs. Max. Marks: 100	
Instructions: All questions are compulsory. Kindly attempt all parts of a question together.			
SECTION A (5Qx2M=10Marks)			
S. No.		Marks	CO
Q 1.	State the Validity of Incorporation certificate cannot be disputed on any grounds whatsoever.	2	CO1
Q 2.	Define Bracket Theory of Corporate Personality and its criticism.	2	CO1
Q 3.	State the type of meetings prescribed by the Companies Act, 2013.	2	CO1
Q 4.	Define promoters.	2	CO1
Q 5.	Differentiate between state corporation and government companies.	2	Co1
SECTION B (4Qx5M= 20 Marks) Short answer type questions			
Q 6.	Discuss the concept of 'corporate personality'. Cite the relevant case law.	5	CO2
Q 7.	Explain the liability in the case of Misstatement in Prospectus.	5	CO2
Q 8.	Explain the "Turquand rule".	5	CO2
Q 9.	Identify the jurist who propounded the fiction theory of corporate personality and write the criticism of it.	5	CO2
SECTION-C (2Qx10M=20 Marks) Long answer type questions			

Q 10.	“Outsiders are bound to know the external position of a company, but not bound to know its indoor management.” Analyse the statement and explain the same with the help of cases.	10	CO3
Q 11.	“Are there any limitations on a partnership firm's ability to hold shares in a company.” Analyse the statement and explain the same with the help of cases.	10	CO3
SECTION-D (2Qx25M=50 Marks) Case study-based questions			
Q 12.	<p>ABC Ltd., a rapidly growing company, recently completed a successful initial public offering (IPO). However, due to unforeseen market fluctuations, the share price has fallen significantly in the past few months. Some shareholders are now considering relinquishing their ownership in ABC Ltd. ABC Ltd. offers two options for shareholders who wish to exit their investment: surrender and forfeiture of shares.</p> <ol style="list-style-type: none"> 1. Analyse the key differences between surrender and forfeiture of shares. Discuss the factors a shareholder might consider when choosing between these two options. (15 marks) 2. Analyse the potential implications (financial and legal) for both the shareholder and the company in each scenario (surrender and forfeiture). (10 marks) 	25	CO4
Q 13.	<p>XYZ Ltd., a publicly traded company, is facing a period of internal turmoil. The CEO has been accused of misconduct, leading to calls from shareholders for their removal. This situation raises questions about the process for appointing and removing directors, as well as the overall power dynamics within the board.</p> <p>Analyze the facts mentioned above and answer the following questions.</p> <ol style="list-style-type: none"> 1. Explain the legal framework for appointing and removing directors in a company like XYZ Ltd. Discuss the role of shareholders and the board of directors in this process. (10 marks) 	25	CO4

	<p>2. Apply the various powers typically granted to a board of directors. Explain how these powers can be used to ensure effective corporate governance and protect the interests of shareholders. (15 marks)</p>		
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