


<b>Name:</b> <b>Enrolment No:</b>			
<p style="text-align: center;"><b>UPES</b>  <b>End Semester Examination, May 2025</b></p> <div style="display: flex; justify-content: space-between;"> <div> <b>Course: Company Law I</b>  <b>Program: LL.B (Hons.)</b>  <b>Course Code: CLCC1031</b>  <b>Instructions:</b> </div> <div style="text-align: right;"> <b>Semester: II</b>  <b>Time: 03 hrs.</b>  <b>Max. Marks: 100</b> </div> </div>			
<b>SECTION A</b> <b>(5Qx2M=10Marks)</b>			
S. No.	Answer the following	Marks	CO
Q1.	Define Nominee Director.	2	CO1
Q2.	Define Shelf- Prospectus.	2	CO1
Q3.	Define the purpose of doctrine of <i>Indoor Management</i> ..	2	CO1
Q4.	Explain the characteristics of companies formed under section 8 of Companies Act 2013.	2	CO1
Q5.	State the three kinds of resolution covered under the Companies Act 2013.	2	CO1
<b>SECTION B</b> <b>(4Qx5M= 20 Marks)</b>			
	Answer the following		
Q6.	Distinguish between participating and no-participating preference shares.	5	CO2
Q7.	Elucidate the legislative requirements for the appointment of an alternate Director in a company.	5	CO2
Q8.	Explain the Entrenchment clause with reference to Articles of Association.	5	CO2
Q9.	Explain the concept of 'Private Placement'	5	CO2
<b>SECTION-C</b> <b>(2Qx10M=20 Marks)</b>			
	Answer the following		CO

Q10.	“While the offer for new shares being issued by a public limited company is to be made only to the existing shareholders yet these shares can also be offered to outsiders.” Discuss the statement in the light of the provisions of the Companies Act, 2013.	10	CO3
Q11.	<p>A) “The liability for misstatement in prospectus is both civil and criminal.” Discuss.</p> <p style="text-align: center;"><b><u>OR</u></b></p> <p>B) “Documents filed with Registrar are public documents”. Analyze the statement in relation to the relevance of these documents of a company for the outsiders.</p>	10	CO3
<b>SECTION-D</b> <b>(2Qx25M=50 Marks)</b>			
	<b>Answer the following:</b>		
Q12.	<p><b>Attempt any two out of the below mentioned three questions.</b></p> <p><b>12.1</b> Divine Industries (Pvt.) Ltd. has a turnover of Rs. 350 Crore during the financial year 2016-2017. The bankers of the company have advised the company to compulsorily appoint a woman director in the company as required under the Companies Act, 2013. Evaluate the validity of the banker’s recommendation in light of the Act's provisions. <b>What would be your answer in case the company in question is a public limited company? [12.5 Marks]</b></p> <p><b>12.2</b> A General Meeting was called by a Company in December, 2018. The meeting was adjourned to march 2019 and then held. Subsequently the meeting was held in 28 February 2029. <b>Referring to the provisions of the Act, evaluate whether the company is liable for any irregularity. With the help of the relevant Provisions, Explain the consequences in case of irregularity in holding the meeting? [12.5 Marks]</b></p> <p><b>12.3</b> In an annual general meeting of Amar Chand Mangal Das Pvt. Ltd., there was a bomb blast on the building and all the shareholders</p>	25	CO4

	were killed in a bomb blast. <b>State, whether the company is still in existence? [12.5 Marks]</b>		
<b>Q13.</b>	<p>Attempt any one of the following:</p> <p><b>13.1.</b> Mr. A, Mr. B, and Ms. C plan to incorporate a public company named “TechVision Ltd.” to develop innovative software solutions. They seek guidance on the incorporation process, including the minimum requirements for forming a public company, the necessary documents, and the compliance obligations under the Companies Act, 2013. As a consultant, explain the process of forming and incorporating a public company under the Companies Act, 2013, detailing the key steps, required documents, and compliance obligations.</p> <p style="text-align: center;"><b><u>OR</u></b></p> <p><b>13.2.</b> All statement in a prospectus issued by X &amp; Co. Ltd. were literally true but it failed to disclose that the dividends stated in it as paid were not paid out of trading profits but out of realised capital profit. This statement that the company had paid dividends for several years was true. But the company had incurred losses for all those years, however, no disclosure of this was being made in the prospectus. An allottee of shares Mr. Abhishek wanted to avoid the contract on the ground that the prospectus did not disclose the fact which in his opinion was very material. Would he succeed. <b>Advise Mr. Abhishek regarding the remedies available to him in the instant case.</b></p>	<b>25</b>	<b>CO4</b>