


Name:			
Enrolment No:			
UNIVERSITY OF PETROLEUM AND ENERGY STUDIES End Semester Examination, December 2022			
Course: Company Law II		Semester: III	
Program: LLB		Time: 03 hrs.	
Course Code: CLCC 2028		Max. Marks: 100	
Instructions: All questions are compulsory. Read instructions carefully before attempting.			
SECTION A (5Qx2M=10Marks)			
S. No.		Marks	CO
Q 1	Distinguish between shareholder and debenture holder.	2	CO1
Q 2	Who can file a class action suit?	2	CO1
Q 3	List the remedies for ultra vires borrowings.	2	CO1
Q 4	Who may file petition for winding up?	2	CO1
Q 5	Which companies can accept deposits from public?	2	CO1
SECTION B (4Qx5M= 20 Marks)			
Q 6	Explain the provisions on inter-corporate loans and investments.	5	CO2
Q 7	What is the role of the CSR Committee under the Companies Act, 2013?	5	CO2
Q 8	Distinguish between 'winding up' and 'dissolution.'	5	CO2
Q 9	M & S ltd was incorporated under Companies Act 2013, by 3 brothers namely A, B, C. All the three CO5 were promoter- directors named in the Articles of Association and subscribed 100 shares each in the company through the memorandum of association. Thereafter from time to time further shares were allotted in proportion of one third to each of them and in due course, the company started earning substantial profits. Due to greed of money, the two brothers A and B joined hands to assume complete control of the company, leaving C, both of them got further shares allotted to themselves, thereby joint shareholding increased to 90 percent while the C's shareholding reduced to 10 percent. No notice of any board meeting was sent to C, and C was also removed as the director. C seeks your legal advice for the same	5	CO2

SECTION-C (2Qx10M= 20 Marks)			
Q 10	Write a note on Majority Rule and Minority Rights. Also Mention the Exceptions to this rule.	10	CO3
Q 11	Elaborate the grounds of compulsory winding up under the Companies Act, 2013.	10	CO3
SECTION- D (2Qx25M= 50 Marks)			
Q 12	<p>(a) Winding up brings about an end to the legal existence of a company. It affects not only the status of the company, but also the rights of the shareholders, contributories, creditors, and employees of the company, and all those having dealing with the company.” Examine the correctness of this statement with regards to the rights and liabilities of the above parties, in the event of winding up order by the Tribunal.</p> <p>(b) ‘X’, a secured creditor of a company, made demand to the company for repayment of the money for which company did not pay attention. On January 3, 2020 he served a legal notice with a last warning to make the payment within 30 days of service of notice but the company failed to make the payment in the given time. Advice Mr X about approaching to the appropriate legal forum and legal remedies available to him.</p>	12.5+12.5= 25	CO4
Q 13	<p>ABC Pvt Ltd is a company in which there are 08 shareholders. Can a member holding less than 1/10th of the share capital of the company apply to the tribunal for relief against oppression and mismanagement? It is further alleged by the said member that the directors of the company have misused their position in making certain inter corporate deposits, which are against the interests of the company. Will the tribunal entertain application containing such allegations?</p>	12.5+12.5= 25	CO4