


<b>Name:</b>	
<b>Enrolment No:</b>	

**UNIVERSITY OF PETROLEUM AND ENERGY STUDIES**  
**Supplementary Examination, December 2023**

**Course: CORPORATE GOVERNANCE**

**Semester: I**

**Program: LL.B**

**Course Code: CLCP 1001 H**

**Time : 03 hrs.**

**Max. Marks: 100**

**Instructions:**

**SECTION A**  
**(5Qx2M=10Marks)**

S. No.	Question	Marks	CO
Q 1	In brief define shareholder activism.	2	CO1
Q 2	Briefly explain class action suit.	2	CO1
Q 3	In brief, explain vigil mechanism.	2	CO1
Q 4	Briefly explain mandatory audit provision under the Companies Act,2013.	2	CO1
Q 5	Which Section of the Companies Act, 2013 deals with independent director?	2	CO1

**SECTION B**  
**(4Qx5M= 20 Marks)**

Q 1	Explain the appointment of ‘independent director’.	5	CO2
Q2	In brief, discuss the meaning of ‘institutional investor’.	5	CO2
Q3	Discuss the concept of ‘stock exchange’ as per SEBI (Listing Obligations and Disclosure Requirements),Regulations 2015.	5	CO2
Q4	Explain the concept of corporate fraud as per the Companies Act,2013.	5	CO2

**SECTION-C**  
**(2Qx10M=20 Marks)**

Q 1	Explain the findings of the Cadbury Committee Report. Discuss the role of Board of Directors in corporate governance in the same context.	10	CO 3
Q 2	Discuss the legal protection of whistleblowers in Indian corporate governance.	10	CO 3

**SECTION-D**  
**(2Qx25M=50 Marks)**

Q 1	<p>Anne is an expert on corporate governance in India. She has won various prestigious awards for her research on corporate governance measures.</p> <p>You are a corporate lawyer in the same domain.</p> <p>Anne has approached you to give her legal advice analyzing the powers of audit committee and under the Companies Act,2013.</p> <p style="text-align: center;"><b>(or)</b></p> <p>“The separation of ownership and control is a common practice in modern corporate governance, which keeps the shareholders out of managerial responsibilities and empowers the directors to take day-to-day decisions to run corporations smoothly.”</p> <p>Analyze the above statement and discuss the theory of ownership and control under the Companies Act, 2013.</p>	<b>25</b>	<b>CO 4</b>
Q 2	<p>Discuss the common obligations of listed entities under the SEBI (Listing Obligations and Disclosure Requirements), 2015. Discuss the general obligations of compliance and the grievance redressal mechanism regarding the same.</p>	<b>25</b>	<b>CO 4</b>