

**ST. JOSEPH'S COLLEGE OF ARTS & SCIENCE,
(AUTONOMOUS)
CUDDALORE-1.
PG AND RESEARCH Department of COMMERCE**

Subject : COMPANY LAW

Subject Code : CM410Q

Name of the Staff : Mrs. S. Baby Motcharakkini

Asst. Professor in commerce

Dr. A. Radhakrishnan

Asst. Professor in commerce

PART A

1. Define a Company.
2. Define a government company.
3. What are private companies?
4. What is a one person company?
5. What is a producer company?
6. What is a dormant company?
7. What is an investment company?
8. What do you mean by statutory company?
9. State the Consequences of registration of a company.
10. Mention any two features of a foreign company.
11. What is a chartered company?
12. What is meant by certificate of commencement of business?
13. What is meant by a holding company?
14. What is meant by a deemed public company?
15. Can a public company commence its business immediately
Obtaining its certificate of incorporation?
16. What is meant by a subsidiary company?
17. What is meant by foreign company?
18. Give two features of a Limited company.
19. Explain -Common Seal.
20. Who is a Promoter?

21. What is Certificate of incorporation?
22. What is Doctrine of indoor management?
23. What do you understand by doctrine of “Ultra-Vires”?
24. What is meant by ‘Corporate Veil’?
25. What is a pre-incorporation contract?
26. What do you understand by the Memorandum of Association?
27. List out the principles for selecting the name of the company.
28. Can an ultra vires act be ratified?
29. Define the term Articles.
30. Describe the doctrine of constructive notice.
31. Is it necessary for every company to have Articles of Association of its own?
32. Define a prospectus.
33. Is the issue of prospectus necessary?
34. What is deemed prospectus?
35. What do you mean by red herring prospectus?
36. Explain the conditions for a prospectus.
37. What is untrue statement?
38. What do you mean by buy-back of shares?
39. Give the meaning of Statement in lieu of prospectus.
40. What is meant by shelf prospectus?
41. What is authorized capital?
42. Define the term " Director"?
43. Who is eligible to become a director?
44. Is there any ceiling on the number of directors?
45. Can directors appoint directors?
46. When is the office of a director deemed to be vacated?
47. Who are independent director?
48. What is DIN?
49. Is it compulsory to appoint a woman as director in a company?
50. Who is a managing director?
51. What is the qualification of managing director?
52. Who can be a manger?
53. Distinguish between manger and managing director.
54. Define the term secretary.
55. What do you mean by key managerial personnel?

56. Define the term meetings. State the difference kinds of meetings.
57. What are the essentials of a company meeting?
58. What is an extra ordinary business?
59. Described briefly a class meeting.
60. What is board meeting?
61. What is a notice?
62. What do you mean by quorum?
63. What are resolutions?
64. What are the types of resolution?
65. What are ordinary resolutions?
66. What do you mean by special resolution?
67. Who can revoke a proxy?
68. Is it necessary that the quorum must be present throughout the meeting?
69. Define the term "Minutes".
70. What are the objects of keeping minutes?
71. Who can sign the minutes?
72. What are the contents of minutes?
73. How can a director be made personally liable?
74. Write a note on " Two way proxy".
75. What is the eligibility age for a person to become a director?
76. Define resolution.
77. Who can become the first director?
78. Give the meaning of special resolution.
79. What is mean by a statutory meeting?
80. What do you mean by extra ordinary general meeting?
81. What are the methods of voting during meeting?
82. Write a note on Agenda.
83. Define the expression "Winding Up".
84. What is a just and equitable clause?
85. Who may petition the national company law tribunal for winding up?
86. Define declaration of solvency.
87. What are the various circumstances in which a company may wound voluntarily?

88. What appoints the company liquidator?
89. Give the grounds under which a liquidator will be removed.
90. Give any 4 power of company liquidator.
91. What are onerous contracts?
92. Is liquidator an officer?
93. Who may file petition for winding up?
94. Give four examples for winding up on just and equitable grounds.
95. Who is a liquidator?
96. What are the different types of voluntary winding up?
97. Who is an official liquidator?
98. Mention any two circumstances under which a company can be wound up compulsorily.
99. State the meaning of the term “Contributory.”
100. What is meant by Creditors voluntary winding up?
101. What is mean by Winding Up?

PART B

1. Write short notes on 1) Perpetual succession 2) Separate legal entity 3) Transferability of shares 4) Limited liability.
2. Distinguish between a public company and a private company.
3. Briefly describe the documents to be filed with g registrar of companies prior to incorporation.
4. Briefly explain the special privileges of a private company.
5. What are the special features of a company?
6. Explain the consequences of default in obtaining the Certificate of Commencement of Business.
7. Bring out the rules relating to government companies.
8. Classify contracts on the basis of liability.
9. What are the circumstances under which a private company is converted in to a public company?
10. Write a note on the rules relating to foreign companies.
11. What are the documents that are to be submitted to the Registrar of companies to obtain the certificate of incorporation?

12. What are the types of companies based on Control?
13. “A Certificate of Incorporation is conclusive evidence that all the requirements of the Companies Act have been complied with”- Comment.
14. How can the Articles of Association of a company be altered?
15. Write the procedure for alteration of the object clause of Memorandum of Association.
16. Explain the position of a promoter in relation to a pre-incorporation contracts.
17. What are the functions of promoter?
18. Discuss the rules relating to the Name clause.
19. List out the contents of articles of association.
20. Write a note on the Doctrine of Ultra Vires and its exceptions
21. What do you mean by Memorandum of Association? State the contents of Memorandum.
22. Discuss the provisions for alteration of contents of Articles of Association.
23. Describe the legal position of a promoter?
24. Describe the duties and liabilities of a Promoter of a Company.
25. What is certificate of incorporation? Describe its effects.
26. What is Memorandum of Association? State its purpose.
27. What do you mean by doctrine of ultra vires? Can the ultra vires act be ratified?
28. Explain the various types of ultra vires acts.
29. Give the legal provisions regarding signing of Memorandum.
30. Distinguish between Memorandum of Association and Articles of Association.
31. What do you mean by doctrine of indoor management? What are its exceptions?
32. What do you mean by doctrine of constructive notice?
33. When is a company not required to issue a prospectus?
34. Describe the various kinds of share capital.
35. What are the various ways in which share capital can be altered?
36. What are the remedies available for any mis-statement made in the prospectus?
37. Enumerate the objectives of issuing prospectus.

38. Discuss about the criminal liability in case of mis- statement in prospectus.
39. What are the circumstances under which a director is automatically vacated from the office?
40. Who can remove a director?
41. What are the powers of directors?
42. Describe the scope and extent of liability of directors?
43. Write about the number and qualification of independent directors?
44. Who can be a managing director of company? Distinguish between manager and managing director
45. State the legal provisions regarding appointment of a managing director, whole time director or manager.
46. Explain the legal provisions regarding remuneration payable to managerial persons.
47. What is company meeting? What are its essentials?
48. What are the different kinds of meeting? State its objects.
49. Describe the procedure for holding a board meeting.
50. What is extra ordinary general meeting? Who are authorized to convene it?
51. What is class meeting? Discuss its legal provisions?
52. What is necessity of giving notice for the meeting?
53. Define the term quorum. What are the consequences of complete quorum?
54. Who will be appointed as the chairman of the meeting?
55. Briefly explain the duties of the chairman?
56. What is resolution? State its kinds?
57. What are minutes of a meeting? State its objects?
58. What are the essentials of good minutes?
59. What do you mean by confirmation of minutes?
60. What is statutory meeting? What is statutory report and what are its contents?
61. When does the registration of a director become effective?
62. Indicate clearly the law relating to holding of a statutory meeting.
63. Enumerate the duties of directors.

64. What are the independent powers of directors exercised by the board of directors?
65. Discuss the provision relating to disqualifications of a director.
66. Explain the position of director
67. Discuss the rules relating to managerial remuneration
68. Write a note on the disqualification of directors
69. What are the provision relating to proxies.
70. Describe the liability of a company director in case of wrong statement in the prospectus.
71. What is meant by winding up? Distinguish it from dissolution
72. What are the different methods of winding up? Describe winding up of the tribunal briefly.
73. What is compulsory winding up? State its grounds.
74. What is just and equitable clause?
75. Who may petition the national company law tribunal for order of winding up?
76. What do you mean by voluntary winding up? Explain its kind.
77. Who is a contributory? Explain the nature and extent of liability of a contributory.
78. Explain the consequences of winding up as to shareholders.
79. How will you settle the list of contributory?
80. Write the legal provisions of appointment of a company liquidator.
81. Write the legal provisions of removal of a company liquidator?
82. What are the power and duties of a company liquidator?
83. What do you understand by the winding up of a company? What are the different modes of winding up?
84. Describe the duties of a liquidator appointed by the court.
85. Explain the circumstances in which a company may be wound up voluntarily.
86. Who are the persons can file petition for compulsory winding up to court?
87. Differentiate between Members and Creditors voluntary winding up.
88. Explain the types of voluntary winding up.
89. Write a note on the powers of the official liquidator.

90. What are the consequences of voluntary winding up?
91. Write a note on the Members voluntary winding up.
92. What are the consequences of winding up order of court?
93. Examine the circumstances under which a company can be windup.

PART C

1. What is a foreign company? What are the provisions of the Companies Act, 2013 relating to foreign companies?
2. Explain different types of companies .
3. What are the privileges available to all private companies?
4. Differentiate between a public and a private company.
5. What are the conditions to be complied for the incorporation of a company?
6. What do you mean by corporate veil? State the circumstances under which the corporate veil can be lifted.
7. Explain the advantages and disadvantages of companies.
8. “A promoter stands in a fiduciary relation towards the company he promotes”. Explain.
9. What are Articles of Association? What are its contents? How can they be altered?
10. Enumerate the various documents to be filed with the Registrar at the time of incorporation of a company.
11. “A certificate of incorporation is a conclusive evidence that all requirements of companies Act has been complied with”- explain.
12. What is the legal effect of certificate of Incorporation?
13. Explain the contents of Memorandum of Association.
14. Discuss the limits on the alteration of the Articles of Association.
15. Describe the various stages in the formation of a company.
16. Discuss the different clauses of memorandum of association.
17. What are the requisites of a Memorandum of Association?
18. Explain the Contents of Prospectus Part-I, II & III.
19. Discuss the methods of alteration of Share Capital of a company.
20. Explain the procedure to be adopted by a company for effecting a reduction of share capital.

21. Explain the procedure for increasing, re-organizing and reducing share capital of a company.
22. Explain the legal provisions relating to issue and registration of a prospectus.
23. What do you mean by the term “buy back”? Explain the legal provisions relating to buy-back of shares by a company.
24. Define a director. What is the law relating to number of directors?
25. Enumerate the provisions of the companies Act, 2013 relation to appointment of a person other than a retiring director.
26. When does the resignation of a director become effective?
27. What is the procedure for removing a director?
28. Discuss the scope of board's powers.
29. What powers are to be exercised by the directors?
30. Discuss the legal position of directors.
31. Discuss the liabilities of a director to the company and to outsiders for their acts.
32. What are the qualifications of a director? When is a person disqualified for appointment as a director of the company? What are the rules as regards disqualification of directors?
33. Discuss the procedure for getting director identification number.
34. Who can a managerial director? Briefly explain the legal provisions regarding a managing director?
35. Write an essay on managerial remuneration of key managerial personnel.
36. Discuss the law relating to the remuneration of the managing director, whole time director or manager of a public company.
37. What are the various kinds of company meetings? Describe each one of them briefly.
38. Explain the provisions of the companies Act, 2013, relating to annual general meeting.
39. Write an essay an extra ordinary general meeting.
40. Discuss the procedure and requirements of conducting board meeting.
41. Discuss the legal provision regarding board meeting.
42. What is a notice? What are the requisites of a valid notice?

43. Explain the law relating to quorum for general meeting.
44. What are the provisions relating to proxy?
45. Explain the following:
 - (a) Ordinary resolution.
 - (b) Special resolution
 - (c) Resolution requiring special notice.
46. Discuss the power and duties of a director of a company under the companies Act, of 2013.
47. Examine the various requirements for the valid meeting of a company.
48. Briefly explain the different modes of appointment of director.
49. Explain the legal provisions regarding the various kinds of winding up briefly.
50. Enumerate the various grounds for compulsory winding up.
51. Discuss the procedure for member voluntary winding up briefly.
52. Enumerate the procedure for creditors voluntary winding up.
53. Write a note on defunct companies.
54. Write about the winding up of unregistered companies.
55. Enumerate the consequences of winding up regarding various parties.
56. Who is a company liquidator? Write about the legal provision regarding removal and appointment of a company liquidator.
57. Discuss the power of company liquidator in case of onerous contracts.
58. What circumstances will the court order a compulsory winding up of a company? What is the effect of a winding up order?
59. State the duties of the official liquidator of a company.
60. Explain the grounds for compulsory winding up.
61. Give a detailed account on the procedure involved in Members Voluntary Winding up.
62. Write a note on the duties of a liquidator in winding up by court.
