

Name:	
Enrolment No:	

UNIVERSITY OF PETROLEUM AND ENERGY STUDIES
End Semester Examination, May,2019

Course: Companies Law - II	Semester: VIII
Programme: B.Tech LL.B Sem (Cyber Law, IPR)	
Time: 03 hrs.	Max. Marks: 100
Instructions:	

SECTION A

S. No.	Statement of question – decide, if the following are true or false? cite Reason of your answer.	Marks	CO
1.	There is no distinction between the winding up and dissolution	2	CO3
2.	A trading company has an implied power to borrow.	2	CO1
3.	An artificial person cannot be a debenture trustee.	2	CO1
4.	Exceptions in the case of Foss V Harbottle are inapplicable in the cases where the individual rights of the members are infringed.	2	CO2
5.	A company may issue a debenture in which the maturity period is not mentioned.	2	CO1

SECTION B

Q	Statement of question – Short Answer type questions (Answer any four)	Marks	CO
6.	Write a short note on role of IMF and Asian financial crisis.	5	CO1
7.	Write a short note on full convertibility on the capital account transactions.	5	CO3, CO2
8.	Can the majority of the company apply for relief under section 244? What are the precondition of applying for such an extra ordinary relief?	5	CO1, CO2
9.	Distinguish between - Convertible and non - convertible debentures	5	CO1, CO2

10.	What do you understand with the class action suit? Enumerate the provision of the class action under USA Laws.	5	CO2
SECTION-C			
Q	Statement of question – answer any two		
11.	What do you understand with the insolvency resolution process for the companies? Elaborate with the help any contemporary examples.	10	CO3
12.	What are the rights and duties of a liquidator? Who can be appointed as a liquidator?	10	CO3
13.	What are the criminal liabilities of a corporation? Elaborate with the help of the case laws.	10	CO5
14.	“Fiduciary principles provides a fundamental support to the functioning of company laws.” Do you agree with the above statement? Discuss it distinguishing between no profit rule and no - conflict rule of fiduciary principle in the light of the rights and duties of the debenture trustee? Support your answer from the contemporary examples.	10	CO1, CO5
SECTION-D			
Q	Statement of question		
15.	A company created a floating charge of its current assets in favour of a bank to secure a current account, which was in debit of Rs. 5 Lakhs and also to secure further working capital facilities provided by the bank. The charge created on 1 st January 2016 was duly registered with the registrar of companies. The bank advanced Rs. 10 lakhs subsequently to the creation of charge. The company has gone into liquidation pursuant to a resolution passed on 1st September 2016. Examine the validity of the floating charge in case it is winding up, but there is no fraudulent preference.	20	CO3, CO2
16.	The directors of the company held more than 75% of shares in the company. The company was carrying on the business of construction projects. The directors acquired certain contracts in their own name in breach of trust and made profits for themselves. In the annual general meeting, they passed a resolution that the company had no interest in the contract. The minority shareholders filed a case against directors asking them to account for the profits. Discuss.	15	CO5,C O4

17.	<p>The tribunal appointed the company liquidator as the XYZ Engineering Company Ltd. Some of the creditors have brought to the notice of the Liquidator that though the company is in liquidation for the past several years, nothing worthwhile has been done to speed up the winding up and no documents have been filed to indicated the progress of liquidation. Examine in this connection the nature and periodicity of returns required to be filed by the liquidator in terms of the provision contained in the Companies Act.</p>	15	CO3
-----	--	-----------	------------

Name:

Enrolment No:



UNIVERSITY OF PETROLEUM AND ENERGY STUDIES

End Semester Examination, May, 2019

Course: Companies Law - II

Semester: VIII

Programme: B.Tech LL.B Sem (Cyber Law, IPR)

Time: 03 hrs.

Max. Marks: 100

Instructions:

SECTION A

S. No.		Marks	CO
Q	Statement of question – Define the following in one sentence.		
1.	Crystallization of charges	2	CO1
2.	Hypothecation	2	CO1
3.	Full Convertibility of the capital account transaction	2	CO4
4.	Currency manipulations	2	CO4
5.	Implied power to borrow.	2	CO1

SECTION B

Q	Statement of question – Short Answer type questions		
6.	What do you understand with the joint venture? Write a short note on the joint ventures in India.	5	CO4
7.	Distinguish between the preference shares and debentures.	5	CO1
8.	Distinguish between - Fixed and floating charge	5	CO1
9.	Distinguish between - Convertible and non - convertible debentures	5.	CO1

SECTION-C			
Q	Statement of question – answer any two		
10.	What are the remedies of an ultra vires borrowings? Elaborate with the help of the case laws.	10	CO1
11.	Who may initiate the Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016? Explain the process with relevant provisions of the Code.	10	CO1, CO3
12.	“Once India liberalized its economy, FERA lost its relevance.” Do you agree? Analyze critically steps taken by the Indian government after 1991 in the arena of currency and exchange.	10	CO4
13.	What are the distinctions between the current account transactions and capital account transactions? What do you understand with the full convertibility of the capital account transactions?	10	CO4
SECTION-D			
Q	Statement of question		
14.	A group of members of XYZ Limited has filed a petition before the National Company Law Tribunal alleging various acts of oppression and mismanagement by the majority shareholders of the company. The petitioner group holds 12% of the issued shares capital of the company. During the pendency of the petition, some of the petitioner group holding about 5% of the issued share capital of the company wish to disassociate themselves from the petition and they along with the other majority shareholders have submitted before the National Company Law Tribunal that the petition may be dismissed on the ground of non – maintainability. Examine their contention having the regard to the provision of the Companies Act, 2013.	20 Marks	CO1, CO3, CO2
15.	M/s XYZ Limited was wound up with the effect from 15 March, 2016 by an order of the Tribunal. Mr. A, who ceases to be a member of the company from June 1, 2015, has received a notice from the company liquidator that he should deposit a sum of Rs. 5000 as his contribution towards the liability of the shares previously held by him. In this context explain whether Mr. A can be called a contributory and whether he can be made liable and whether there is any limitation on his liability.	15 Marks	CO1,C O3
16.	The Board of directors of M/S ABC Co. whose shares are listed in the Bombay Stock	15	CO1,

	<p>Exchange proposes to give loans to a sister company in excess of the limit prescribed under Section 186(2) of the Companies Act, 2013. The next annual general meeting of the company is due only after six months. Since, the Board is anxious to complete the formalities quickly without waiting for the date of the next annual general meeting, advice the Board about the steps to be taken to comply with the legal requirements under the Companies Act, 2013.</p>		CO2, CO4
--	---	--	---------------------