


Name: Enrolment No:	
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UPES End Semester Examination, May 2024	
Course: Company Law-II Program: BA LLB/BBA LLB/B Com LLB Spez Course Code: CLCC3006	Semester: VI Time : 03 hrs. Max. Marks: 100
Instructions: <ol style="list-style-type: none"> 1. All questions are to be attempted. 2. Refer to the relevant legal provisions. 3. The word limit for the specific sections is mentioned below: 	
Section A: 50-70 words Section B: 150-200 Words Section C: 500-700 words Section D: 1000-1200 words	

SECTION A (5Qx2M=10Marks)
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S. No.		Marks	CO
Q 1	Identify whether the statement is true or false, and further support your answer with a legal reasoning: “Application for the prevention of oppression and mismanagement be made by requisite number of members as prescribed by section 244 of Companies Act 2013.”	2	CO1
Q2	Choose the correct option in reference to the given statement: Appeals against National Company Law Appellate tribunal shall lie to: a. High Court b. Supreme court c. Company Law board d. Central Government	2	CO1
Q3	Identify whether the statement is true or false, and further support your answer with a legal reasoning: “The ultra-vires borrowings do not entitle the lender to enforce his claim against the company.”	2	CO1
Q4	Identify whether the statement is true or false, and further support your answer with a legal reasoning: “Every company is required to appoint a Corporate social responsibility committee under the Companies Act 2013.”	2	CO1
Q5	Identify whether the statement is true or false, and further support your answer with a legal reasoning: “In case of compulsory winding up, the company liquidator is appointed by the registrar.”	2	CO1

SECTION B (4Qx5M= 20 Marks)			
Q6	State with reason whether the following statement is correct or not. “The properly resented application for prevention of oppression and mismanagement ceases to be maintainable if subsequently some of the members withdraw their consent and the number of the members is reduced below the statutory limit”.	5	CO2
Q7	Discuss the duties of liquidator in brief in connection with the winding up of the company.	5	CO2
Q8	Define the term deposits and identify the receipts of money which are not considered as deposits.	5	CO2
Q9	Explain the objectives behind introducing class action suits in the Companies Act 2013 and who can initiate a class action suit.	5	CO2
SECTION-C (2Qx10M=20 Marks)			
Q 10	a) Analyze the legal provisions providing the government with the necessary tools to address situations where mergers are crucial for economic well-being. b) The board of directors of Ross Ltd. has proposed a merger with Rachel Ltd. The merger has been approved by the majority of shareholders, representing 90% of the total shareholding, and 10% of the shareholders oppose this merger. Examine the legal provision governing the power to acquire shares of shareholders dissenting from a scheme or contract approved by the majority in light of the above statement.	(5+5=10)	CO3
Q11	X Ltd. is a company having 1023 shareholders as on 31 st December 2019. The Board of Directors ask you about the formation of Stakeholders Relationship Committee. In light of the above-stated facts, answer the following questions: a) Whether it is mandatory for X Ltd. to constitute a Stakeholders Relationship Committee? If yes, then describe the composition of this committee. b) Assess the role of stakeholders committee in a company.	(5+5=10)	CO4
SECTION-D (2Qx25M=50 Marks)			
Q12	Govt. of West Bengal filed an application for winding up of KYC Ltd. In the Tribunal citing section 271 of the Companies Act, 2013 in the interest of sovereignty and integrity of India which was opposed by the company stating that State Government cannot file a petition for winding up.	(10+15=25)	CO4

	<p>i) Examine whether the claim of KYC Ltd. is legally sustainable and support your answer with apt legal reasoning.</p> <p>ii) Discuss the grounds of compulsory winding up of a company with reference to statutory provisions and decided cases.</p>		
Q13	<p>KAJ Ltd., is a company incorporated under the Companies Act, 2013 planning to expand its operations via issuance of debentures to more than 500 subscribers. Over the years, the company has issued a number of debentures, and debentures issued by KAJ Ltd., of Rs 5 lacs in value are to be redeemable in the current financial year.</p> <p>A) Considering the afore-mentioned facts, examine the legal relevant provisions and rules governing the issuance of debentures in the Companies Act, 2013.</p> <p>B) State the essential legal conditions that would have been required by KAJ Ltd, to be fulfilled before the issuance of debentures to more than 500 subscribers.</p> <p>C) Decide the quantum of Debenture Redemption Reserve (DRR) and Debenture Redemption Fund required to be created by KAJ Ltd. and discuss the manner in which Debenture Redemption Fund is required to be utilized as per the Companies (Share Capital and Debentures) Rules, 2014.</p>	(10+5+10=25)	CO4