

# C.U.SHAH UNIVERSITY

## Summer Examination-2018

Subject Name : Company Law - II

Subject Code : 4CO02COL2

Branch: B.Com (English)

Semester : 2

Date : 04/05/2018

Time : 10:30 To 01:30

Marks : 70

Instructions:

- (1) Use of Programmable calculator & any other electronic instrument is prohibited.
  - (2) Instructions written on main answer book are strictly to be obeyed.
  - (3) Draw neat diagrams and figures (if necessary) at right places.
  - (4) Assume suitable data if needed.
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Q-1 Attempt the following questions: (14)

1. **“Secretary is simply an employee, whatever instructed to him, he has to carry it out.” Whose opinion is this ?**  
(A) Lord Denning (B) Lord Esher  
(C) Justice Salomon (D) Lord Edinborough
2. **As per the provisions of Articles of Association, who appoints the secretary?**  
(A) Company President (B) Company Registrar  
(C) Board of Directors (D) Promoters of company
3. **The group of directors are called by which name ?**  
(A) Promoters (B) Secretaries  
(C) Board of Brokers (D) Board of Directors
4. **Directors have to play the roles of company’s friend, philosopher and guide.” Can this be said so ?**  
(A) No (B) Yes  
(C) Only friend (D) Cannot be said
5. **Be it director or manager, can he hold his post in maximum 15 companies?**  
(A) Yes  
(B) As many  
(C) Director in maximum 15 companies and Managing Director in 2 companies.  
(D) As per his wish
6. **The first statutory meeting of the company can be convened how many times in the life time of the company ?**  
(A) Four (B) first  
(C) Two (D) three
7. **The suggestion or draft presented in the meeting of the company for discussion or decision making is called what?**



- (A) Resolution (B) Quorum  
(C) Motion (D) Special Resolution
8. **The motion presented in the meeting of the company with majority of members, and then it becomes what?**  
(A) Amendment (B) Agenda  
(C) Minutes of Meeting (D) Resolution
9. **For the statutory functions, what is it called the minimum number of members to remain present in the meeting?**  
(A) Agenda (B) Quorum  
(C) Proxy (D) Special resolution
10. **Who can make application to the court for liquidation of company?**  
(A) Debtors  
(B) Members  
(C) Company, Government, Creditors  
(D) Income Tax Officer
11. **How many types of voluntary liquidations are there?**  
(A) Two (B) Three  
(C) Four (D) One
12. **Only who can be appointed as official liquidator?**  
(A) Any person (B) Living person  
(C) Company (D) Director
13. **Creditors and contributory can appoint whom to inspect the proceedings by liquidator ?**  
(A) Secretary (B) Director  
(C) Committee of Inspection (D) Manager
14. **When the company is not in a position to pay back money to creditors, its liquidation is done and dissolved, but not always so. Sometimes financially sound company can also be liquidated?**  
(A) Yes (B) No  
(C) Neutral (D) Cannot be said

**Attempt any four questions from Q-2 to Q-8**

- Q.2 Discuss in detail the qualities and qualifications required for a successful Company Secretary. 14**
- Q.3 (A) Clarify difference between Director and Managing Director. 8**
- (B) Discuss the various duties of Directors. 6**
- Q.4 What is company meeting? Discuss in detail different kinds of company meeting. 14**
- Q.5 (A) Clarify the differences between ordinary resolution and special resolution. 8**



(B)	Write a detail note on “Proxy”.	6
Q.6	Write a detailed note on powers and duties of official liquidator.	14
Q.7 (A)	Explain process of voluntary winding up of a company by creditors.	8
(B)	Write a note on Statement of Affairs of company.	6
Q.8	Write comparative notes : (Any Two)	14
	a. Soloman and Soloman Case	
	b. Ashbury Carriage Company and Riche Case	
	c. Peek and Gurney Case	
	d. Royal British Bank and Turquand Case	

