DIRECTORATE OF DISTANCE EDUCATION
NALSAR UNIVERSITY OF LAW, HYDERABAD

M.A. (Corporate Law)
Advanced Diploma in Corporate Law

Academic Year: 2023-2024

First Semester Examination (January, 2024)

Paper III - 1.1.3. Administration of Company

Duration of the Examination: 2 ½ hours **Total Marks : 70 marks**

INSTRUCTIONS TO CANDIDATES

a) **Read the instructions carefully and adhere to the same.**
b) **Please mention your DDE ID No., date of the exam, name of the programme & subject on the Answer Sheet and the Additional Answer Sheets, if any.**
c) **The questions to be interpreted as given and no clarification can be sought from the Invigilator.**
d) **Clearly indicate the question numbers while answering them. Answers without question numbers / wrong question numbers will not be evaluated.**
e) **Write the answers clearly and neatly. Answers in illegible handwriting will not be taken into consideration.**
f) **Candidates are prohibited to carry phones or any other electronic devices, books, material etc. in the Examination Hall.**
g) **Copying is strictly prohibited and is considered as a serious academic mis-conduct and the University will take action as it deems fit.**

Section – A

Answer FIVE questions out of SEVEN questions and each question carries 10 marks. (5 x 10 marks = 50 marks)

1. Discuss the roles and responsibilities of promoters in the formation of a company. Explain the legal obligations and potential liabilities associated with the role of promoters.

2. Examine the powers and duties of directors in a company. Highlight the legal framework that governs the roles of directors and their responsibilities.

3. Examine the significance of Key Managerial Personnel (KMP) in a company. Discuss the specific roles and responsibilities of KMP.

4. The principle laid down in the Foss v. Harbottle rule does not universally apply to every situation. The judiciary has created certain exceptions to the rule. What are the exceptions to the rule? Discuss the conflicts that may arise between majority and minority shareholders. Analyse the legal mechanisms available to protect minority shareholders.

5. What are class action suits? Why is it popular in the U.S. and not so much in India?

6. Explore the role of statutory committees and the preparation of annual reports in corporate governance. Discuss their significance in promoting transparency and accountability.

7. Write an essay on Corporate Governance.

Section – B

Answer FOUR questions out of SIX questions and each question carries 05 marks. Write short notes on the following: (4 x 5 marks = 20 marks)

8. Corporate Fraud
9. Insider Trading
10. Related Party Transactions
11. Independent Directors
12. Notice
13. Quorum