

**GUJARAT TECHNOLOGICAL UNIVERSITY****MBA(AM) - SEMESTER- VI EXAMINATION – WINTER 2019****Subject Code: 4160503****Date: 20/11/2019****Subject Name: Company Law****Time: 10:30AM to 01:30PM****Total Marks: 70****Instructions:**

1. Attempt all questions.
2. Make suitable assumptions wherever necessary.
3. Figures to the right indicate full marks.

- Q.1** (a) Explain Joint Stock Company? Elaborate the merits and demerits of Joint Stock Company. **07**
- (b) What is the meaning of Company? Explain various kinds of Company. **07**
- Q.2** (a) 'A business partnership is for making business profitable established and run by two or more individuals'. Define above statement with Limited Liability Partnership? Discuss advantage and disadvantage of LLP. **07**
- (b) When someone found a company's two important documents Memorandum of Association and Articles of Association are always there. Discuss The fundamental points of distinction between MOA and AOA. **07**
- OR**
- (b) State the usual stages/steps to be used by Promoters in the formation of a company under the companies act, 1956. **07**
- Q.3** (a) Write Short note on 1) Doctrine of Ultra Virus **07**  
2) Doctrine of Indoor Management and it's Exception.
- (b) Define Prospectus. State it's Objective? Which are the conditions must be followed by company before issue? How it is different from statement in lieu of prospectus? **07**
- OR**
- Q.3** (a) The existing Companies Act, 1956 has been amended at least 25 times in the past 57 years. Why there is any need for amendment in Law and give highlights on New Indian Companies Act, 2013. **07**
- (b) Discuss The Ministry of Finance (Department of Economic Affairs), Office of the Controller of Capital Issues, issued a press note on 14th May 1975 prescribing the guidelines for issue of fresh share capital. **07**
- Q.4** (a) Allotment means distribution of shares among those who have submitted written application. Discuss the statement and explain the statutory provisions for Allotment of Shares. **07**
- (b) Give brief information about (1) Public Issue, (2) Private Placement, (3) Underwriting of Shares, (4) Bonus issues, (5) Right issues, (6) Buyback, (7) Forfeiture **07**
- OR**
- Q.4** (a) Define Director? State the different types and modes of appointing the director? **07**
- (b) Explain the rules for retirement of directors and resignation of a director. Also mention vacation of office by directors. **07**
- Q.5** (a) Write Short note on: 1) Quantification and disqualification of Directors. **07**  
2) Position of Director
- (b) Different share classifications will confer different rights to the holder. Discuss this statement with explaining different classification shares. **07**

**OR**

- Q.5** (a) ABC Ltd. applies to the Company Law Board for approving an alteration in register office clause of its Memorandum and thus permitting it to change its registered office from Calcutta to Gujarat. The Government of West Bengal requests the Company Law Board not to allow this change, for it would lead to a loss of revenue of the Government. **07**  
Decide whether company Law board will allow or not.
- (b) Diamond Mining Co. Ltd. applied to the Company Law Board for permission to add the following objects in its Memorandum of Association, which earlier stated mining as its main purpose : **07**  
(a) To sell goods on hire-purchase basis;  
(b) To do all kinds of fabrication works of steel, aluminium, copper, zinc, and alloys;  
(c) To buy and sell land, buildings, hotels, restaurants and business premises; (d) to enter in to contracts for construction of building with private people or government.  
Will the Company Law Board approve this alteration?

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