

**9212**

**LL.B. Examination**  
**COMPANY LAW**  
**Paper- XXIII**  
**(Semester-V)**

Time : Three Hours]

[Maximum Marks : 80

*The candidates shall limit their answers precisely within the answer-book (40 pages) issued to them and no supplementary/ continuation sheet will be issued.*

**Note :** Attempt *five* questions in all, selecting *one* question from each Unit. All questions carry equal marks.

**UNIT-I**

1. Discuss the doctrine of ultra vires in detail with case laws.
2. Discuss the following :
  - (a) Articles of Association.
  - (b) Memorandum of Association.

**UNIT-II**

3. Discuss the procedure of transfer of shares and procedure for such transfer in detail.

4. Define prospectus and remedies for misrepresentations in the prospectus.

### **UNIT-III**

5. Who can be a member of a company and how can the membership be terminated ?
6. Discuss the following :
  - (a) Voting.
  - (b) Resolution.

### **UNIT-IV**

7. Discuss the powers and duties of board of directors?
8. Discuss the following :
  - (a) Share Qualifications.
  - (b) Disqualifications of Directors.

### **UNIT-V**

9. Discuss winding up and modes of winding up.
  10. Discuss in detail the guidelines held in case of Foss vs. Harbottle ?
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