



‘समानो मन्त्रः समितिः समानी’

UNIVERSITY OF NORTH BENGAL

B.A./BBA/B.Com. LL.B. General 8th Semester Examination, 2023

COMPANY LAW

Time Allotted: 3 Hours

Full Marks: 80

The figures in the margin indicate full marks.

Answer Question No. 7 and any four from the rest

1. (a) “A Company is an artificial person created by law having a separate entity with a perpetual succession and a common seal.” Explain this statement and discuss the major characteristics of a company. 8
- (b) Explain the rule of supremacy of the majority with reference to Foss v Harbottle case. 4
- (c) Elucidate the remedies available to the minority shareholders of a company against oppression and mismanagement. 4
2. (a) “A public company can be converted into a private company or vice-versa” — In light of the statement, analyse the concept of conversion of companies. 8
- (b) What do you understand by Merger and Amalgamation? “Although corporate laws may be indifferent to the different commercial forms of merger/amalgamations” — In the light of the statement elucidate different forms of merger of the companies. 8
3. (a) What is Prospectus? Elucidate. Justify in detail about the remedies for misinterpretation in a prospectus. 8
- (b) What are the various classifications of Prospectus? Mention in detail. 8
4. Discuss the doctrine of Lifting the Corporate Veil. Refer cases. 16
5. What is share? Discuss in detail the general principles as to allotment of shares. 6+10
6. Who are the Directors of a company? Discuss the duties of Director. 6+10
7. Write short notes on any **four** of the following: 4×4 = 16
 - (a) Doctrine of Indoor Management
 - (b) Solomon V Solomon
 - (c) Kinds of Debentures
 - (d) Importance of Article of Association
 - (e) Foss V Harbottle
 - (f) Promoters.

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