



Bar Council of India
18th Qualifying Examination for Indian
Nationals holding Foreign Law Degrees

COMPANY LAW

PART A

Answer any *five* of the following.

(5 x 5=25)

1. Write briefly on the definition of private company. Also discuss the distinction between private company and public company.
2. Write a short note on the distinction between shares and debentures.
3. Explain in brief the duties of a director as provided under the Companies Act, 2013.
4. Write a short note on Annual General Meeting.
5. Explain the concept of corporate social responsibility.
6. What are Articles of Association? Explain.

PART B

Answer any *three* of the following:

(3 x 15=45)

7. Write in detail about Memorandum of Association and its contents. Explain the significance of the objects clause of memorandum of association of a company.
8. Discuss in detail the rule laid down in *Royal British Bank v. Turquand*. Are there any exceptions to the rule? Explain.
9. Examine the rule laid down in *Foss v. Harbottle*. Does the Companies Act safeguard the interest of minority shareholders? Discuss.
10. The decision of the House of Lords in *Salomon* created a bedrock principle of corporate personality, establishing the concept of separate legal entity of a company. With the help of decided cases, critically discuss how the judiciary has pierced the corporate veil in several instances.

PART C

Answer any *one* of the following:

(1 x 30= 30)

11. Explain the distinction between:

- a. Company and Hindu Undivided Family business
- b. Company, Partnership Firm and Limited Liability Partnership

12. Explain the grounds of compulsory winding up with reference to the statutory provisions of Companies Act, 2013.

A company was formed with the main object of manufacturing coffee under a German Patent. The Memorandum of Association of the company stated that it was formed for working a German patent which had been or would be granted for manufacturing coffee from dates and also, for obtaining other patents, for improvements and extensions of the said inventions or any modifications thereof or incident thereto. However, the company failed to acquire a German patent but started manufacturing coffee from dates under a Swedish Patent which the company acquired. A petition for winding up of the company has been filed on grounds of failure of substratum of the company. How would you decide?