

**U.G. Odd Semester (CBCS) Exam.,
December—2016**

LAW

(9th Semester)

Course No. : LLB (H)-905 (C)

(Corporate Governance)

Full Marks : 75

Pass Marks : 30

Time : 3 hours

The questions are of equal value

Answer **five** questions, selecting **one** from each Unit

UNIT—I

1. Explain the meaning and nature of corporate governance with the help of suitable illustration and case laws.
2. Discuss the models and control mechanism provided for good corporate governance.

UNIT—II

3. Explain the contribution of SEBI to promote transparency, accountability and participation in corporate affairs with a company.

4. Discuss the power of the central government to prevent oppression and mismanagement in a company and to establish good governance.

UNIT—III

5. Who can be a member of a company? Discuss the role of member in a company towards corporate governance.
6. Explain different kinds of shareholders' meeting and the nature of business that may be transacted.

UNIT—IV

7. What are the qualification and disqualification for the appointment of a director? Discuss the powers of a director.
8. Explain the position and entitlement of remuneration of a director in a company.

UNIT—V

9. Define 'merger' and discuss the procedure for giving effect to the merger agreement.
10. Explain the rules laid down in Foss vs. Harbottle for majority rule and minority shareholders' protection.

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