

AU-1523

B.B.A. (Part-III) Examination

COMPANY MANAGEMENT AND SECRETARIAL PRACTICE

Time : Three Hours]

[Maximum Marks : 80

- N.B.** :— (1) Attempt **ALL** questions.
(2) All questions carry equal marks.

1. (a) Explain the contents of Memorandum of Association. Why is Memorandum of Association a fundamental document of a company ? 16

OR

- (b) Elaborate contents of Prospectus. What is misrepresentation in Prospectus ? Discuss remedies for misrepresentation. 16

2. (a) What is transmission of shares ? 4
(b) What is buy-back of shares ? 4
(c) State the procedure of re-issue of shares. 4
(d) What are the consequences when minimum subscription is not received ? 4

OR

- (e) What is underwriting commission ? 4
(f) What are the consequences of Irregular Allotment ? 4
(g) How is the premium received on shares utilised ? 4
(h) State the conditions to be fulfilled before issuing shares at a discount. 4
3. (a) 'Every meeting in order to be valid must be duly convened, properly constituted and conducted.' Elucidate. 16

OR

- (b) Write the meaning and types of a resolution. For what purposes special resolutions are required ? 16

4. (a) Enlist the duties of Directors. 4
(b) State the method of acquiring membership of a company. 4
(c) Discuss the provisions related to criminal liability of Directors. 4
(d) How is membership terminated ? 4

OR

- (c) Who may become a member of a company ? 4
(f) Enumerate the rights of members. 4
(g) Enlist the rights of Directors. 4
(h) Explain the position of Directors as Agents. 4
5. (a) State the qualifications of a Company Secretary. 4
(b) What are the statutory liabilities of a Company Secretary ? 4
(c) What are the duties of Secretary towards Shareholders and Public ? 4
(d) What is Statutory Report ? 4

OR

- (e) What are the restrictions on the powers of Secretary ? 4
(f) Elaborate qualities of a good Secretary. 4
(g) Draft 'Director's Responsibility Statement' which forms part of the Board's Report of a Company. 4
(h) Discuss the provisions related to Minutes of Meetings. 4