



Bar Council of India 20th Qualifying Examination for Indian Nationals Holding Foreign Law Degrees

Paper-III- Company Law

PART - A

Answer any 5 of the following:

(5 x 5 = 25)

1. What does 'conclusive evidence' means in relation to certificate of incorporation? Write a critical note on certificate of incorporation citing case laws?
2. What is a Government Company? Summarise the special provisions of the Companies Act, 2013 relating to Government Companies.
3. What are 'Sweat Equity Shares'? Explain the provisions regarding issue of 'Sweat Equity Shares'.
4. Explain the provisions for conversion of a private company into a public company.
5. Can any company pass some resolutions through postal ballot? If yes, what are the Rules in connection to it? Explain.
6. A shareholder having given proxy; personally attends and votes at the meeting. Explain the legal consequences by illustrating a case law.

PART - B

Answer any 3 of the following:

(3 x 15 = 45)

7. Three friends X, Y & Z purchased a property, Later they promoted a company and sold this property to the company and made huge secret profits on this transaction. Can the company recover this profit from the promoters? Examine the above-mentioned problem and decide with reference to statutory provisions and decided cases.
8. 'X' on instructions of promoters of a company prepared memorandum of association and articles of association, paid the registration fees and got the company incorporated. 'X' claims reimbursement from the company. The company refuses to pay, will 'X' succeed? Decide with reference to statutory provisions and decided cases.

9. There were two directors in a company. They failed to agree on an application for a Share Transfer. One was in favour of granting transfer and the other refused to do so. The applicant sues the company.
Examine the above-mentioned problem and decide with reference to statutory provisions and decided cases.
10. Explain clearly the meaning of 'lifting of Corporate Veil' in relation to a company incorporated under the Companies Act, 2013. Examining judicial decisions, state whether the 'corporate veil' can be lifted in the following cases:
- (i) Where the corporate veil has been used for improper conduct?
 - (ii) Where the acts of the companies are opposed to workmen?

PART - C

Answer any 1 of the following:

(1 x 30 = 30)

11. (A) Discuss the provisions relating to prevention of oppression and mismanagement in a company with the help of relevant provisions and decided cases.
- (B) What is the meaning and significance of the doctrine of "Indoor Management"? Explain with reference to decided cases.
12. (A) Explain in detail the process of allotment of shares. When is an allotment of shares treated as an irregular allotment? Briefly state the effects of an irregular allotment.
- (B) Discuss the civil as well as criminal liability of persons who authorise the issue of a false prospectus with the help of statutory provisions and decided cases.