

2. All questions carry equal marks.

Q.1) Answer Any Two of the following.

(15)

- a. Who is a company secretary? Explain his/her qualifications.
- b. Explain the Duties of a company secretary towards Office and Shareholders.
- c. Explain company secretary as an advisor to chairman and board.

Q.2) Answer Any Two of the following.

(15)

- a. What is a joint stock company? Explain its features.
- b. Distinguish between Private and Public company.
- c. Explain the procedure of conversion of public company into private company.

Q.3) Answer Any Two of the following.

(15)

- a. What is Memorandum of Association ? Explain the clauses of the same.
- b. Explain in detail the concept of prospectus and statement in lieu of prospectus.
- c. Explain the types of Preference shares.

Q.4) Answer Any Two of the following.

(15)

- a. Explain the secretarial procedure for making a valid call on shares.
- b. Write a note on "Transmission of Shares"
- c. What is Register of Members? What are the statutory provisions relating to register of members.

Q.5) Answer the following.

(15)

A) Fill in the blanks.

(5)

1. A company secretary is appointed by _____.

(shareholders, Board of Directors, chairman of the company)

2. Banks act as _____. (depositories, brokers, representatives)

3. Registration of a company is _____ in India.

(compulsory, not necessary, voluntary)

4. _____ take decision for conversion.

(directors, shareholders, creditors)

5. Company documents are _____ documents.

(reference, filing, not alterable)

B) True or False.

(5)

1. Right to transfer shares is a statutory right of a member.

2. Debenture may be redeemable or irredeemable.

22820008 2008-11-11
9.2. OPIADQ

- 3. Articles are superior to memorandum.
- 4. For conversion of a company, ordinary resolution is adequate.
- 5. Joint stock company is an artificial person created by law.

C) Match the following.

- 1. Company secretary
- 2. Company promoters
- 3. Annual Report
- 4. Register of members
- 5. Borrowed capital

- (5)
- a. active role in company formation
 - b. prescribed qualification
 - c. statutory book of a company
 - d. supplements owned capital
 - e. periodical returns