

INSTRUCTIONS: 1. All questions are compulsory.

2. All questions carry equal marks.

Q.1) Answer Any Two of the following.

(15)

- a. Who is a company director? Explain the liabilities of company director.
- b. Who can be a Board Chairman? Explain his duties.
- c. Explain in detail the appointment of company auditor.

Q.2) Answer Any Two of the following.

(15)

- a. What is a statutory meeting? Explain the legal provisions of holding a statutory meeting.
- b. Explain the secretarial procedure relating to Annual General Meeting.
- c. What are Minutes? Discuss the statutory provisions regarding minutes.

Q.3) Answer Any Two of the following.

(15)

- a. What is dematerialisation of shares? Explain the procedure of dematerialisation.
- b. What do you mean by Initial Public Offer? Discuss its merits and demerits.
- c. What is Listing of Shares? Discuss the conditions of listing of shares on the stock exchange.

Q.4) Answer Any Two of the following.

(15)

- a. What is online trading of shares? Explain the procedure of the same.
- b. What is dividend? State the legal provisions relating to payment of dividend.
- c. Distinguish between Interest and Dividend.

Q.5) Answer the following.

(5)

A) Fill in the blanks.

1. Directors use their powers _____.

(individually , collectively , independently)

2. Non-Executive directors are _____ of the Board.

(less than half , more than half, not less than half)

3. An auditor functions as a representative of _____.

(Registrar, Board of Directors, Shareholders)

4. Chairman's speech is given in the _____ meeting.

(Board , Annual General, Extra ordinary)

5. Proxy is allowed to vote when _____.

(voting takes place, need arises, poll is taken)

B) True or False.

(5)

1. A shareholder can sell and transfer his electronic shares from his residence through broker.
2. The rate of interest is fixed but the rate of dividend is variable.
3. Business transacted without quorum is valid.
4. Meeting of preference shareholders is called class meeting.
5. To prepare audit report is compulsory for the auditor.

C) Match the following.

(5)

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|-----------------------------------|---|
| 1. Managing Director | a .subject to discussion and alteration |
| 2. Extra ordinary General meeting | b .normal practice in Indian Stock Exchange |
| 3. Motion | c. reinvestment of yearly dividend |
| 4. Scripless trading | d. Whole time director |
| 5. DRIPs | e. called by company law board |