

Roll No.

67802

**LL.M. 3rd Semester Examination--
December, 2015**

**LAW OF CORPORATE MANAGEMENT &
PARTNERSHIP**

Paper : (G-II) M-10

Time : 3 hours

Max. Marks : 80

Before answering the questions, candidates should ensure that they have been supplied the correct and complete question paper. No complaint in this regard will be entertained after the examination.

Note : Attempt all questions in Section A and **four** questions from Section B. Each part of the question in Section A carries 3 marks and each question in Section B carries 14 marks.

Section-A

1. Explain the following :

(a) Unregistered Company

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(b) Holding Company

(c) Dividend

(d) Floating Charge

(e) Amalgamation

(f) Annual Accounts

(g) Under Writing

(h) Stock Exchange

Section-B

2. "A company is a legal entity distinct from its members." Comment. Explain the circumstances when the court can ignore this principle. Refer to important cases.

3. "Sharing of Profits is the *Prima facie* evidence of Partnership but not conclusive proof".

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Comment. Examine the essentials of a partnership. Refer to case law in support of your answer.

4. "Prospectus of a company is the window through which an investor can look into the soundness of a company's venture. The investor, therefore, be given a complete picture of the company's intended activities and its position." Comment.
5. "The Board of Directors are the brain of a company". Comment. Critically examine the position and status of a company's Director also.
6. Can a Partnership Firm carry on partnership business without registration ? Explain. Critically examine the effects and

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consequences of non-registration of a firm also.

7. Critically evaluate the rule relating to the liability of partner by Holding out. Refer to case law.
8. Write a critical note on the rule in *Foss v. Harbottle*. Is this rule applicable where an individual right of a member denied ?
9. Write short notes on the following :
 - (a) Oppression and Mismanagement of Company.
 - (b) Doctrine of Ultra-vires.

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