

2013

MASTER OF BUSINESS ADMINISTRATION

[Second Semester Examination]

CORPORATE GOVERNANCE AND LEGISLATION

PAPER— 207

Full Marks : 100

Time : 3 hours

*The figures in the right-hand margin indicate marks
Candidates are required to give their answers in their
own words as far as practicable*

Illustrate the answers wherever necessary

**Write the answers to Questions of each Half in
separate books**

FIRST HALF

[Marks : 50]

1. Answer any *four* of the following : 5 × 4
- (a) Write a note on 'Corporate veil'.

(Turn Over)

(2)

- (b) Write a note on 'Association not for profit' u/s 25 of the Companies Act, 1956.
- (c) Who can be a director of a company.
- (d) Mention the powers which can be exercised only at the Board meeting.
- (e) Write a note on Corporate Social Responsibilities.
- (f) Discuss the basic governance structure in Indian Companies.

2. Answer any *two* questions : 10 × 2

- (a) Discuss the provisions contained in the Companies Act, 1956 regarding vacation of office of directors.
- (b) Discuss the tasks and responsibilities of 'Management Board' and 'Supervisory Board' in Germany-Japanese system of corporate governance.

(3)

(c) Discuss the duties of directors of a company.

[*Internal Assessment* : 10 Marks]

SECOND HALF

[*Marks* : 50]

3. Answer any *four* questions : 5 × 4

(a) Discuss the different types of Board Committees.

(b) Write a note on disclosure of interest by Board members.

(c) Who are the persons responsible for keeping Books of Accounts ? What are the provisions relating to preservation of Books of Accounts ?

(d) Discuss the provisions relating to authentication of Balance Sheet and Profit & Loss Account.

- (e) Discuss the recommendation of Cadbury committee in relation to 'The Chairman of the Board'.
- (f) Discuss Greenbury committee recommendation regarding formation of 'Remuneration Committees'.

4. Answer any *two* questions : 10 × 2

- (a) Discuss the provisions in the Companies Act, 1956 relating to form and contents of Balance Sheet and Profit & Loss Account.
- (b) Discuss the matter of multi-interest representation in the Board of Directors.
- (c) Give a brief account of corporate brands in India.

[*Internal Assessment* : 10 Marks]
