

**2014**

**M B A**

**2nd Semester Examination**

**CORPORATE GOVERNANCE AND LEGISLATION**

**PAPER—MBA-207**

*Full Marks : 100*

*Time : 3 Hours*

*The figures in the right-hand margin indicate full 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 'Government Companies'.
- (b) Who can be a 'Secretary' of a company.
- (c) Write a note on number of directorship in a company.

*(Turn Over)*

- (d) Mention any five codes under clause 49 of Standard Listing Agreement applicable to listed Indian companies.
- (e) Discuss the importance of nominee directors in the Board of Directors .
- (f) What are the rules of retirement of directors ?

2. Answer any *two* questions : 2×10

- (a) State the rights, duties and the liabilities of a shareholder.
- (b) Discuss the basic features, development potential and concerns about Anglo American model of Corporate Governance.
- (c) Discuss the provisions relating to removal of directors by the shareholders of a company.

**[ Internal Assessment : 10 Marks ]**

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**(Second Half)****(Marks : 50)**

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

- (a) Write a note on 'Quoram'.
- (b) Mention the important contents of minutes of board meetings.
- (c) Discuss in brief the role of non-executive directors in board committee.
- (d) State the recommendation of Greenbury Committee.
- (e) What statutory books are to be maintained by a company ?
- (f) Briefly enumerate the role of Chairman in a meeting.

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

- (a) What provisions are there in the companies Act regarding annual accounts to comply with the Accounting Standards. Write a role on convergence of Indian Accounting Standards with International Financial Reporting Standards (IFRS).

3+7

- (b) Discuss the various areas of Board Committee which are delegated by the Board of Directors.
- (c) Discuss the role of K. M. Birla Committee which was set up by S.E.B.I give recommendations on Corporate Governance.

**[ Internal Assessment : 10 Marks ]**

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